

SPECIAL MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS
DECEMBER 20, 2012

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”), Jackson, Mississippi, at 2:30 p.m. on Thursday, December 20, 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 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 at this time.

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

Commissioner Glenda Glover participated in the Meeting by telephone. 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 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
Kenneth Randolph, JMAA Airport Police Chief
Jack Thomas, JMAA Director of Disadvantaged Business Enterprise
(DBE) and Community Development
Cindy Crotchett, JMAA Executive Assistant

Jack Weldy, JMAA Properties Manager
Arnetrius Reed Branson, JMAA Comptroller
Arlester Johnson, JMAA, JMAA Grounds Maintenance Technician
Kimberly Farmer, JMAA Administrative Project Support
Joyce Tillman, JMAA Facilities Engineer
Chuck Lott, Neel-Schaffer, Inc.
John Bourgeois, Waggoner Engineering, Inc.
Barbara Blackmon, Blackmon & Blackmon
Colette Holt, Colette Holt & Associates
John Wainwright, National Economic Research Associates, Inc.
Betty Mallett, Betty A. Mallett, PLLC
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. Special Meeting of the Board of Commissioners, November 20, 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.

A. Presentation of Disparity Study.

Collette Holt of Colette Holt & Associates and John Wainwright of National Economic Research Associates, Inc. distributed to and discussed with the Board (i) a PowerPoint presentation entitled “Disparity Study Data, Methods, Findings & Conclusions;” (ii) a report entitled “The State of Minority- and Women-Owned Business Enterprises: Evidence from Mississippi” dated December 17, 2012; and (iii) “The State of Minority- and Women-Owned Business Enterprises: Evidence from Mississippi – Program Recommendations” dated December 17, 2012 (collectively, the “Disparity Study Report”). Copies of items the PowerPoint presentation and the Program Recommendations are attached as exhibits to the minutes of the Meeting.

After discussion, the Board took no action on this matter.

B. Blackmon & Blackmon, PLLC: BP Claim.

Barbara Blackmon of Blackmon & Blackmon, Attorneys at Law, PLLC, discussed with the Board a possible claim by the Authority against BP Oil relating to the Gulf oil spill.

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

**RESOLUTION APPROVING AND AUTHORIZING RETENTION
OF BLACKMON AND BLACKMON, PLLC WITH RESPECT TO
OIL SPILL CLAIMS**

WHEREAS, Attorney Barbara Blackmon (“Ms. Blackmon”), of Blackmon and Blackmon, PLLC, discussed with the Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority”) the potential availability of settlement funds and other money to the Authority if the financial performance of the Authority had been negatively impacted by the April 2010 BP/Deepwater Horizon Gulf Coast Oil Spill (the “Oil Spill”); and

WHEREAS, Ms. Blackmon discussed with the Board the experience and competency of her law firm, Blackmon and Blackmon, PLLC, to submit claims arising from the Oil Spill and, if necessary, to prosecute such claims in court on behalf of any claimant that contends that it suffered or continues to suffer financial losses directly or indirectly from the Oil Spill; and

WHEREAS, before submitting a claim to BP arising from the Oil Spill, the Authority must first contend that, to the best of its knowledge, it suffered statistically significant financial losses as a direct or indirect result of the Oil Spill; and

WHEREAS, Ms. Blackmon discussed with the Board the ability of Blackmon and Blackmon, PLLC to input the Authority’s financial data from years 2007 through 2012 into a certain computer program to determine if the Authority suffered statistically significant financial losses that could be attributable to the Oil Spill; and

WHEREAS, Ms. Blackmon requested that Blackmon and Blackmon, PLLC be retained by the Authority, on a contingency fee basis, to assist the Authority with (1) determining whether the Authority’s analyzed

financial data demonstrate that the Authority suffered a statistically significant financial loss during and/or following the Oil Spill; (2) submitting a claim to BP or other appropriate entities to recover for losses attributable to the Oil Spill; and (3) filing a lawsuit on behalf of the Authority against any entity responsible for the Authority's financial losses, should the claims process yield unsatisfactory results for the Authority; and

WHEREAS, the Board has considered Ms. Blackmon's presentation and requests;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interest 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 execution of a certain Client Retainer Agreement, a copy of which is attached and incorporated herein, and the retention of Blackmon and Blackmon, PLLC on the contingency fee basis described in the Client Retainer Agreement, to determine if the Authority has or may have a claim against BP or other parties potentially responsible for the Authority's financial losses directly or indirectly attributable to the Oil Spill, if any.
2. The Board approves and authorizes the Authority's Chief Executive Officer, or any person designated by him, to provide Blackmon and Blackmon, PLLC with the Authority's revenue and expense data for the years 2007 through 2012 and other information necessary to determine if the Authority suffered statistically significant financial losses following the Oil Spill.
3. The Board approves and authorizes Blackmon and Blackmon, PLLC, on a contingency fee basis consistent with the Client Retainer Agreement, to submit one or more claims on behalf of the Authority to BP or to any entity with potential liability for the Authority's financial losses, should the Authority's financial data demonstrate a statistically significant financial loss during and/or following the Oil Spill.
4. The Board approves and authorizes Blackmon and Blackmon, PLLC, on a contingency fee basis consistent with the Client Retainer Agreement, to file any lawsuit on behalf of the Authority against BP or any entity with potential liability for the Authority's financial losses following the Oil Spill should the claim submittal

process discussed in Paragraph 3 above yield an unsatisfactory result; provided, however, the filing of any such lawsuit shall be subject to the Board's prior approval.

IV. REPORTS.

A. Chief Executive Officer.

1. *Airport Project Manager Summary, Period Ending November 30, 2012.*
2. *Airport Activity Statistics Report, Period Ending November 30, 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, December 2012 and 2012 Employee of the Year: Arlester Johnson, Grounds Maintenance Technician III, Hawkins Maintenance Department.

Mr. Vanderleest recognized and commended Mr. Johnson for being named Employee of the Month for December 2012 and 2012 Employee of the Year.

B. Attorney.

Mr. Moore deferred discussion of any issues until later in the Meeting.

V. ACTION ITEMS.

A. Financial Matters.

1. *Financial Reports for November 2012.*
 - a. Balance Sheet: Accept.
 - b. Income Statement: Accept.
 - c. Claims Docket for November 2012: Approve.

Mr. Vanderleest directed the Board's attention to the above referenced financial reports for November 2012, and the Claims Docket for November 2012, 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 NOVEMBER 2012 AND APPROVING AND
AUTHORIZING PAYMENT OF CLAIMS DOCKET
FOR NOVEMBER 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 November 30, 2012 (the "Financial Reports") and (ii) the Claims Docket of the Authority for the month of November 2012 (the "Claims"), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board prior to the December 20, 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 and (ii) approves and authorizes payment of the Claims in the total amount of \$3,089,340.22.

B. Service Agreements.

1. *JMAA Contract No. 12-010, Agreement for General Aviation Consulting Services, Extend Agreement.*
2. *JMAA Contract No. 031-06-007, Consulting Services Agreement, JMAA Disparity Study.*

3. ***JMAA Project No. 002-13, 50th Anniversary Graphic Design and Public Information Services; Agreement for Website Implementation.***

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
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 December 20, 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 an amendment to the existing professional services agreement (JMAA Contract No. 12-010) for certain professional consulting services with Aviation Management Consulting Group ("AMCG"), whereby AMCG will provide general aviation consulting services for operations at Jackson-Medgar Wiley Evers International Airport ("JAN") and Hawkins Field ("HKS") for a term of one year at a cost not to exceed \$15,000.00 (the "AMCG

Amendment”), said AMCG Amendment to be in such form and to contain such terms and conditions consistent with the Memorandum dated November 28, 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 (i) an increase of \$40,000 in the fees payable to National Economic Research Associates, Inc. (“NERA”) for professional services in connection with JMAA Contract No. 031-06-007 for additional work performed in connection with a certain Disparity Study and not covered under the existing professional services agreement with NERA; and (ii) an increase of \$40,000 to the project budget, for a total project budget of \$671,737.41; all as more particularly described in the Memorandum dated November 26, 2012, which describes this matter.
3. The Board approves and authorizes negotiation and execution of a professional services agreement with GCR Inc. (“GCR”), whereby GCR will assist with implementation of 50th Anniversary themes for the Authority’s website and configuration of the emergency event “Dark Site” (JMAA Project No. 002-13; 50th Anniversary Graphic Design and Public Information Services) at a cost not to exceed \$25,000 (the “GCR Agreement”), said GCR Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated December 7, 2012, 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. 011-11, Power Resources Evaluation and Improvements, JAN: Approve Professional Services Agreement to Provide Quality Assurance Testing.***
2. ***JMAA Contract No. 013-11-064, Main Terminal, East and West Concourse Improvements, Retail Food and Beverage Service Facility, JAN: Authorize Amendment.***

3. ***JMAA Project No. 014-11, Airport Security and Access Control Systems Improvements; Premises Distribution System, JAN: Authorize Advertisement for Bids.***
4. ***JMAA Contracts No. 009-08-374 and 009-08-376, Stabilization of the Old Terminal Building at Hawkins Field: Authorize Amendments.***

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

Mr. Vanderleest also distributed to the Board a copy of a PowerPoint presentation by the Faith Group and Dale Partners titled "Project Update Meeting" and dated December 14, 2012, discussing the current status of Item No. 1 above. A copy of the PowerPoint is attached as an exhibit to the minutes of the Meeting.

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 December 20, 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 (i) negotiation and execution of a professional services agreement with Ladner Testing Laboratories, Incorporated (“Ladner”), whereby Ladner will perform testing of soils, concrete, piling, masonry and structural steel in support of new construction to house generators and switch gear elements of the standby generator system for the Jackson-Medgar Wiley Evers International Airport (“JAN”) for JMAA Project No. 011-11, at a cost not to exceed \$4,500 (the “Ladner Agreement”), all as more particularly described in the Memorandum dated December 4, 2012, which describes this project, said Ladner Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum and the foregoing, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof; and (ii) an increase to the total project budget by \$4,500 for a total project budget of \$6,271,660; all as set forth in said Memorandum.

2. The Board approves and authorizes (i) negotiation and execution of an amendment to the existing professional services agreement with Dale Partners Architects P.A. (“Dale Partners”), whereby Dale Partners will provide additional design and construction review services in connection with the expanded scope of the Main Terminal, East and West Concourse Improvements, Retail Food and Beverage Service Facility project at JAN (JMAA Project No. 013-11-D) (the “Terminal Improvements Project”), the cost of said additional services not to exceed \$65,455 for a total contract cost of \$1,425,584.13 (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 December 14, 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) an expanded project budget to address the probable cost of construction for additional project elements for a new total project budget of \$15,472,522.11, as set forth in said Memorandum.

3. The Board approves and authorizes publication of an advertisement for bids for construction and related services in connection with the Premises Distribution System and Security System Infrastructure construction elements of the Airport Security and Access Control Systems Improvements and Premises Distribution System project at JAN (JMAA Project No. 014-11), as more particularly described in the Memorandum dated December 14, 2012, relating to this matter.
4. The Board approves and authorizes (i) negotiation and execution of an amendment to the professional services agreement with Gresham Smith and Partners (“GSP”) for additional structural engineering design and expenses, at a cost not to exceed \$18,500 (the “GSP Amendment”), as more particularly described in the Memorandum dated December 11, 2012, which describes this matter, said GSP 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, as evidenced by his execution thereof; (ii) execution and accomplishment of Change Order No. 1 to Contract No. 009-08-376 with Mid State Construction of Mississippi, LLC (“Mid State”) for additional work at an additional cost of \$200,000 in connection with Project No. 009-08, South Terminal Building Renovation at Hawkins Field (the “HKS Terminal Project”); and (iii) an amended HKS Terminal Project budget of \$1,270,860.42, all as set forth in said Memorandum.

D. Procurements.

1. ***Maintenance Department Vehicles.***
2. ***Fuel for JMAA Operations.***

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
PROCUREMENTS**

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 procurements identified below, all as more particularly described in certain memoranda (i) included in the packet distributed to the Board prior to the December 20, 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 (i) approves and authorizes the purchase of three new vehicles at a total cost not to exceed \$76,461 (the “New Vehicles”) in accordance with the Memorandum dated December 10, 2012, which describes this matter; (ii) finds and determines that three vehicles selected for replacement are no longer needed by the Authority for the conduct of its business and should be declared surplus (the “Surplus Vehicles”), as described in said Memorandum; and (iii) authorizes and directs the staff of the Authority to notify public entities of the availability of the Surplus Vehicles to be transferred under an inter-government transfer for a nominal fee.
2. The Board approves and authorizes negotiation and execution of a purchase agreement with Petroleum Traders Corporation (“PTC”), pursuant to which PTC will sell fuel to the Authority on an as-needed basis through December 20, 2013, at an aggregate cost not to exceed \$151,066, all as more particularly described in the Memorandum dated December 10, 2012, which describes this matter, said PTC 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, as evidenced by his execution thereof.

E. Grants.

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

F. Other Matters.

1. *Presentation of Disparity Study.*

This matter was discussed earlier in the Meeting.

2. *Daily Equipment Company: Hanger Lease Assignment.*

At Mr. Vanderleest's request, Mr. Wagner advised the Board that Daily Equipment Company ("DEC") had asked the Authority to consent to its assignment of a hanger lease at Hawkins Field to Emmerson Asset Management, LLC.

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 APPROVING AND AUTHORIZING
CONSENT TO ASSIGNMENT OF NONCOMMERCIAL
HANGAR LEASE AGREEMENT BY DAILY EQUIPMENT
COMPANY TO EMMERSON ASSET MANAGEMENT, LLC**

WHEREAS, the Jackson Municipal Airport Authority (the "Authority") previously entered into a certain Noncommercial Hangar Lease Agreement with Daily Equipment Company ("DEC"), dated July 14, 2006, as amended as of July 23, 2008, by Amendment No. 1 (as amended, the "Agreement"), pursuant to which the Authority has leased an aircraft hangar and related facilities at Hawkins Field Airport to DEC; and

WHEREAS, pursuant to Article 16 of the Agreement, DEC may not assign the Agreement unless DEC first obtains the Authority's prior written consent to such assignment; and

WHEREAS, DEC has expressed a desire to assign all of its right, title and interest in, to and under the Agreement to Emmerson

Asset Management, LLC (“EAM”) pursuant to a written agreement for assignment; and

WHEREAS, DEC has requested that the Board of Commissioners (the “Board”) of the Authority approve and authorize negotiation and execution of a consent to an assignment of the Agreement from DEC to EAM, provided that EAM binds itself to each of the terms and conditions of the Agreement (the “Consent”); and

WHEREAS, the Authority’s staff has recommended that the Board approve DEC’s request as described above, and the Board has carefully considered DEC’s request;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interest of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, approve and authorize execution of the Consent, said Consent 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.

3. *Early Issue.*

Mr. Vanderleest distributed to the Board a description of an early issue claim (the “Early Issue Claim”), and discussed the Early Issue Claim with the Board. A copy of the Early Issue Claim is attached as an exhibit to the minutes of the Meeting.

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
PAYMENT OF CERTAIN EARLY ISSUE CLAIMS**

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 prompt payment of a certain early issue claim (the “Early Issue Claim”), a description of the Early Issue Claim being attached as an exhibit to the minutes of the December 20, 2012, Special Meeting of the Board; and

WHEREAS, the Board has reviewed the Early Issue Claim and considered said recommendation by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that the Early Issue Claim is an appropriate and proper expense incurred in connection with authorized responsibilities and duties of the Authority, and hereby approves and authorizes prompt payment of the Early Issue Claim in the total amount of \$2,014.46.

4. Board Travel.

The Board discussed the benefits of participation in the Airports Council International – North America 2013 CEO Forum and Winter Board of Directors Meeting, to be held in Miami, Florida on February 6 – 8, 2013.

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

RESOLUTION APPROVING BOARD TRAVEL TO AND PARTICIPATION IN THE AIRPORTS COUNCIL INTERNATIONAL – NORTH AMERICA 2013 CEO FORUM AND WINTER BOARD OF DIRECTORS MEETING ON FEBRUARY 6-8, 2013, IN MIAMI, FLORIDA

WHEREAS, the Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority”) has reviewed the agenda and considered the benefits which would accrue to the Authority from attendance by the Authority’s Commissioners at the Airports Council International – North America 2013 CEO Forum and Winter Board of Directors Meeting on February 6-8, 2013 in Miami, Florida (the “Conference”);

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that participation by the Authority’s Commissioners in the Conference would be extremely beneficial to the Authority, and hereby approves and authorizes travel to the Conference by the Authority’s Commissioners and reimbursement of reasonable expenses incurred by the Authority’s Commissioners in connection with attendance at the Conference, all in accordance with the Authority’s Board Travel Policy.

VI. CLOSED SESSION.

At approximately 3:20 p.m., 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 a resolution authorizing the Board to enter Closed Session for the limited purpose of considering whether to enter Executive Session for the limited purpose of discussing strategy regarding a possible litigation matter, which qualified under Mississippi law to be considered in Executive Session and which required confidential treatment.

The Board asked Mr. Vanderleest, Ms. Wilson, Mr. Moore, Mr. Wagner and Ms. Pickering to remain during the Closed Session. Everyone else present at the Meeting left the Community Room at this time.

At approximately 3:21 p.m., the Board met in Closed Session.

At approximately 3:22 p.m., upon motion duly made by Commissioner Stewart, seconded by Commissioner Glover, and unanimously approved by the affirmative votes of all Commissioners present, the Board voted to enter into Executive Session for the limited purpose of discussing strategy regarding a possible litigation matter, which qualified under Mississippi law to be considered in Executive Session and which required confidential treatment.

The Board asked everyone present during the Closed Session to remain for the Executive Session.

Mr. Wagner and Ms. Pickering attempted to inform those outside the Meeting that the Board had voted to enter Executive Session, but there was no one outside the Meeting.

VII. EXECUTIVE SESSION.

At 3:23 p.m., the Board met in Executive Session.

VIII. OPEN SESSION.

At approximately 3:45 p.m., the Board reconvened the Meeting in Open Session. Mr. Wagner and Ms. Pickering attempted to invite those outside the Meeting back into the Meeting, but no one was outside the Meeting.

Chair Patton announced that, during the Executive Session, the Board had discussed a possible claim to be made by the Authority against a certain professional consultant of the Authority. After discussion, the Board had authorized the Authority's attorneys to give notice and discuss the possible claim with the consultant, and then report back to the Board.

A. Attorney's Report.

1. *2013 Legislation.*

Mr. Moore discussed with the Board proposed legislation to ensure that certain non-felony charges, such as traffic tickets, would be handled in the courts of the county in which an airport is located, rather than a county which is the principal site of the municipality. For JMAA purposes, that would shift judicial proceedings for those non-felonies from Hinds County and City of Jackson Municipal Court to the courts in Rankin County. Mr. Moore said that this legislation had been recommended by the staff, and was based on a need to engage the same prosecutors and judicial system in handling matters which involve both non-felonies and felonies. Prosecuting one in Hinds County and the other in Rankin County has proven to be extremely time-consuming and problematic, with several instances in which the non-felony prosecution was not handled successfully, leading to a dismissal of the felony charges in Rankin County and exposing the Authority to the threat of litigation. After advising the Board that the deadline for introducing the legislation in the 2013 Legislative Session was January 16, 2013, Mr. Moore asked the Board to consider authorizing the filing of this legislation, subject to approval of the legislation by Mayor Johnson of Jackson. A copy of the proposed legislation is attached as an exhibit to the minutes of this Meeting.

During discussion, Mr. Moore and Mr. Wagner discussed with the Board the amount of non-felony misdemeanor fines related to charges at JAN, which had been received by the City of Jackson Municipal Court over the past several years.

During discussion, the Commissioners expressed concern over authorizing the filing of this legislation before receiving approval from Mayor Johnson, and determined not to take any action on this matter until Mayor Johnson had been briefed and the Board advised of his response.

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 Irvin, seconded by Commissioner Glover, 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.

Earle Jones