

**RESCHEDULED MONTHLY MEETING OF JACKSON MUNICIPAL
AIRPORT AUTHORITY BOARD OF COMMISSIONERS
DECEMBER 21, 2015**

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 Rescheduled December 2016 Regular Meeting in the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi, on Monday, December 21, 2015 (the “Meeting”), pursuant to proper notice. A copy of the notice is attached as an Exhibit to the December 21, 2015 Rescheduled Board Meeting Minutes.

Chairman Rosie L.T. Pridgen, Ph. D., presided, called the Meeting to order at 4:00 p.m. and called the roll of Commissioners.

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

Rosie L.T. Pridgen, Ph.D., Commissioner and Chairman
Pastor James L. Henley, Jr., Commissioner and Vice Chairman
LaWanda D. Harris, Commissioner
Vernon W. Hartley, Sr., Commissioner
Evelyn O. Reed, Commissioner

Chairman Dr. Pridgen announced that a quorum was present at the 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 Rescheduled December 2016 Regular Monthly Meeting of the Board scheduled for 4:00 p.m. on Monday, December 21, 2015 in the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi. The following other persons were also present at the Meeting:

Carl D. Newman, A.A.E., JMAA’s Chief Executive Officer
Perry Miller, JMAA’s Chief Operating Officer
John L. Walker, Esq., Walker Group, PC, Attorneys at Law
Kevin Bass, Esq., Walker Group, PC, Attorneys at Law
John Richard May, Jr., Esq., The May Law Firm, PLLC
And persons listed on [EXHIBIT A: Sign in Sheet for 12-21-15](#)

II. INVOCATION

Vice Chairman Pastor James L. Henley, Jr., gave the Invocation.

III. APPROVAL AND EXECUTION OF NOVEMBER 2015 WORK SESSION,

REGULAR BOARD MEETING AND DECEMBER 11, 2015 SPECIAL MEETING MINUTES AND APPROVAL OF RESCHEDULED DECEMBER 17, 2015 WORK SESSSION AND RESCHEDULED DECEMBER 21, 2015 REGULAR BOARD MEETING NOTICES

- A. Regular Work Session of the Board of Commissioners, November 19, 2015
- B. Regular Meeting of the Board of Commissioners, November 23, 2015
- C. Special Meeting of the Board of Commissioners, December 11, 2015
- D. Notice of the Rescheduling of the Regular Work Session of the Board of Commissioners of the Jackson Municipal Airport Authority from Thursday, December 24, 2015 at 8:30 a.m. to Thursday, December 17, 2015 at 8:30 a.m.
- E. Notice of the Rescheduling of the Regular Monthly Board Meeting of the Board of Commissioners of the Jackson Municipal Airport Authority from Monday, December 28, 2015 at 4:00 p.m. to Monday, December 21, 2015 at 4:00 p.m.

RESOLUTION CY-2015-187

APPROVAL AND EXECUTION OF THE MINUTES FOR THE NOVEMBER 2015 MEETINGS AND DECEMBER 11, 2015 SPECIAL MEETING

After discussion and review and upon the motion made by Commissioner Hartley, seconded by Vice Chairman Pastor Henley, the Minutes of the Regular Work Session, November 19, 2015, the Regular Board Meeting, November 23, 2015 and the Special Meeting, December 11, 2015 were approved by the affirmative votes of all Commissioners present, and the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Minutes of the Regular Work Session, November 19, 2015, the Regular Board Meeting, November 23, 2015 and the Special Meeting, December 11, 2015, as presented and directs that said Minutes be filed in the appropriate Minute Book and Records of the Authority.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

December 21, 2015

RESOLUTION CY-2015-188

APPROVAL OF THE NOTICE OF THE RESCHEDULING OF THE DECEMBER 24, 2015 REGULAR WORK SESSION TO DECEMBER 17, 2015

After discussion and review, and upon the motion made by Commissioner Harris, seconded by Commissioner Reed, and approved by the affirmative vote of all Commissioners present, the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Notice of the Rescheduling of the December 24, 2015 Regular Work Session Meeting to December 17, 2015 and directs the filing of said Notices in the appropriate Minute Book and Records of the Authority.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

December 21, 2015

RESOLUTION CY-2015-189

APPROVAL OF THE NOTICE OF THE RESCHEDULING OF THE DECEMBER 28, 2015 REGULAR BOARD MEETING TO DECEMBER 21, 2015

After discussion and review, and upon the motion made by Commissioner Reed, seconded by Commissioner Harris, and approved by the affirmative vote of all Commissioners present, the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Notice of the Rescheduling of the December 28, 2015 Regular Board Meeting to December 21, 2015 and directs the filing of said Notices in the appropriate Minute Book and Records of the Authority.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

December 21, 2015

IV. PUBLIC COMMENTS

Attorney Regina May introduced Mr. Worth Thomas of W.T. Consulting to address the Board.

Worth Thomas, of WT Consulting, is a full time lobbyist registered with the State of Mississippi. He provided his qualifications and experience in providing lobbying services for over twenty-seven (27) years. Further, he introduced Saleem Barrett, a lobbyist and staff member at WT Consulting, and provided Mr. Barrett's experience in the political arena as well. He thanked the Board for considering WT Consulting as a potential service provider.

V. REPORTS

A. Chairman Dr. Pridgen

Chairman Dr. Pridgen announced that Commissioner Harris will provide her presentation concerning the handout, “What Makes a Great Board Member” during the New Business portion of the Agenda.

B. Chief Executive Officer

Mr. Carl D. Newman, CEO, addressed comments to the Board as he went through Agenda items and made references to supporting documentation in the Packet for December 21, 2015 (“Meeting Packet”). The Meeting Packet is attached as an Exhibit, to the December 21, 2015 Rescheduled Regular Board Meeting Minutes.

- 1. Airport Project Manager Summary, Period Ending
November 30, 2015..... Page 1¹*
- 2. Airport Activity Statistics Report, Period Ending
November 30, 2015..... Page 14*

C. Attorney

Attorney Walker then addressed the Board and recommended that the Board consider going into Executive Session at the heel of the Agenda to discuss one item.

He then recognized and thanked the Commissioners for their hard work and progress that they have spearheaded for the Jackson Municipal Airport Authority since December 2013. Those in the attendance thanked and applauded the Commissioners.

VI. ACTION ITEMS

A. Financial Matters

1. Financial Reports for November 2015:

- a. Balance Sheet: Accept..... Page 28
- b. Income Statement: Accept..... Page 29

Chairman Dr. Pridgen directed the Board’s attention to the Balance Sheet, Income Statement and the Claims Docket for November, 2015 included in the Packet.

RESOLUTION CY-2015-190

RESOLUTION ACCEPTING/APPROVING NOVEMBER 2015 FINANCIAL

¹ “Page #” refers to the page number in the Meeting Packet.

REPORTS

Upon motion by Vice Chairman Pastor Henley, seconded by Commissioner Reed, 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 the Authority’s Balance Sheet and Income Statement (“the Financial Reports”) for the month and period ending November 30, 2015, which was included in the Packet, pages 28-31, and was distributed to the Board prior to the December 21, 2015 Rescheduled Regular Monthly Meeting of the Board.

IT IS THEREFORE, RESOLVED that the Board hereby accepts and approves the Financial Reports: Balance Sheet and Income Statement for November, 2015.

Yeas: Hartley, Henley, Harris, Pridgen, Reed
Nays: None
Abstentions: None

December 21, 2015

- c. Claims Docket for November, 2015: Approve.....Page 32

RESOLUTION CY-2015-191

RESOLUTION APPROVING CLAIMS DOCKET FOR THE MONTH AND PERIOD ENDING NOVEMBER 30, 2015

Upon motion by Commissioner Harris, seconded by Commissioner Hartley, the following **RESOLUTION** was made and approved by a majority vote 4-0-1.

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered the Authority’s Claims Docket (“Claims”) for the month and period ending November 30, 2015, which was included in the Packet, pages 32-36, and was distributed to the Board prior to the December 21, 2015 Rescheduled Regular Monthly Meeting of the Board.

IT IS THEREFORE, RESOLVED that the Board hereby authorizes payment of the Claims in the amount of \$985,818.05.

Yeas: Hartley, Harris, Pridgen, Reed
Nays: None
Abstentions: Henley

December 21, 2015

- 2. **Early Issues**

None

B. Service Agreements

1. *JMAA Project No. 015-15, Ad Hoc Architectural Services, JAN: Authorize Agreement (McAfee3 Architects, Inc.).....Page 37*

RESOLUTION CY-2015-192

RESOLUTION AUTHORIZING THE EXECUTION OF A PROFESSIONAL SERVICE AGREEMENT WITH MCAFEE³ ARCHITECTS, INC.

Upon motion by Commissioner Reed, seconded by Commissioner Hartley, the following **RESOLUTION** was made and approved by a majority vote 3-0-2.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to execute professional service agreement with McAfee³ Architects, Incorporated (“McAfee³”), a Certified Disadvantaged Business Enterprise (“DBE”) of Atlanta, Georgia, to provide ad hoc architectural services for time sensitive and emergency architectural initiatives at Jackson Municipal Airport Authority (“JMAA”) facilities; and

WHEREAS, total fees and expenses under the Agreement are not to exceed \$200,000.00 within the two (2) year term of the proposed agreement; and

WHEREAS, each request for services will be authorized by a written Statement of Work, detailing services and associated fees and expenses. Fees and expenses under any individual Statement of Work are not to exceed \$50,000.00; and

WHEREAS, any statement of work exceeding the authorized \$50,000.00 limitation and any services required that are estimated to exceed the authorized \$200,000.00 limitation will be presented to the Board of Commissioners for approval under a separate professional services agreement proposal; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated December 1, 2015, at pages 37-40 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that the Board authorizes JMAA’s Staff to execute a professional service agreement with McAfee³ Architects, Incorporated, (“McAfee³”) of Atlanta, Georgia, and a Certified Disadvantaged Business Enterprise (“DBE”), to provide ad hoc architectural services for time sensitive and emergency architectural initiatives at Jackson Municipal Airport Authority (“JMAA”) facilities. Total fees and expenses under the Agreement are not to exceed \$200,000.00 within the two (2) year term of the proposed agreement; and

IT IS THEREFORE, FURTHER RESOLVED that each request for services will be

authorized by a written Statement of Work, detailing services and associated fees and expenses. Fees and expenses under any individual Statement of Work are not to exceed \$50,000.00; and

IT IS THEREFORE, FURTHER RESOLVED that any statement of work exceeding the authorized \$50,000.00 limitation and any services required that are estimated to exceed the authorized \$200,000.00 limitation will be presented to the Board of Commissioners for approval under a separate professional services agreement proposal. The Board finds that such request is fully explained in the Memorandum dated December 1, 2015, at pages 37-40 of the Meeting Packet.

Yeas: Hartley, Pridgen, Reed
Nays: None
Abstentions: Henley, Harris

December 21, 2015

2. *JMAA Project No. 015-16, Ad Hoc Engineering Services, JAN: Authorize Agreement (EJES, Incorporated).....Page 41*

RESOLUTION CY-2015-193

RESOLUTION AUTHORIZING THE EXECUTION OF A PROFESSIONAL SERVICE AGREEMENT WITH EJES, INCORPORATED

Upon motion by Commissioner Hartley, seconded by Commissioner Reed, the following **RESOLUTION** was made and approved by a majority vote 4-0-1.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to execute a professional services agreement with EJES, Incorporated, (“EJES, Inc.”) of Dallas, Texas, a Certified Disadvantaged Business Enterprise (“DBE”), with a business office in Jackson, Mississippi, to provide ad hoc engineering services in support of capital programming engineering initiatives for Jackson Municipal Airport Authority (“JMAA”); and

WHEREAS, total fees and expenses under the Agreement are not to exceed \$300,000.00 within the two (2) year term of the proposed agreement; and

WHEREAS, each request for services will be authorized by a written Statement of Work, detailing the services, associated fees and expenses. Fees and expenses under each Statement of Work are not to exceed \$50,000.00; and

WHEREAS, any statement of work exceeding the authorized \$50,000.00 limitation and any services required that are estimated to exceed the authorized \$300,000.00 limitation will be presented to the Board of Commissioners for approval under a separate professional services agreement proposal; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated December 3, 2015, at pages 41-44 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that the Board authorizes JMAA’s Staff to execute a professional service agreement with EJES, Incorporated, (“EJES, Inc.”) of Dallas, Texas, a Certified Disadvantaged Business Enterprise (“DBE”), with a business office in Jackson, Mississippi, to provide ad hoc engineering services in support of capital programming engineering initiatives for Jackson Municipal Airport Authority (“JMAA”). Total fees and expenses under the Agreement are not to exceed \$300,000.00 within the two (2) year term of the proposed agreement; and

IT IS THEREFORE, FURTHER RESOLVED that each request for services will be authorized by a written Statement of Work, detailing services and associated fees and expenses. Fees and expenses under any individual Statement of Work are not to exceed \$50,000.00; and

IT IS THEREFORE, FURTHER RESOLVED that any statement of work exceeding the authorized \$50,000.00 limitation and any services required, which are estimated to exceed the authorized \$300,000.00 limitation will be presented to the Board of Commissioners for approval under a separate professional services agreement proposal. The Board finds that such request is fully explained in the Memorandum dated December 3, 2015, at pages 41-44 of the Meeting Packet.

Yeas: Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: Harris

December 21, 2015

3. *Pre-Employment and Commercial Driver’s License Physicals and Work-Related Injury/Illness Screenings, JMAA: Authorize Agreement (First Intermed Corporation d/b/a MEA Medical Clinic).....Page 45*

RESOLUTION CY-2015-194

RESOLUTION AUTHORIZING THE EXECUTION OF A SERVICE AGREEMENT WITH FIRST INTERMED CORPORATION FOR EMPLOYEE SCREENINGS AND PHYSICALS

Upon motion by Commissioner Reed, seconded by Vice Chairman Pastor Henley, the following **RESOLUTION** was made and approved by majority vote 4-0-1.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to execute a service agreement with First Intermed Corporation, a Delaware Corporation, d/b/a MEA Medical Clinic (“MEA”), with a principal place of business in Ridgeland, Mississippi, to

provide pre-employment and commercial driver's license ("CDL") physicals, as well as work-related injury/illness screenings for employees of JMAA ("Services"). The Services will be on an "as-needed" basis, and the fees will be as follows: \$172.00 per person for pre-employment screenings; \$127.00 per person for CDL physicals and \$62.00 per person for work related injury/illness examinations which includes breath alcohol level testing and drug screens. The proposed agreement is for the period of one (1) calendar year, commencing February 1, 2016 and ending January 31, 2017, with JMAA having the option to renew for two (2) additional years, at the same rates; and

WHEREAS, the Board finds that such request, which is fully explained in the Memorandum dated December 2, 2015, at pages 45-47 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that the Board authorizes JMAA's Staff to execute a service agreement with First Intermed Corporation, a Delaware Corporation, d/b/a MEA Medical Clinic ("MEA"), with a principal place of business in Ridgeland, Mississippi, to provide pre-employment and commercial driver's license ("CDL") physicals, as well as work-related injury/illness screenings for employees of JMAA ("Services"). The Services will be on an "as-needed" basis, and the fees will be as follows: \$172.00 per person for pre-employment screenings; \$127.00 per person for CDL physicals and \$62.00 per person for work related injury/illness examinations which includes breath alcohol level testing and drug screens. The proposed agreement is for the period of one (1) calendar year, commencing February 1, 2016 and ending January 31, 2017, with JMAA having the option to renew for two (2) additional years, at the same rates. The Board finds that such request is fully explained in the Memorandum dated December 2, 2015, at pages 45-47 of the Meeting Packet.

Yeas: Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: Harris

December 21, 2015

4. *Affordable Care Act Filing, JMAA: Authorize Agreement (Willie B. Sims, Jr., CPA, PLLC)*.....Page 48

RESOLUTION CY-2015-195

RESOLUTION AUTHORIZING THE EXECUTION OF A PROFESSIONAL SERVICE AGREEMENT WITH WILLIE B. SIMS, JR., CPA, PLLC

Upon motion by Vice Chairman Pastor Henley, seconded by Commissioner Reed, the following **RESOLUTION** was made and approved by unanimous vote.

WHEREAS, the Board has considered the request of JMAA's Staff for authority to execute a professional service agreement with Willie B. Sims, Jr., CPA, PLLC, a Certified

Disadvantaged Business Enterprise, of Hattiesburg, Mississippi, (“Contractor”) to provide Affordable Care Act (“ACA”) reporting services (“Services”), on behalf of Jackson Municipal Airport Authority (“JMAA”). Total fees and expenses for the Services shall not exceed \$3,500.00. The proposed term of the agreement is for two (2) calendar months, following the date of execution; and

WHEREAS, the Board finds that such request, which is fully explained in the Memorandum dated December 10, 2015, at pages 48-50 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that the Board authorizes JMAA’s Staff to execute a professional service agreement with Willie B. Sims, Jr., CPA, PLLC, a Certified Disadvantaged Business Enterprise, of Hattiesburg, Mississippi, (“Contractor”) to provide Affordable Care Act (“ACA”) reporting services (“Services”), on behalf of Jackson Municipal Airport Authority (“JMAA”). Total fees and expenses for the Services shall not exceed \$3,500.00. The proposed term of the agreement is for two (2) calendar months, following the date of execution. The Board finds that such request is fully explained in the Memorandum dated December 10, 2015, at pages 48-50 of the Meeting Packet.

Yeas: Hartley, Henley, Harris, Pridgen, Reed
Nays: None
Abstentions: None

December 21, 2015

5. *Federal Legislative Consulting Services, JMAA: Authorize Agreement (McBee Strategic Consulting, LLC)Page 51*

RESOLUTION CY-2015-196

RESOLUTION AUTHORIZING THE EXECUTION OF A PROFESSIONAL SERVICE AGREEMENT WITH MCBEE STRATEGIC CONSULTING, LLC

Upon motion by Commissioner Harris, seconded by Commissioner Hartley, the following **RESOLUTION** was made and approved by unanimous vote.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to execute a professional service agreement with McBee Strategic Consulting, LLC (“MSC”), a Delaware Limited Liability Company, to provide federal legislative consulting services (“Services”) to the Jackson Municipal Airport Authority (“JMAA”). MSC will be supported in their efforts by Exstare Federal Services Group, LLC (“EFS”) of Alexandria, Virginia, a Certified Disadvantaged Business Enterprise. The fee for services will be \$8,000 per month, for a one-year term, for a maximum fee of \$96,000 for Services, which includes expenses for the term of the agreement. Contract services will begin on the date of execution of the agreement and extend for one (1) calendar year; and

WHEREAS, upon execution of the agreement with JMAA, MSC will file the appropriate forms with and pay the required fees to the Secretary of State to qualify to do business in the State of Mississippi, and will maintain good standing with the Secretary of State’s office throughout the terms of its agreements with JMAA; and

WHEREAS, the Board finds that such request, which is fully explained in the Memorandum dated December 2, 2015, at pages 51-54 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that the Board authorizes JMAA’s Staff to execute a professional service agreement with McBee Strategic Consulting, LLC (“MSC”), a Delaware Limited Liability Company, to provide federal legislative consulting services (“Services”) to the Jackson Municipal Airport Authority (“JMAA”). MSC will be supported in their efforts by Exstare Federal Services Group, LLC (“EFS”) of Alexandria, Virginia, a Certified Disadvantaged Business Enterprise. The fee for services will be \$8,000, per month for a one-year term, for a maximum fee of \$96,000 for Services, which includes expenses for the term of the agreement. Contract services will begin on the date of execution of the agreement and extend for one (1) calendar year; and

IT IS THEREFORE, FURTHER RESOLVED that upon execution of the agreement with JMAA, MSC will file the appropriate forms with and pay the required fees to the Secretary of State to qualify to do business in the State of Mississippi, and will maintain good standing with the Secretary of State’s office throughout the terms of its agreements with JMAA. The Board finds that such request is fully explained in the Memorandum dated December 10, 2015, at pages 51-54 of the Meeting Packet.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None

December 21, 2015

C. Construction Projects

1. **JMAA Project No. 010-12, Roadway Lighting Project, JAN:
Award Contract (Lewis Electric).....Page 76**

RESOLUTION CY-2015-197

**RESOLUTION AUTHORIZING EXECUTION OF A CONTRACT AGREEMENT
WITH LEWIS ELECTRIC FOR THE ROADWAY LIGHTING PROJECT**

Upon motion by Commissioner Hartley, seconded by Commissioner Reed, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to award the Roadway Lighting Project contract to the apparent lowest and best bidder, Lewis Electric, a certified Disadvantage Business Enterprise of Flowood, Mississippi, in the amount of \$347,000.00; and

WHEREAS, On December 1, 2015 JMAA received seven bids in connection with the Roadway Lighting Project at the Jackson-Medgar Wiley Evers International Airport (“JAN”). The bids were reviewed by staff and JMAA’s project engineer, Scott Woods and Associates (“SCWA”); and

WHEREAS, the Board finds that such request, which is fully explained in the Memorandum dated December 2, 2015, at pages 55-58 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that the Board authorizes JMAA’s staff to award the Roadway Lighting Project contract to the apparent lowest and best bidder, Lewis Electric, a certified Disadvantage Business Enterprise of Flowood, Mississippi, in the amount of \$347,000.00. The Board finds that such request is fully explained in the Memorandum dated December 2, 2015, at pages 55-58 of the Meeting Packet.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None

December 21, 2015

2. *JMAA Contract No. 002-15-037-01, Revenue Control System Replacement, JAN: Authorize Amendment to Agreement (RPS/AJA of Jackson, LLP); and Authorize Advertisement for Bids.....Page 59*

RESOLUTION CY-2015-198

RESOLUTION AUTHORIZING AMENDING THE EXISTING PROFESSIONAL SERVICES CONTRACT AGREEMENT WITH RPS/AJA OF JACKSON, LLP TO INCLUDE PROFESSIONAL ENGINEERING SERVICES AND THE SOLICITING OF COMPETITIVE BIDS

Upon motion by Commissioner Harris, seconded by Vice Chairman Pastor Henley, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to: (i) amend the existing Professional Services Contract Agreement with RPS/AJA of Jackson, LLP, a registered Mississippi Limited Liability Partnership, comprised of Republic Parking System, Inc., and AJA Management and Technical Services, Inc. (“RPS/AJA”), by adding professional engineering services, in support of the Revenue Control System (RCS) replacement project (“Services”); and (ii) solicit competitive bids for the purchase and installation of a turnkey, online and fully integrated RCS at the Jackson-Medgar Wiley Evers

International Airport (“JAN”). The current estimated cost for the equipment and the installation of the equipment is \$584,000.00; and

WHEREAS, Fees for the additional Services of RPS/AJA are \$50,786.00. Therefore, the total amount of the Amended Contract Agreement shall not exceed \$121,006.00, which includes all approved expenses; and

WHEREAS, WEI/AJA, LLC a Mississippi Limited Liability corporation, headquartered in Jackson, Mississippi, will provide some of the Services, as a sub-consultant to RPS/AJA; and

WHEREAS, the Board finds that such request, which is fully explained in the Memorandum dated December 2, 2015, at pages 59-63 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that the Board authorizes JMAA’s staff to: (i) amend the existing Professional Services Contract Agreement with RPS/AJA of Jackson, LLP, a registered Mississippi Limited Liability Partnership, comprised of Republic Parking System, Inc., and AJA Management and Technical Services, Inc. (“RPS/AJA”), by adding professional engineering services, in support of the Revenue Control System (RCS) replacement project (“Services”); and (ii) solicit competitive bids for the purchase and installation of a turnkey, online and fully integrated RCS at the Jackson-Medgar Wiley Evers International Airport (“JAN”). The current estimated cost for the equipment and the installation of the equipment is \$584,000.00; and

IT IS THEREFORE, FURTHER RESOLVED that the total amount of the Amended Contract Agreement shall not exceed \$121,006.00, which includes all approved expenses. The Board finds that such request is fully explained in the Memorandum dated December 2, 2015, at pages 59-63 of the Meeting Packet.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None

December 21, 2015

Commissioner Reed inquired if any changes were made to the Memorandum to the contract amendment after the December 17, 2015 Rescheduled Work Session.

In response, Ms. Branson, CFO, informed the Board that the DBE goal increased by approximately \$700.

Mr. Newman then informed the Board that the additional amount of the contract is being paid for a licensed engineer. JMAA became aware that a licensed engineer was required after the initial project authorization. Therefore, the agreement is being amended to hire a professional engineer in order to meet those requirements.

D. Procurements

1. *Annual Fuel Purchase and Rack Rate Fuel Pricing Service, JMAA: Authorize Purchase (Dickerson Petroleum, Inc.) and Agreement (Schneider Electric USA).....Page 64*

RESOLUTION CY-2015-199

RESOLUTION AUTHORIZING PURCHASE OF FUEL FROM DICKERSON PETROLEUM, INC. AND A SERVICE AGREEMENT WITH SCHNEIDER ELECTRIC USA, INC.

Upon motion by Commissioner Hartley, seconded by Commissioner Harris, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered JMAA’s Staff’s request for authority to purchase fuel for the operations of Jackson Municipal Airport Authority (“JMAA”) from Dickerson Petroleum, Inc. (“Dickerson”), of Kosciusko, Mississippi, on an as-needed basis. The term of the agreement will be for one (1) calendar year commencing January 1, 2016 and ending December 31, 2016. The gross amount for all fuel purchased during the term of the agreement shall not exceed \$107,397.00; and

WHEREAS, the Board has further considered JMAA’s Staff’s request for authority to execute a service agreement with Schneider Electric USA, Inc. (“Schneider”), a Delaware corporation, with its principal address in Oklahoma City, Oklahoma, to provide rack rate pricing on fuel through DTN FastRack Services. The term of the agreement will be for one (1) calendar year, commencing January 1, 2016 and ending December 31, 2016, with the option of JMAA to renew for two (2) additional years, at the same rates. The fees for the service are \$84.95 per month or \$1,019.40 for one (1) year; and

WHEREAS, the Board finds that such request, which is fully explained in the Memorandum dated December 2, 2015, at pages 64-66 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED, that the Board hereby authorizes JMAA’s Staff to purchase fuel for the operations of Jackson Municipal Airport Authority (“JMAA”) from Dickerson Petroleum, Inc. (“Dickerson”), of Kosciusko, Mississippi, on an as-needed basis. The term of the agreement will be for one (1) calendar year commencing January 1, 2016 and ending December 31, 2016. The gross amount for all fuel purchased during the term of the agreement shall not exceed \$107,397.00; and

IT IS THEREFORE, FURTHER RESOLVED that the Board hereby authorizes JMAA’s Staff to execute a service agreement with Schneider Electric USA, Inc. (“Schneider”), a Delaware corporation, with its principal address in Oklahoma City, Oklahoma, to provide rack rate pricing on fuel through DTN FastRack Services. The term of the agreement will be for one (1) calendar year, commencing January 1, 2016 and ending December 31, 2016, with the option of JMAA to renew for two (2) additional years, at the same rates. The fees for the service are \$84.95 per month or \$1,019.40 for one (1) year. The Board finds that such

requests are fully explained in the Memorandum dated December 2, 2015, at pages 64-66 of the Meeting Packet.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None

December 21, 2015

2. *Sole Source Purchase of Human Interface Panel for Standby Power System Generator, JAN: Authorize Approval (TAW Power Systems).....Page 67*

RESOLUTION CY-2015-200

RESOLUTION AUTHORIZING PURCHASE OF A HUMAN INTERFACE PANEL FROM TAW POWER SYSTEMS

Upon motion by Vice Chairman Pastor Henley, seconded by Commissioner Harris, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered JMAA's Staff's request for authority to purchase a Human Interface Panel (HMI), Item No. GM90887, from TAW Power Systems (TAW), a Mississippi corporation headquartered in Flowood, MS, as a Single Source Item purchase pursuant Mississippi Code of 1972, Section 31-7-13 (m) (viii). The purchase amount of the HMI is \$12,253.18. Installation of the HMI, along with the necessary supporting software, is included in the purchase amount. There is no commercially available substitute for this equipment; and

WHEREAS, the Board finds that such request, which is fully explained in the Memorandum dated December 2, 2015, along with Mr. Newman's signed letter of certification and Kholer Power Systems' Mr. Dan Krueger's, authorized distributor letter, all of which are located at pages 67-70 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED, that the Board hereby authorizes JMAA's Staff to purchase a Human Interface Panel (HMI), Item No. GM90887, from TAW Power Systems (TAW), a Mississippi corporation headquartered in Flowood, MS, as a Single Source Item purchase pursuant Mississippi Code of 1972, Section 31-7-13 (m) (viii). The purchase amount of the HMI is \$12,253.18. Installation of the HMI, along with the necessary supporting software, is included in the purchase amount. There is no commercially available substitute for this equipment. The Board finds that such request is fully explained in the Memorandum dated December 2, 2015, along with Mr. Newman's signed letter of certification and Kholer Power Systems' Mr. Dan Krueger's, authorized distributor letter, all of which are located at pages 67-70 of the Meeting Packet,.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None
December 21, 2015

E. Grants

None.

F. Other Matters

1. Board Travel

**(a) AAAE Runway Safety Summit
December 7-9, 2015
San Diego, CA**

Vice Chairman Pastor Henley reported about his attendance at the 2015 AAAE Runway Safety Summit, San Diego, CA, December 7-9, 2015. Vice Chairman Pastor Henley provided a handout entitled “Runway Safety Conference Summary,” which listed the salient points taken from the conference. During his presentation, he discussed those topics with the Board of Commissioners.

The printed “Runway Safety Conference Summary” of Vice Chairman Pastor Henley is attached as an Exhibit to the December 21, 2015 Rescheduled Regular Board Meeting Minutes. Also, said AAAE Runway Safety Summit Program is attached as an Exhibit to the December 21, 2015 Rescheduled Regular Board Meeting Minutes.

G. New Business

1. Board Priorities

Chairman Dr. Pridgen distributed the updated “Board Priorities” document and explained which priorities were considered “High,” “Medium,” or “Low” level priorities. The Board members then discussed the priorities and adjusted some of the priority rankings. The adjusted “Board Priorities” document agreed upon by the Board is attached as an Exhibit 1 to the December 21, 2015 Rescheduled Regular Board Meeting Minutes.

RESOLUTION CY-2015-201

RESOLUTION AUTHORIZING USE OF THE “BOARD PRIORITIES” DOCUMENT AS A GUIDING TEMPLATE FOR JMAA’S BOARD OF COMMISSIONERS DURING 2016

WHEREAS, before the December 21, 2015 Rescheduled Regular Board Meeting, each Commissioner received a document entitled “Board Priorities” which incorporated data from the Spring 2015 Retreat of the Board of Commissioners and priority rankings made by each

Commissioner;

WHEREAS, the Commissioners, during the December 21, 2015 Rescheduled Regular Board Meeting, discussed and revised the ranking of some of the action items contained in the “Board Priorities” document; and

WHEREAS, the Board desires to use the “Board Priorities” document adopted by the Commissioners as a guiding template for the Board to work with and through during calendar year 2016 and integrate those priorities into the actions and planning processes of the Board during calendar year 2016; and

WHEREAS, the “Board Priorities” document adopted by the Board of Commissioners is attached to this Resolution as Exhibit 1.

IT IS THEREFORE, RESOLVED, that the Board of Commissioners adopts the “Board Priorities” document, attached as Exhibit 1 to this Resolution, as a guiding template for the Board to work with and through during calendar year 2016 and integrate those priorities into the actions and planning processes of the Board during calendar year 2016.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None

December 21, 2015

2. *Commissioner LaWanda D. Harris’s Board Development Presentation*

Commissioner Harris provided a handout entitled “What Makes a Great Board Member,” prior to the December 17, 2015 Rescheduled Work Session and presented it to the Board. Commissioner Harris referenced the document during her presentation and discussed the salient points included in the document. She suggested that the Board Members consider the information included moving forward to continue making positive strides as a Board. The printed handout, “What Makes a Great Board Member,” is attached as an Exhibit to the December 21, 2015 Rescheduled Regular Board Meeting Minutes.

OPEN SESSION

Commissioner Hartley then moved that the Board go into a Closed Session to discuss whether to go into an Executive Session to consider matters that he believed can be discussed in Executive Session, and Vice Chairman Pastor Henley seconded the motion.

The Board by a vote of 5-0, resolved that the session be closed. Chairman Dr. Pridgen asked all, except Mr. Carl D. Newman, CEO, attorneys from Walker Group, PC and The May Law Firm, to leave the room.

All present, with the exceptions noted, were directed to vacate the room; this was done. The Board went into Closed Session at 5:03 p.m.

CLOSED SESSION

Vice Chairman Pastor Henley then moved that the Board enter into Executive Session to discuss one (1) personnel matter regarding incumbent employees and one (1) potential litigation matter. Commissioner Harris seconded the motion to enter Executive Session, and the Commissioners voted 5-0 to enter Executive Session for the stated purposes.

The Closed Session ended at 5:08 p.m.

OPEN SESSION

Chairman Dr. Pridgen then invited all persons outside the room to re-enter, some did.

Chairman Dr. Pridgen then stated in Open Session that the Board, during Closed Session, voted to enter into Executive Session to consider one (1) personnel matter regarding incumbent employees and one (1) potential litigation matter.

Chairman Dr. Pridgen asked all present, with the exception of Mr. Carl D. Newman, CEO, attorneys from Walker Group, PC and The May Law Firm, to leave the room.

The Board went into Executive Session at 5:10 p.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed one (1) personnel matter regarding incumbent employees and one (1) potential litigation matter.

The Board took no action on any of the matters discussed during Executive Session. Upon motion by Commissioner Harris, seconded by Commissioner Reed, and unanimous approval (5-0-0), the Executive Session was ended at 6:16 p.m.

Chairman Dr. Pridgen then invited all persons outside the room to re-enter; some did, and Chairman Dr. Pridgen announced that the meeting was once again open.

OPEN SESSION

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

Open Session reconvened at 6:18 p.m.

Chairman Dr. Pridgen announced that the meeting was once again open. Chairman Dr. Pridgen then announced that during Executive Session the Board discussed matters regarding one (1) personnel matter regarding incumbent employees and one (1) potential litigation matter and the Board took no action on those matters during executive session.

Chairman Dr. Pridgen then directed the Board's attention to the following matters and asked if any Board Members had any motions concerning those matters.

3. *New Jackson Municipal Airport Authority Organizational Chart Adoption and Implementation*

RESOLUTION CY-2015-202

RESOLUTION AUTHORIZING ADOPTION AND IMPLEMENTATION OF A NEW ORGANIZATIONAL CHART FOR THE JACKSON MUNICIPAL AIRPORT AUTHORITY

Upon Motion by Commissioner Harris, seconded by Commissioner Hartley, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, Carl D. Newman, A.A.E., Chief Executive Officer, and Ms. Renee Antoine, Director of Human Resources & Administration, for the Jackson Municipal Airport Authority ("JMAA") developed a proposed new Organizational Chart for JMAA, in order for JMAA to operate more efficiently, effectively, and expeditiously; and

WHEREAS, the Board of Commissioners of JMAA ("Board") has reviewed and studied said proposed new Organizational Chart, a copy of which is attached as Exhibit 1, and the Board finds that said proposed new Organizational Chart should be adopted and implemented as the Organizational Chart for JMAA on a date to be identified by Mr. Newman, or his duly designated representative.

IT IS THEREFORE, RESOLVED that the Board approves the proposed new Organizational Chart, a copy which is attached as Exhibit 1 to this Resolution, as the new Organizational Chart for the Jackson Municipal Airport Authority and authorizes the use and implementation of it on a date to be identified by Mr. Newman, or his duly designated representative.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None

December 21, 2015

4. *Professional Services Agreement with Retired Supreme Court Justice Fred L. Banks, Jr.*

RESOLUTION CY-2015-203

RESOLUTION AUTHORIZING NEGOTIATIONS AND EXECUTION OF A PROFESSIONAL SERVICES AGREEMENT WITH RETIRED SUPREME COURT JUSTICE FRED L. BANKS, JR., AND PHELPS DUNBAR, LLP

WHEREAS, the Walker Group, PC (“WG”), General Counsel for the Jackson Municipal Airport Authority (“JMAA”), pursuant to the December 19, 2013 Resolution of JMAA’s Board of Commissioners (“Board”), has given notice to the Board that it is associating Retired Mississippi Supreme Court Justice Fred L. Banks, Jr., Senior Partner in the Phelps Dunbar Law Firm, and Phelps Dunbar, LLP to perform legal services for JMAA as to certain legal matters regarding which Justice Banks has extensive expertise.

RESOLVED, the Board approves and authorizes the negotiation of a professional services agreement between JMAA and Retired Justice Fred L. Banks, Jr., and Phelps Dunbar, LLP with standard and customary fees for such services, in such form and to contain such standard and customary terms and conditions and the execution of it by Carl D. Newman, JMAA’s CEO.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None

December 21, 2015

5. *Negotiation of Employment Contract with WT Consulting.*

RESOLUTION CY-2015-204

RESOLUTION AUTHORIZING NEGOTIATING AND EXECUTING A PROFESSIONAL SERVICES AGREEMENT WITH WORTH THOMAS D/B/A W.T. CONSULTING

Upon Motion by Vice Chairman Pastor Henley, seconded by Commissioner Hartley, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered authorizing: (i) the May Law Firm, PLLC (“MLF”), Government Affairs Liaison for the Jackson Municipal Airport Authority (“JMAA”), pursuant to Resolution CY-2015-113 of JMAA’s Board of Commissioners (“Board”), to negotiate a professional services agreement with Worth Thomas d/b/a WT Consulting (“WT”), a Lobbyist registered with the State of Mississippi, to provide state legislative consulting services (“Services”) for the Jackson Municipal Airport Authority (“JMAA”) concerning JMAA’s 2016 MS Legislative Agenda and any other MS Legislative items regarding JMAA. MLF is authorized to offer, as a fee for services, an amount not to exceed \$95,000.00 for one (1) calendar year. The services will begin on the date of execution of the agreement and extend for one (1) calendar year; and (ii) Carl D. Newman, A.A.E., JMAA’s Chief Executive Officer to execute the professional service agreement at the conclusion of MLF’s negotiation with WT.

RESOLVED, the Board approves and authorizes: (i) the MLF to negotiate with WT on behalf of JMAA; and (ii) Carl D. Newman, A.A.E., JMAA’s Chief Executive Officer to execute a professional services agreement between JMAA and WT Consulting, for one (1) calendar year, in an amount not to exceed \$95,000.00 at the conclusion of the negotiation.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None

December 21, 2015

Commissioner Harris then requested that during future evaluations of submitted proposals and qualifications JMAA’s Staff provide any documents used during the tallying process to the Commissioners. She further commented that providing the documents to the Commissioners ensures that there is transparency in awarding contracts.

VII. ADJOURNMENT

Thereafter, it was moved by Commissioner Harris, seconded by Commissioner Hartley, and resolved by a majority vote 4-0-1 (Vice Chairman Pastor Henley abstained) that the meeting of the Board be ADJOURNED at 6:23 p.m.

Respectfully submitted,

Rosie L.T. Pridgen, Ph. D., Chairman

Pastor James L. Henley, Jr., Vice Chairman

Ms. LaWanda D. Harris, Commissioner

Mr. Vernon W. Hartley, Sr., Commissioner

Ms. Evelyn O. Reed, Commissioner