

SPECIAL MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS

December 17, 2008

The Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority" or "JMAA") met in the Community Room, Third Floor, Main Terminal Building, Jackson-Evers International Airport ("JEIA"), in Jackson, Mississippi, at 4:00 p.m. on Wednesday, December 17, 2008 (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
Johnnie P. Patton, R. Ph.
Dr. Sylvia Stewart

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
Gary Cohen, JMAA Chief Financial Officer
Kenneth Randolph, JMAA Airport Police Commander
Denson Stasher, JMAA Director of Operations and Security
Jack Thomas, JMAA Director of Community Development and DBE Participation
Woody Wilson, JMAA Senior Director of Capital Planning
Joyce Tillman, JMAA Facilities Engineer
Jack Weldy, JMAA Properties Manager
Arnetrius Reed Branson, JMAA Controller
Cindy Crotchett, JMAA Administrative Coordinator
Larry Davis, JMAA Compliance Analyst
Barry Brown, JMAA
Pete Carter, JMAA

Celestine Dandridge, JMAA
Nastase Goodrich, JMAA
Vernardo Patterson, JMAA
Eric Redmond, JMAA
Calvert Sanders, JMAA
Debbie Skipper, JMAA
Lynette Williams, JMAA
Alan Moore, Baker Donelson Bearman Caldwell & Berkowitz, P.C.
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz, P.C.
Chuck Lott, Neel-Schaffer, Inc.
Brent Saunders, Breazeale, Saunders & O'Neil, Ltd.
Pat Baldwin, Breazeale, Saunders & O'Neil, Ltd.

II. APPROVAL AND EXECUTION OF MINUTES.

- A. **Special Meeting of the Board of Commissioners, November 20, 2008: Open Session and Executive Session.**
- B. **Special Meeting of the Board of Commissioners, November 24, 2008.**
- C. **Special Meeting of the Board of Commissioners, December 11, 2008.**

The Board considered the minutes of the Open Session and Executive Session of the Special Meeting on November 20, 2008; the Special Meeting on November 24, 2008; and the Special Meeting on December 11, 2008.

After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Glover, and unanimously approved by the affirmative votes of all Commissioners present (Commissioner Jones not being present at this time), the 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 November 30, 2008.**
 - 2. **Airport Activity Statistics Report, Ending November 30, 2008.**

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 and various other projects with the Board. A copy of the Packet is attached as an exhibit to the minutes of the Meeting.

During discussion, Mr. Vanderleest advised the Board that enplanments at JEIA were down 14.9% for November 2008 as compared to November 2007, apparently because of the general economic slow down.

3. China Initiative.

In response to a question from Chairman Irvin, Mr. Vanderleest said that Kamsky Associates, the Authority's consultant on development of air cargo with China, had advised him that following the Chinese New Year, representatives of the Hainan Group planned to visit Lambert Field in St. Louis, Alliance Airport in Texas, and JEIA to evaluate each for an air cargo facility.

4. Aerotropolis.

Mr. Vanderleest advised the Board that Rankin First and JMAA intended to bring Dr. John Kasarda back to Jackson sometime in the next two months for a public meeting to discuss his study/report on development opportunities at and near JEIA. (The public meeting scheduled for 1:00 p.m. on December 11, 2008, had been canceled because of snow flurries and icy conditions.)

5. DBE Participation in Fiscal Year 2008.

In response to a question from Commissioner Patton, Mr. Vanderleest said that the annual report on DBE participation at JMAA would be available for the Board at the January 26, 2009, Regular Monthly Meeting of the Board.

6. Employee Recognitions.

a. Employee of the Month.

- (1) November 2008: Celestine Dandridge, Communications Officer, Department of Public Safety.

Mr. Vanderleest recognized and commended Ms. Dandridge as Employee of the Month for November 2008.

- (2) December 2008: Lynette Williams, Housekeeper I, Department of Facilities.

Mr. Vanderleest recognized and commended Ms. Williams as Employee of the Month for December 2008.

b. Professional Development Recognitions.

- (1) Barry Brown, Public Safety Coordinator, Department of Public Safety.

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

Mr. Vanderleest introduced and commended Mr. Brown on receiving an Achievement of Excellence award from the Airport Training & Safety Institute.

- (2) Celestine Dandridge, Communications Officer, Department of Public Safety.

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

Mr. Vanderleest introduced and commended Ms. Dandridge on receiving an Achievement of Excellence award from the Airport Training & Safety Institute.

- (3) Nastase Goodrich, Equipment Operator, Department of Facilities.

- (a.) Completion of Level One ATSI 2008 Training, Sponsored by AAAE Airport Training & Safety Institute.

Mr. Vanderleest introduced and commended Ms. Goodrich on completion of Level One ATSI 2008 training from the Airport Training & Safety Institute.

- (4) Vernado Patterson, Equipment Operator, Department of Facilities.

- (a.) Completion of Level Two ATSI 2008 Training, Sponsored by AAAE Airport Training & Safety Institute.

Mr. Vanderleest introduced and commended Mr. Patterson on completion of Level Two ATSI 2008 training from the Airport Training & Safety Institute.

- (5) Eric Redmond, Equipment Operator, Department of Facilities.
 - (a.) Completion of Levels One and Two ATSI 2008 Training, Sponsored by AAAE Airport Training & Safety Institute.

Mr. Vanderleest introduced and commended Mr. Redmond on completion of Levels One and Two ATSI 2008 training from the Airport Training & Safety Institute.

- (6) Calvert Sanders, Grounds Maintenance Technician, Department of Facilities.
 - (a.) Completion of Levels One and Two ATSI 2008 Training, Sponsored by AAAE Airport Training & Safety Institute.

Mr. Vanderleest introduced and commended Mr. Sanders on completion of Levels One and Two ATSI 2008 training from the Airport Training & Safety Institute.

- (7) Debbie Skipper, Administrative Assistant, Department of Public Safety.
 - (a.) Completion of Level One ATSI 2008 Training, Sponsored by AAAE Airport Training & Safety Institute.

Mr. Vanderleest introduced and commended Ms. Skipper on completion of Level One ATSI 2008 training from the Airport Training & Safety Institute.

7. Administrative Assistant.

Mr. Vanderleest introduced Ms. Cindy Crotchett as the new Administrative Assistant to Mr. Vanderleest.

[Commissioner Earle Jones joined the Meeting at this time.]

B. Attorney.

Mr. Moore said that he had nothing to add to the matters that would be discussed as part of the agenda for the Meeting.

V. ACTION ITEMS.

A. Financial Matters.

1. Fiscal Year 2008 Audit.

Mr. Vanderleest said that the Audited Financial Statements and Independent Auditors' Reports on Internal Accounting Controls and Compliance and Related Reports for the Fiscal Year ended September 30, 2008, and related documents (collectively, the "FY 2008 Audit") prepared by Breazeale, Saunders & O'Neil, the Authority's certified public accounting firm, had been distributed to and discussed with the Board at the Administration Committee Meeting at 3:00 p.m., immediately prior to the Meeting. Mr. Vanderleest directed that the PowerPoint presentation used by Brent Saunders and Pat Baldwin of Breazeale, Saunders & O'Neil during the Administration Committee Meeting and the FY 2008 Audit be attached as exhibits to the minutes of the Meeting.

After discussion, upon the request of Commissioner Patton, further consideration and acceptance of the FY 2008 Audit was deferred to the next meeting of the Board.

2. Financial Reports for November 2008: Accept.

a. Balance Sheet.

b. Income Statement.

3. Claims Docket for November 2008: Approve.

Mr. Vanderleest discussed with the Board the Financial Reports for the Authority for the month of November 2008 and the Claims Docket for November 2008, as found in the Packet.

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 ACCEPTING FINANCIAL REPORTS FOR NOVEMBER
2008 AND APPROVING AND AUTHORIZING PAYMENT OF CLAIMS
DOCKET FOR NOVEMBER 2008**

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 November 30, 2008 (the "Financial Reports"), and (ii) the Claims Docket of the Authority for the month of November 2008 (the "Claims"), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board

prior to the December 17, 2008, 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 \$764,811.95.

B. Service Agreements.

1. JMAA Project No. 007-08, Master Plans for JEIA and HKS, JMAA: Approve Recommendation and Authorize Contract Negotiations.
2. JMAA Contract No. 315, Elevator and Escalator Maintenance and Repair, JEIA: Approve Amendment.
3. JMAA Contract No. 334, Governmental Representation, JMAA: Approve Agreement.

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

During discussion of the recommendations regarding selection of consultants for the Master Plans for JEIA and HKS, in response to a question from Chairman Irvin, Mr. Vanderleest said that the Board would be advised of the percentage of work to be performed by prime contractors and subcontractors on both projects, and that the Board would be advised of the results of contract negotiations and asked to approve the contracts before their execution.

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 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 which were (i) included in the packet distributed to the Board prior to the December 17, 2008, Special Meeting of the Board, and (ii) incorporated herein by reference (separately, each a "Memorandum;" collectively, the "Memoranda"); and

WHEREAS, the Board has reviewed and considered the Memoranda and considered the recommendations 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 (i) accepts and approves the recommendations of the Selection Committee as described in the Memorandum dated December 11, 2008, which describes this matter; (ii) selects the team headed by Reynolds Smith & Hills, Inc. (the “JEIA Team”) to provide certain professional services in connection with preparation of a master plan for Jackson-Evers International Airport (the “JEIA Services”); (iii) selects the team headed by Barge Waggoner Sumner & Cannon, Inc. (the “HF Team”) to provide certain professional services in connection with preparation of a master plan for Hawkins Field (the “HF Services”); (iv) approves and authorizes negotiation of an agreement with the JEIA Team for the JEIA Services (the “JEIA Master Plan Agreement”); and (v) approves and authorizes negotiation of an agreement with the HF Team for the HF Services (the “HF Master Plan Agreement”); said JEIA Master Plan Agreement and HF Master Plan Agreement to be submitted to the Board for review and approval prior to execution thereof on behalf of JMAA; all as more particularly set out in the Memorandum dated December 11, 2008, which describes this matter.
2. The Board approves and authorizes (i) termination of the elevator and escalator maintenance services agreement with KONE Corporation (“KONE”) and (ii) negotiation and execution of an amendment to the elevator and escalator maintenance services agreement with Schindler Elevator Corporation (the “Schindler Agreement Amendment”), said Schindler Agreement Amendment to be in such form and to contain such terms and conditions consistent with the Memorandum dated December 11, 2008, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
3. The Board approves and authorizes negotiation and execution of a retainer agreement (the “W&S Agreement”) with Winston & Strawn, LLP (“W&S”) to employ W&S to provide certain professional services relating to federal legislative representation, said W&S Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated December 11, 2008, which describes this matter, 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. 054-06, Contract No. 054-06-332, DHL Building Refurbishment, JEIA: Assessment of Actual Damages: Approve Change Order.
2. JMAA Project No. 054-06, Contract No. 054-06-321-19, Refurbishment of the DHL Building, JEIA: Approve Amendment.
3. JMAA Project No. 002-08, Contract No. 002-08-338, Rental Car Overflow Parking Lot, JEIA: Approve Change Order.

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 Stewart, seconded by Commissioner Jones, with the affirmative votes of Commissioners Irvin, Glover, Jones and Stewart, and with Commissioner Patton abstaining, 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 December 17, 2008, 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 (i) waives the assessment of liquidated damages; (ii) assesses actual damages in the amount of \$3,000; and (iii) approves and authorizes execution and accomplishment of Change Order No. 2, all regarding Contract No. 054-06-322 with U. S. Coating Specialties and Supplies, Inc. for refurbishment of the DHL building at Jackson-Evers International Airport ("JEIA"), all as more particularly described in the Memorandum dated December 2, 2008, and the attachment thereto relating to this matter.

2. The Board approves and authorizes (i) negotiation and execution of an Amendment (the "CCD Amendment") to the Professional Services Agreement with Canizaro Cawthon Davis ("CCD") to employ CCD to provide certain additional professional construction oversight and administration services in connection with refurbishment of the DHL Building at JEIA at a cost of \$3,000, said CCD Amendment to be in such form and to contain such terms and conditions consistent with the foregoing and the Memorandum dated December 2, 2008, relating to this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority as evidenced by his execution thereof.
3. The Board approves and authorizes execution and accomplishment of Change Order No. 2 to Contract No. 002-08-338 with Hemphill Construction Company, Inc. for construction of the Rental Car Overflow Lot at JEIA, as more particularly described in the Memorandum dated December 3, 2008, and the attachments thereto relating to this matter.

D. Procurements.

1. JMAA Project No. 006-09, Dispatch Consoles and Radios, JMAA: Authorize Purchase.

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 Glover, 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 PURCHASE OF
RADIO EQUIPMENT**

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 the purchase of ten (10) new P7200 Multi-Mode radios (the "Radios") from M/A-COM, Inc. ("M/A-COM"), the current provider of public safety radio equipment to the Authority, said Radios to be acquired at a cost less than provided under the Express Products List published by the Mississippi Department of Information Technology Services, all as more particularly described in that certain memorandum dated December 4, 2008, which was (i) included in the packet distributed to the Board prior to the December 17, 2008, Special Meeting of the Board, and (ii) incorporated herein by reference (the "Memorandum"); and

WHEREAS, the Board has considered said Memorandum and the recommendation 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 the procurement of the Radios at a price of \$39,880.00 from M/A-COM in accordance with the Memorandum.

E. Lease and Concession Agreements.

No lease and concession agreements were discussed, and no action was taken on any lease or concession agreement, at the Meeting.

F. Other Matters.

1. Reimbursement of Travel Expenses: Approve Waiver.

The Board deferred discussion and action on this matter until later in the Meeting.

VI. CLOSED SESSION.

At approximately 5.00 p.m., Chairman Irvin requested that the Board enter into Closed Session for the limited purpose of considering whether to enter Executive Session for the limited purpose of discussing and taking action regarding (i) possible terms and conditions of a proposed sale of certain real property at JEIA and (ii) a personnel matter, both of which required confidential treatment.

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 a resolution authorizing the Board to enter Closed Session for the purpose of considering whether to enter Executive Session for the limited purposes of discussing and taking action regarding (i) possible terms and conditions of a proposed sale of certain real property at JEIA and (ii) a personnel matter, both of which required confidential treatment.

The Board requested that everyone present leave the Meeting, except for Dirk Vanderleest, Alan Moore and Jeff Wagner.

At approximately 5:01 p.m., upon motion duly made by Commissioner Stewart, seconded by Commissioner Patton, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted a resolution authorizing the Board to enter Executive Session for the limited purpose of discussing and taking action regarding (i) possible terms and conditions of a proposed sale of certain real property at JEIA and (ii) a personnel matter, both of which required confidential treatment.

The Board requested that Dirk Vanderleest, Alan Moore and Jeff Wagner remain with the Board during the Executive Session.

VII. EXECUTIVE SESSION.

At approximately 5:02 p.m., the Board met in Executive Session for the limited purpose of discussing and taking action regarding (i) possible terms and conditions of a proposed sale of certain real property at JEIA and (ii) a personnel matter, both of which required confidential treatment.

VIII. OPEN SESSION.

At approximately 5:25 p.m., the Board reconvened the Meeting in Open Session, and Chairman Irvin invited the staff of the Authority and the general public back into the Meeting.

A. Sale of Property.

Chairman Irvin reported that, during the Executive Session, the Board had, upon motion duly made by Commissioner Stewart, seconded by Commissioner Glover, with Commissioners Irvin, Glover, Jones and Stewart voting in the affirmative, and with Commissioner Patton abstaining, adopted a resolution (1) finding that (i) approximately 36.96 acres of land in the northeast corner of JEIA (the "Land") was no longer needed for Authority purposes and was not to be used in the Authority's operation, and declaring the Land to be surplus; (ii) the Airport Parkway Commission ("APC") has expressed a need for the Land in connection with the location, construction and maintenance of the Airport Parkway which will connect Highway 25 (Lakeland Drive) with Downtown Jackson, and a willingness to pay fair market value for the Land based on appraisal and review appraisal in accordance with applicable law; and (iii) that use of the Land by the APC in connection with the Airport Parkway will promote and foster the development and improvement of the Authority and the community in which it is located and the civic, social, educational, cultural, moral, economic or industrial welfare thereof; (2) approving and authorizing the sale of the Land to the APC for use in connection with the Airport Parkway for the appraised value of \$5,010,250; and (3) approving and authorizing the Chief Executive Officer of JMAA to prepare, file and execute any applications and documentation required by the Federal Aviation Administration and the APC to accomplish said sale of the Land to the APC, and to take all other reasonable and necessary steps to accomplish said sale of the Land to the APC; the Land being more fully shown on a plat attached as an exhibit to the minutes of the Meeting.

B. Personnel Matter.

Chairman Irvin reported that the Board had previously received a complaint alleging violations by certain JMAA employees of certain regulatory requirements relating to the Authority's Disadvantaged Business Enterprise program (the "DBE Program") (the "Complaint"). In response, the Board had directed the Authority's law firm, Baker Donelson, to conduct an investigation of the charges in the Complaint, and to report thereon to the Board. Baker Donelson had conducted an investigation, including interviews with the complainant and other individuals involved, an examination of the applicable laws and regulations, and a review of various documents. Baker Donelson had then provided a verbal report and written opinion (the "Opinion") to the Board, including

its finding and opinion that there had been no material violations of any laws or regulations applicable to the DBE Program by any employee of JMAA. All of the foregoing had been set out in the minutes of various Executive Session Minutes of the Board.

During the Executive Session on this date, the Board had discussed the Opinion by Baker Donelson, and then, upon motion duly made by Commissioner Stewart, seconded by Commissioner Glover, with Commissioners Irvin, Glover, Jones and Stewart voting in the affirmative, and with Commissioner Patton abstaining, the Board had adopted a resolution (the "Resolution") (i) finding and determining, based on the Baker Donelson Opinion, that no material violations of the laws and regulations applicable to the DBE Program had occurred, and (ii) directing that sealed copies of the Complaint, the Opinion and the Resolution be placed in the personnel files of the appropriate employees.

By consensus, the Board had then instructed legal counsel to put certain other recommendations relating to this matter in the form of a resolution for the Board to consider at its next meeting.

V. ACTION ITEMS.

F. Other Matters.

1. Reimbursement of Travel Expenses: Approve Waiver.

The Board then considered the reimbursement of certain travel expenses incurred but not previously submitted by Commissioner Earle Jones and Commissioner Sylvia Stewart.

During discussion, the Board acknowledged that the Board had previously adopted a Board Travel Policy which required that verification of expenses incurred by Commissioners for travel on behalf of the Authority must be submitted within thirty (30) days in order to be reimbursed, unless the Board specifically voted to approve the submitted expenses. A copy of the Board Travel Policy is attached as an exhibit to the minutes of this Meeting.

After discussion, upon motion duly made by Chairman Irvin, seconded by Commissioner Patton, and approved by the affirmative votes of Commissioners Irvin, Glover and Patton, with Commissioners Jones and Stewart having recused themselves and not participating in said vote, the Board adopted the following resolution.

RESOLUTION APPROVING AND AUTHORIZING PAYMENT OF CERTAIN TRAVEL EXPENSES

WHEREAS, Commissioners Earle Jones and Sylvia Stewart have submitted to the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") documentation and verification of certain travel

expenses incurred by each, respectively, on behalf of the Authority, copies of said documentation and verification being attached hereto and incorporated herein by reference (respectively, the “Jones Expenses” and the “Stewart Expenses”); and

WHEREAS, the Board has considered said documentation and verification of expenses and the existing Board Travel Policy, which requires that verification of travel expenses incurred by Commissioners be submitted within thirty days of being incurred, or the Board must approve reimbursement, a copy of said Board Travel Policy being attached hereto and incorporated herein by reference;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that the Jones Expenses and Stewart Expenses were incurred by Commissioner Jones and Commissioner Stewart, respectively, in good faith on behalf of the Authority and in furtherance of the duties and responsibilities of the Authority; and 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) waive the applicable provisions of the Board Travel Policy and (ii) approve and authorize reimbursement of the Jones Expenses to Commissioner Jones and the Stewart Expenses to Commissioner Stewart.

IX. DISCUSSION: STRATEGIC INITIATIVES.

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

X. ADJOURNMENT.

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

Respectfully submitted,

George E. Irvin, Sr., Chair

Dr. Glenda Glover, Vice Chair

Earle Jones

Johnnie P. Patton, R. PH.

Dr. Sylvia Stewart