

**SPECIAL MEETING OF JACKSON MUNICIPAL
AIRPORT AUTHORITY BOARD OF COMMISSIONERS
AUGUST 7, 2019**

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 Special Meeting in the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi, at 10:00 a.m., on Wednesday, August 7, 2019 (the “Meeting”), pursuant to proper notice. A copy of the Notice is attached as an Exhibit to the August 7, 2019, Special Meeting Minutes.

Chairman LaWanda D. Harris, presided, called the Meeting to order at 10:00 a.m. and called the roll of Commissioners.

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

LaWanda D. Harris, Chairman, and Commissioner
Lee A. Bernard, Jr. Vice-Chairman and Commissioner
LTC(R) Lucius Wright, Commissioner
Pastor James L. Henley, Jr., Commissioner

Chairman Harris, announced that a quorum was present at the Special 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 Special Meeting of the Board scheduled for 10:00 a.m. on Wednesday, August 7, 2019 in the Terminal Building, Hawkins Field Airport (“HKS”), in Jackson, Mississippi. Chairman Harris also announced that Commissioner Robert E. Martin was in route to the Special Meeting. The following other persons were also present at the Meeting:

Perry Miller, M.S., A.A.E., I.A.P. JMAA’s Interim Chief Executive Officer
Darion Warren, CFM, JMAA’s Interim Chief Operating Officer
John L. Walker, Esq., Walker Group, PC, Attorneys at Law
Kevin Bass, Esq., Walker Group, PC, Attorneys at Law
And persons listed on **EXHIBIT A: Sign-in Sheet for 8-7-19**

II. INVOCATION

Commissioner Pastor Henley gave the Invocation.

III. ACCEPTANCE OF NOTICE

- A. Notice of the Special Meeting of the Board of Commissioners (“The Board”) of the Jackson Municipal Airport Authority (“JMAA”) on August 7, 2019, at 10:00 a.m.

RESOLUTION CY-2019-117

APPROVAL OF THE NOTICE OF THE AUGUST 7, 2019 SPECIAL MEETING

After discussion and review, and upon the motion made by Commissioner LTC(R) Wright, seconded by Vice-Chairman Bernard, and approved by unanimous vote (4-0-0), the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Notice of the August 7, 2019, Special Meeting and directs that said notice be filed in the appropriate minute book and records of the Authority.

Yeas: Harris, Henley, Bernard, Wright
Nays: None
Abstentions: None

August 7, 2019

IV. PUBLIC COMMENTS

None.
Commissioner Robert E. Martin arrived at 10:05 a.m.

V. ACTION ITEMS

A. OTHER MATTERS

- 1. *Jackson-Medgar Wiley Evers International Airport (“JAN”) Main Terminal 5th Floor & West Concourse Roofs, JAN: (i) declaration of an emergency pursuant to Section 31-7-13(k), Miss. Code of 1972, as amended; and (ii) Authorization to (a) reject the one (1) bid received; and (b) enter into a direct procurement for work on the 5th floor roof (Base Bid) in the amount of \$553,967.10 with a contingency of \$55,396.71 for a total project budget of \$609,363.81.....Page 1*

RESOLUTION CY-2019-118

RESOLUTION DECLARING AN EMERGENCY PURSUANT TO SECTION 31-7-13 (K), MISS. CODE OF 1972, AS AMENDED; AND AUTHORIZING STAFF OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY (“JMAA”) TO: (I) REJECT THE ONE (1) BID RECEIVED AS TO THE MAIN TERMINAL 5TH FLOOR AND WEST CONCOURSE ROOF REPAIR

PROJECT; AND (II) ENTER INTO A DIRECT PROCUREMENT FOR WORK ON THE 5TH FLOOR ROOF IN THE AMOUNT OF \$553,967.10 (BASE BID), WITH A CONTINGENCY OF \$55,396.71, FOR A TOTAL PROJECT BUDGET AMOUNT OF \$609,363.81

Upon motion by Commissioner Martin, seconded by Vice-Chairman Bernard, the following **RESOLUTION** was made and approved by unanimous vote.

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered Staff's request: (i) that the JMAA Board of Commissioners declare the immediate repair of the 5th Floor & West Concourse Roof as an emergency under Section 31-7-13(k) of the Mississippi Code of 1972, as amended; (ii) for authority to reject the construction bid Staff received from EW-DCS Joint Venture; and (iii) for authority to enter into direct contract negotiations to hire a construction contractor to perform the requisite work on the 5th Floor roof system to properly repair it in an amount not to exceed \$553,967.10, with a contingency not to exceed \$55,396.71, for a total project budget not to exceed \$609,363.81; and

WHEREAS, the Board has reviewed The Certificate of Emergency Repair ("Certificate") attached as Exhibit 1 to the Board Memorandum dated August 7, 2019, in the Meeting Packet and the scope of work, attached as Exhibit A to the Certificate, and the recommendation letter from Greg Durrell, of Durrell Design Group, PLLC, attached as Exhibit B to the Certificate; and

WHEREAS, the Board finds that such requests, which are explained in the Board Memorandum dated August 7, 2019, along with Exhibit 1 attached thereto, located at pages 1-5 of the Special Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that the Board hereby: (i) declares the immediate repair of the 5th Floor & West Concourse Roof as an emergency under Section 31-7-13(k) of the Mississippi Code of 1972, as amended; (ii) authorizes JMAA Staff to reject the construction bid Staff received from EW-DCS Joint Venture; and (iii) authorizes JMAA Staff to enter into direct contract negotiations to hire a construction contractor to perform the requisite work on the 5th Floor roof system to properly repair it in an amount not to exceed \$553,967.10, with a contingency not to exceed \$55,396.71, for a total project budget not to exceed \$609,363.81; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated August 7, 2019, along with Exhibit 1 attached thereto, located at pages 1-5 of the Special Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

August 7, 2019

2. *Status update regarding Chief Executive Officer Recruitment*

OPEN SESSION

The Board, pursuant to the motion of Vice-Chairman Bernard, seconded by Commissioner LTC(R) Wright, by unanimous vote, resolved to close the Meeting. Chairman Harris asked all, except Mr. Perry Miller, Interim CEO, Mr. Darion Warren, Interim COO, Mr. Michael Gator, Director of Human Resources, and attorneys from Walker Group, PC, to vacate the room.

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

The Board went into Closed Session at 10:10 a.m.

CLOSED SESSION

After discussion regarding the matter proposed to be discussed in Executive Session, Commissioner Martin moved that the Board enter Executive Session to consider a personnel matter regarding a potential employee. Vice-Chairman Bernard seconded the motion, and the Commissioners unanimously resolved to enter Executive Session for the stated purpose.

The Closed Session ended at 10:14 a.m.

OPEN SESSION

Chairman Harris then invited all persons outside the room to re-enter, and some did. Chairman Harris then stated in Open Session that the Board, during Closed Session, voted to enter Executive Session to discuss a personnel matter regarding a potential employee. Further, she stated that Commissioner Martin made the motion to go into Executive Session and Vice-Chairman Bernard seconded the motion. Continuing, she said the Commissioners unanimously resolved to enter Executive Session for the stated purpose.

Chairman Harris asked all present, except for Mr. Perry Miller, Interim CEO, Mr. Darion Warren, Interim COO, Mr. Michael Gator, Director of Human Resources, attorneys from Walker Group, PC, and Eric Mercado, of ACL Firm, LLC to vacate the room.

The Board went into Executive Session at 10:16 a.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed a personnel matter regarding a potential employee.

1. *The Board took no action as to the personnel matter regarding a potential employee.*

Mr. Miller, Mr. Warren, and Mr. Mercado exited the Executive Session at 11:29 a.m.

Upon motion by Commissioner Pastor Henley, seconded by Commissioner Martin, and unanimous approval, the Executive Session ended at 11:59 a.m.

OPEN SESSION

Open Session reconvened at 11:59 a.m.

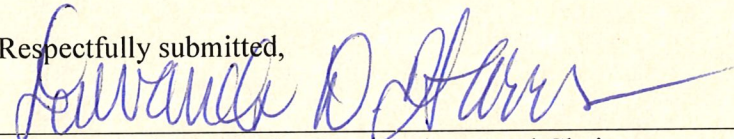
All persons outside the room were invited to rejoin the meeting in open session, and some persons present outside the room re-entered.

Chairman Harris announced that the meeting was open. She then announced that during Executive Session, no action was taken as to a personnel matter regarding a potential employee.

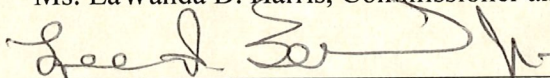
VII. ADJOURNMENT

Thereafter, it was moved by Commissioner Pastor Henley, seconded by Commissioner Martin Wright, and resolved by unanimous vote of the Commissioners present that the Special Meeting of the Board be ADJOURNED at 12:00 Noon.


Respectfully submitted,



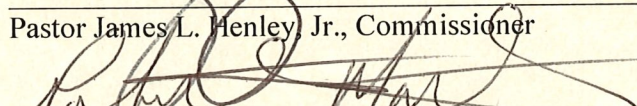
Ms. LaWanda D. Harris, Commissioner and Chairman



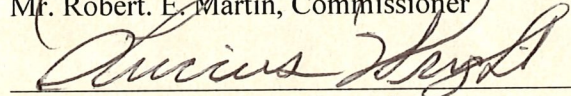
Mr. Lee A. Bernard Jr., Commissioner and Vice-Chairman



Pastor James L. Henley, Jr., Commissioner



Mr. Robert E. Martin, Commissioner



LTC(R) Lucius Wright, Commissioner