

REGULAR MONTHLY MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
AUGUST 26, 2013

The Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority” or “JMAA”) met in the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi at 4:00 p.m. on Monday, August 26, 2013 (the “Meeting”), pursuant to proper notice.

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

Chair Johnnie P. Patton, R. Ph., presided, called the Meeting to order, and called the roll of Commissioners.

The following Commissioners were present in person at the Meeting.

Johnnie P. Patton, R. Ph., Chair
Dr. Sylvia Stewart, Vice Chair
George E. Irvin, Sr.

Commissioner Glenda Glover was telephonically present and participated in the Meeting by teleconference. Commissioner Glover could hear everyone who spoke during the Meeting, and everyone at the Meeting could hear Commissioner Glover.

Chair Patton noted that a quorum was present 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
René Woodward, JMAA Chief Administrative Officer
Woody Wilson, JMAA Senior Director of Capital Planning
Gary Cohen, JMAA Chief Financial Officer
Kenneth Randolph, JMAA Airport Police Chief
Jack Thomas, JMAA Director of Disadvantaged Business Enterprise
(DBE) and Community Development
William Dickson, JMAA Airport Security Manager
Arnetrius Reed Branson, JMAA Comptroller
Cindy Crotchett, JMAA Executive Assistant
Kimberly Farmer, JMAA Administrative Assistant
Shawn Hanks, JMAA Information Technology Manager
Al Hunt, JMAA Safety and Environmental Coordinator
Rhonda Knight, JMAA Human Resources Manager

Garry Montgomery, JMAA Maintenance Manager
Liston Sage, JMAA Project Specialist
Joyce Tillman, JMAA Facilities Engineer
Jack Weldy, JMAA Properties Manager
John Bourgeois, Waggoner Engineering, Inc.
Tom Henderson, Neel-Schaffer, Inc.
Chuck Lott, Neel-Schaffer, Inc.
Alan Moore, Baker Donelson Bearman Caldwell & Berkowitz
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz
Marlena Pickering, Baker Donelson Bearman Caldwell & Berkowitz

II. APPROVAL AND EXECUTION OF MINUTES.

A. Work Session of the Board of Commissioners, July 18, 2013.

B. Regular Meeting of the Board of Commissioners, July 22, 2013.

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 July 31, 2013.*

2. *Airport Activity Statistics Report, Period Ending July 31, 2013.*

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 and Organizational Recognitions.*

- a. Employee of the Month, July 2013: Albert Hunt, Safety & Environmental Coordinator, Department of Maintenance.

Mr. Vanderleest recognized and commended Mr. Hunt for being named Employee of the Month for July 2013.

4. ***Claim against Hatch Mott MacDonald Florida, LLC.***

Mr. Vanderleest advised the Board that the Authority's mediation claim against Hatch Mott MacDonald Florida, LLC ("HMM") and HMM's claim against Integrated Management Services d/b/a IMS Engineers ("IMS") previously scheduled for Tuesday, August 27, 2013, had been postponed indefinitely at the request of IMS. Mr. Vanderleest said that he would advise the Board when the mediation had been rescheduled.

B. **Attorney.**

Mr. Moore said that the attorneys had nothing to report to the Board at this time.

V. **ACTION ITEMS.**

A. **Financial Matters.**

1. ***Financial Reports for July 2013.***

- a. Balance Sheet: Accept.
- b. Income Statement: Accept.
- c. Claims Docket for July 2013: Approve.

Mr. Vanderleest directed the Board's attention to the above referenced financial reports for July 2013 and the Claims Docket for July 2013, all of which were included in the Packet.

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 ACCEPTING FINANCIAL REPORTS
FOR JULY 2013, AND APPROVING AND
AUTHORIZING PAYMENT OF CLAIMS DOCKET
FOR JULY 2013**

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered (i) the Balance Sheet and Income Statement for the Authority for the month and period ending July 31, 2013 (the "Financial Reports"), and (ii) the Claims Docket for the Authority for the month of

July 2013 (the "Claims"), each of which was (x) included in the packet distributed to the Board prior to the August 26, 2013, Regular Monthly Meeting of the Board, and (y) 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 \$1,642,674.71.

2. *Fiscal Year 2014 Budget Presentation.*

Mr. Vanderleest said that he had a conference call earlier on this date with the commercial airlines serving JAN to discuss the Fiscal Year 2014 Budget. Although landing fees will be higher, the airlines were generally satisfied with the proposed Fiscal Year 2014 Budget.

Mr. Vanderleest then reminded the Board that the draft Fiscal Year 2014 Budget had been distributed to and discussed with the Board at the Board Work Session on August 22, 2013. Mr. Vanderleest encouraged the Board to review the draft Budget in detail and forward any questions to him. Mr. Vanderleest said that the Fiscal Year 2014 Budget would be presented to the Board for approval and adoption at the Special Meeting of the Board presently scheduled for 12:00 noon on Thursday, September 26, 2013.

B. Service Agreements.

1. *Employee Training, JMAA: Authorize Agreement (Mike Scott and Associates).*
2. *Employee Training, JMAA: Authorize Agreement (Hayes Enterprises).*
3. *Environmental Services for Terminal Maintenance, JAN: Authorize Agreement (Advanced Environmental Consultants, Inc.).*
4. *JMAA Contract No. 003-06-289, Human Resources Consulting, JMAA: Authorize Addendum to Agreement (The Whitten Group, P.A.).*
5. *JMAA Contract No. 010-036-1, Financial Services Consulting Agreement: Authorize Renewal of Agreement (Professional Financial Management, Inc.).*

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

At Commissioner Irvin's request, Item #4 above was discussed and considered separately by 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
SERVICE AGREEMENTS**

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 service agreements identified below, all as more particularly described in certain memoranda (i) included in the packet distributed to the Board prior to the August 26, 2013, Regular Monthly 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 professional services agreement with Mike Scott and Associates ("MSA"), whereby MSA will provide four (4) customized half-day interactive training sessions for all JMAA staff to focus on increasing revenue and customer service by improving accountability and productivity, with fees for such services not to exceed \$18,000 (the "MSA Agreement"), all as more particularly set out in the Memorandum dated August 5, 2013, which describes this matter, said MSA Agreement to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the Chief Executive Officer of the Authority (the "CEO"), as evidenced by his execution thereof.

2. The Board approves and authorizes negotiation and execution of a professional services agreement with Hayes Enterprises (“Hayes”), whereby Hayes will provide workforce development and training services, with fees for such services not to exceed \$15,000 (the “Hayes Agreement”), all as more particularly set out in the Memorandum dated August 16, 2013, which describes this matter, said Hayes Agreement to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the CEO, as evidenced by his execution thereof.
3. The Board approves and authorizes negotiation and execution of a professional services agreement with Advanced Environmental Consultants, Inc. (“AEC”), whereby AEC will provide environmental consulting services, to include microbiological assessments and materials in support of routine maintenance and repairs of JMAA facilities, with total fees and expenses for such services not to exceed \$50,000 (the “AEC Agreement”), all as more particularly set out in the Memorandum dated August 13, 2013, which describes this matter, said AEC Agreement to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the CEO, as evidenced by his execution thereof.
4. The Board approves and authorizes a one (1) year renewal of the existing professional services agreement with Public Financial Management, Inc. (“PFM”), whereby PFM will provide general financial consulting services and bond issue consulting services through July 31, 2014, with fees for such services not to exceed \$70,000 (the “PFM Agreement”), all as more particularly described in the Memorandum dated August 14, 2013, which describes this matter, said PFM Agreement to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the CEO, as evidenced by his execution thereof.

The Board then discussed Item #4 above.

After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Glover, and approved by the affirmative votes of Commissioners Patton, Stewart and Glover, and

opposed by Commissioner Irvin, the Board adopted the following resolution.

**RESOLUTION APPROVING AND AUTHORIZING
ADDENDUM TO AGREEMENT WITH THE WHITTEN
GROUP, P.A.**

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 to the existing professional services agreement with The Whitten Group, P.A. (“Whitten”) to provide certain professional services during Fiscal Year 2014, with fees for such services not to exceed \$25,000 (the “Whitten Addendum”), all as more particularly set out in that certain memorandum dated August 15, 2013, which (i) was included in the packet distributed to the Board prior to the August 26, 2013, Regular Monthly Meeting of the Board, and (ii) is incorporated herein by reference (the “Memorandum”); and

WHEREAS, the Board has reviewed the Memorandum 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, approve and authorize negotiation and execution of the Whitten Addendum, said Whitten Addendum 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 Contract No. 005-09-372, Storm Water Drainage Improvements, JAN: Authorize Amendment to Agreement (WEI/AJA, LLC).***
2. ***JMAA Contract No. 011-11-085, Power Resources Evaluation and Improvement, Boiler Plant Modification Element, JAN: Approve Amendment to Change Order No. 1 (Metro Mechanical, Inc.).***
3. ***JMAA Contract No. 011-11-086, Power Resources Evaluation and Improvement, JAN: Approve Change Order No. 3 (Webster Electric Co., Inc.).***

4. *JMAA Contract No. 014-11-091, Access Control System Head End Replacement Emergency Repair/Replacement, JAN: Approve Change Order No. 1 (EO Integrated Systems, Inc.).*
5. *JMAA Project No. 025-12, FAA Building Site Drainage and Building Stabilization, JAN: Award Contract (Hemphill Construction Company, Inc.).*
6. *JMAA Project No. 010-13, Runway, Taxiway and Ramp Marking Maintenance, JAN: Authorize Agreement (SOL Engineering Services, LLC).*
7. *Emergency Repair to Water Mains at Intersection of Cross Street/Freightways Drive and Industrial Drive, South of the Parking Garage, Emergency Certificate, JAN (Metro Mechanical).*

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 August 26, 2013, Regular Monthly 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 (i) negotiation and execution of an amendment to the existing professional services agreement with WEI/AJA, LLC, a joint venture consisting of Waggoner Engineering, Inc. and AJA Management & Technical Services, Inc. (“WEI/AJA”), whereby WEI/AJA will provide certain additional professional engineering and related services in connection with JMAA Project No. 005-09, Storm Water Improvements (the “Storm Water Project”) at Jackson-Medgar Wiley Evers International Airport (“JAN”), with fees for such additional services not to exceed \$271,630 (the “WEI/AJA Amendment”), as more particularly described in the Memorandum dated August 23, 2013, which describes this matter, said WEI/AJA Amendment 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 (the “CEO”), as evidenced by his execution thereof; and (ii) approves and authorizes publication of an advertisement for bids for the construction phase of the Storm Water Project following submission of final design documents by WEI/AJA, all as set forth in the Memorandum.
2. The Board approves and authorizes negotiation and execution of an amendment to Change Order No. 1 to Contract No. 011-11-085 with Metro Mechanical, Inc. in connection with JMAA Project No. 011-11, Power Resources Evaluation and Improvement – Boiler Plant Modification Element at JAN, as more particularly described in the Memorandum dated August 16, 2013, which describes this matter.
3. The Board approves and authorizes (i) execution and accomplishment of Change Order No. 3 to Contract No. 011-11-086 with Webster Electric Co., Inc. in connection with JMAA Project No. 011-11, Power Resources Evaluation and Improvement at JAN, as more particularly described in the Memorandum dated August 13, 2013, which describes this matter; and (ii) an increase in the project budget of \$5,055 for a new budget of \$6,316,276.00, all as set forth in the Memorandum.
4. The Board approves and authorizes (i) execution and accomplishment of Change Order No. 1 to Contract No. 014-11-091 with EO Integrated Systems, Inc. in connection with JMAA Project No. 014-11, Emergency Procurement

of Security Control System at JAN, as more particularly described in the Memorandum dated August 16, 2013, which describes this matter; and (ii) an increase in the project budget to \$545,180, all as set forth in the Memorandum.

5. The Board hereby (i) accepts the bid by Hemphill Construction Company (“Hemphill”) in the amount of \$567,650 as the lowest and best bid for JMAA Project No. 025-12, Federal Aviation Administration Building Site Drainage and Stabilization (the “FAA Building Project”) and awards the contract for the FAA Building Project to Hemphill; and (ii) authorizes and directs the staff of the Authority to negotiate and execute an appropriate agreement with Hemphill to accomplish the FAA Building Project (the “Hemphill Agreement”), all as more particularly described in the Memorandum dated August 13, 2013, which describes this matter, said Hemphill Agreement to be in such form and to contain such terms and conditions consistent with the FAA Building Project and the Memorandum, as may be deemed appropriate by the CEO, as evidenced by his execution thereof.
6. The Board approves and authorizes negotiation and execution of an agreement with SOL Engineering Services, LLC (“SOL”), pursuant to which SOL will provide design, construction review and administrative services in connection with JMAA Project No. 010-13, Runway, Taxiway and Ramp Marking Maintenance at JAN, with fees and expenses not to exceed \$74,943 (the “SOL Agreement”), said SOL Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated August 15, 2013, which describes this matter, as may be deemed appropriate by the CEO, as evidenced by his execution thereof.
7. The Board accepts the Memorandum dated August 21, 2013 (the “Certificate”), certifying the circumstances and justification for certain emergency repairs to multiple water leaks at JAN, and approves the repairs described in said Certificate, all as more particularly described in the Certificate.

D. Procurements.

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

E. Grants.

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

F. Other Matters.

1. *Policies and Procedures for Special Events on Airport Property.*

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 Stewart, seconded by Commissioner Glover, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION ADOPTING POLICIES AND PROCEDURES
FOR SPECIAL EVENTS ON AIRPORT PROPERTY**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the "Authority" and "JMAA") has recommended that the Board of Commissioners (the "Board") of the Authority approve and adopt certain Policies and Procedures for Special Events on Airport Property (the "Special Events Policy"), which establishes policies and procedures for managing special events occurring on portions of the East Metro Corridor located on JMAA property and other areas of the Jackson-Medgar Wiley Evers International Airport ("JAN"), the form and substance of the Special Events Policy to be substantially in the form (i) included in the packet distributed to the Board prior to the August 26, 2013, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference;

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, adopt the Special Events Policy.

2. *Early Issues.*

There was no discussion or action regarding early issues at the Meeting.

3. *Board Travel.*

There was no discussion or action regarding Board travel at the Meeting.

4. ***Resolution Honoring Commissioner Earle F. Jones.***

Mr. Vanderleest and the Board discussed the many contributions to JMAA, the greater Jackson community, and the state of Mississippi by Commissioner Earle F. Jones, who had recently died.

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 COMMENDING MR. EARLE FEURT
JONES, JR. FOR HIS SERVICE TO THE BOARD OF
COMMISSIONERS OF THE JACKSON MUNICIPAL
AIRPORT AUTHORITY 1998 - 2013**

WHEREAS, the Jackson Municipal Airport Authority was created by the City of Jackson, Mississippi in accordance with Mississippi law to operate Jackson - Medgar Wiley Evers International Airport in Rankin County and Hawkins Field in Hinds County, Mississippi; and

WHEREAS, the Jackson Municipal Airport Authority is governed by a Board of Commissioners, each member of which is appointed by the Mayor of the City of Jackson and confirmed by the City Council of the City of Jackson to a five (5) year term; and

WHEREAS, having been appointed by the Mayor of the City of Jackson and confirmed by the City Council of the City of Jackson, Mr. Earle Feurt Jones, Jr. served on the Board of Commissioners of the Jackson Municipal Airport Authority from January 6, 1998 until his passing on August 6, 2013; and

WHEREAS, Commissioner Jones served as Chairman of the Board of Commissioners of the Jackson Municipal Airport Authority from October 22, 2001 until September 22, 2003, and during that period, provided exemplary leadership for the Jackson Municipal Airport Authority in the wake of the unprecedented challenges resulting from the events of September 11, 2001; and

WHEREAS, Commissioner Jones' extraordinary devotion of time, wisdom, energy and talent on behalf of the Jackson Municipal Airport Authority has greatly enhanced the City of Jackson and the State of Mississippi and benefited the local, state and national airport industry; and

WHEREAS, Commissioner Jones's hard work and unselfish devotion of time are appreciated by the Board and staff of the Jackson Municipal Airport Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board of Commissioners and staff of the Jackson Municipal Airport Authority hereby express their deepest appreciation and thanks to Commissioner Earle Feurt Jones, Jr. for his dedicated service on the Board of Commissioners of the Jackson Municipal Airport Authority; and

BE IT RESOLVED, FURTHER, the Board of Commissioners and staff of the Jackson Municipal Airport Authority express their deepest condolences to Commissioner Jones' wife, Irene, and his entire family.

5. 50th Anniversary.

Mr. Vanderleest gave each Commissioner a zip drive with photos from the 50th Anniversary celebration of Jackson-Medgar Wiley Evers International Airport.

6. Employee Handbook.

Mr. Vanderleest reminded the Board that a revised employee handbook, marked to show changes, was available for review at the Authority's administrative office, and would be submitted to the Board for adoption at the Special Board Meeting to be held on September 25, 2013.

VI. DISCUSSION: STRATEGIC INITIATIVES.

Chair Patton asked the Board to discuss for the minutes the reasons for and benefits gained from JMAA's participation in the 2013 Paris Air Show, which was held in Paris on June 17 – 23, 2013. Chair Patton began the discussion by saying that the Mississippi Development Authority, the State of Mississippi's economic development agency, and Governor Bryant had asked JMAA to participate in the 2013 Paris Air Show to help the State pursue aerospace contacts and development opportunities.

As background, Commissioner Glover reminded the Board that the community development plan prepared by Market Street Services in 2012 for the Greater Jackson Partnership had identified aerospace as one of the primary opportunities for business development for Jackson and Mississippi.

The Board discussed specific contacts made at the Paris Air Show with aerospace companies and foreign government investment agencies.

Commissioner Stewart pointed out that many other states, airports, and economic development organizations had representatives at the Paris Air Show, especially Florida and Alabama, whose Governors were present.

The Board expressed confidence that the contacts made at the Paris Air Show would provide a positive foundation for future efforts to bring air cargo and aerospace development to JAN and the surrounding communities.

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.

Respectfully submitted,

Johnnie P. Patton, R. Ph., Chair

Dr. Sylvia Stewart, Vice Chair

Dr. Glenda Glover

George E. Irvin, Sr.