

REGULAR MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS

February 22, 2010

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-Evers International Airport, Jackson, Mississippi, at 4:00 p.m. on Monday, February 22, 2010 (the “Meeting”), pursuant to proper notice.

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
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 B. Vanderleest, JMAA Chief Executive Officer
Bonnie Wilson, JMAA Chief Operating Officer
Gary Cohen, JMAA Chief Financial Officer
Woody Wilson, JMAA Senior Director of Capital Planning
Kenneth Randolph, JMAA Commander, Department of Public Safety
Denson Stasher, JMAA Director of Operations and Security
Jack Thomas, JMAA Director of Community Development and DBE Program
René Woodward, JMAA Director of Human Resources and Administration
Arnetrius Reed Branson, JMAA Controller
Cindy Crotchett, JMAA Executive Assistant
Jack Weldy, JMAA Properties Manager
Joyce Tillman, JMAA Facilities Engineer
Linda Harrington, JMAA Police Sergeant
Alan Moore, Baker Donelson Bearman Caldwell & Berkowitz
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz

Chuck Lott, Neel-Schaffer, Inc.
Jim White, Waggoner Engineering, Inc.

II. APPROVAL AND EXECUTION OF MINUTES.

- A. Work Session of the Board, January 21, 2010.
- B. Open Session of the Regular Monthly Meeting of the Board, January 25, 2010.
- C. Executive Session of the Regular Monthly Meeting of the Board, January 25, 2010.

After discussion, upon motion duly made by Commissioner Jones, seconded by Commissioner Stewart, and unanimously approved by the affirmative votes of all Commissioners present, the above 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, Period Ending January 31, 2010.
- 2. Airport Activity Statistics Report, Period Ending January 31, 2010.

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 Year, 2009: Linda Harrington, Police Sergeant, Department of Public Safety.

Mr. Vanderleest recognized and commended Ms. Harrington for being named Employee of the Year for 2009.

- b. Employee of the Month, February 2010: Joyce Tillman, Facilities Engineer, Department of Capital Programming.

Mr. Vanderleest recognized and commended Ms. Tillman for being named Employee of the Month for February 2010.

4. Professional Recognitions.
 - a. Jackson Municipal Airport Authority: Top Five Performing Small Airports for 2009, Airport Council International.

Mr. Vanderleest informed the Board that the Authority had been named one of the Top Five Performing Small Airports for 2009 by the Airport Council International. Mr. Vanderleest said that this award was based on the results of the ACI customer service surveys, which the Authority had participated in during the prior year. Mr. Vanderleest distributed to the Board a press release announcing the award, a copy of which is attached as an exhibit to the minutes of the Meeting.

B. Attorney.

Mr. Moore said he had no comments at this time.

V. ACTION ITEMS.

A. Financial Matters.

1. Financial Reports for January 2010.
 - a. Balance Sheet: Accept.
 - b. Income Statement: Accept.
 - c. Claims Docket for January 2010: Approve.

Mr. Vanderleest directed the Board's attention to the Financial Reports for January 2010 and the Claims Docket for January 2010, which were included in the Packet.

After discussion, 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 the following resolution.

**RESOLUTION ACCEPTING FINANCIAL REPORTS FOR JANUARY
2010 AND APPROVING AND AUTHORIZING PAYMENT OF CLAIMS
DOCKET FOR JANUARY 2010**

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 January 31, 2010 (the "Financial Reports"), and (ii) the Claims Docket of the Authority for the month of January 2010 (the "Claims"), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board

prior to the February 22, 2010, Regular Monthly 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 \$865,334.34.

B. Service Agreements.

1. Airport Advertising, JEIA: Approve Extension of Agreement.
2. Pest Control Services, JEIA and HKS: Authorize Extension of Contracts.
3. JMAA Project No. 008-10, Information Technology and Telecommunications Plan Update, JEIA: Authorize Execution of Agreement.
4. JMAA Project No. 002-10, Facility Diagnostics, JEIA: Authorize Contracts.

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, 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 of the Authority (the "Board") 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 February 22, 2010, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (separately, each a "Memorandum;" collectively, the "Memoranda"); and

WHEREAS, the Board has reviewed the Memoranda and considered the recommendations therein by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, take the following action:

1. The Board approves and authorizes extension of the existing agreement between the Authority and Interspace Airport Advertising for professional services in connection with the solicitation and placement of advertising in the Main Terminal Building at Jackson-Evers International Airport (“JEIA”) for a term of one year (the “Interspace Renewal Agreement”), said Interspace Renewal Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated February 8, 2010, 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 negotiation and execution of separate professional services agreements with (i) Rivers Pest Control, Inc. to provide pest control and related services at JEIA (the “RPC Agreement”) and (ii) Havard Pest Control to provide pest control and related services at Hawkins Field (the “HPC Agreement”), both the RPC Agreement and the HPC Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated February 6, 2010, 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 an agreement with GCR & Associates, Inc. for professional services in connection with a proposed update to the existing Information Technology and Telecommunications Plan for the Authority (the “GCR Agreement”), said GCR Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated February 6, 2010, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
4. The Board approves and authorizes negotiation and execution of separate agreements with (i) Predictive Maintenance Consultants for infrared imaging of electrical panels and transformers at JEIA (the “PMC Agreement”), (ii) Deer Park Roofing Inc. for infrared imaging of the terminal roof structure at JEIA (the “DPR Agreement”), and (iii) Building Diagnostics & Property Science for investigation of the status and condition of the elevated roadway at JEIA (the “BDPS Agreement,” and, together with the PMC Agreement and the DPR Agreement, the “Facility Diagnostic Agreements”), said Facility Diagnostic Agreements to be in such form and to contain such terms and conditions consistent with the Memorandum dated February 10, 2010, which describes these matters, 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. 002-09, Removal and Replacement of ATCT Tower HVAC Units, JEIA: Authorize Advertisements for Bids.
2. JMAA Project No. 017-09, Waste and Storm Water Plumbing Replacement, JEIA: Authorize Advertisements for Bids.

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 Jones, 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 of the Authority (the "Board") 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 February 22, 2010, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (separately, each a "Memorandum;" collectively, the "Memoranda"); and

WHEREAS, the Board has reviewed the Memoranda and considered the recommendations therein by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, take the following action:

1. The Board approves and authorizes (i) negotiation and execution of an amendment to the agreement between the Authority and Barranco, PLLC (the "Barranco Amendment") to provide for additional design and oversight services in connection with a new front-end controller for the Authority's HVAC system (the "New HVAC Controller") in connection with Project No. 002-09, Removal and Replacement of ATCT Tower HVAC Units (the "Tower HVAC Project") and (ii) publication of an advertisement for bids for the New HVAC Controller as a bid alternate in connection with the advertisement for bids for the Tower HVAC Project, all as more particularly described in the Memorandum dated February 15, 2010, which describes this matter, said Barranco 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.

2. The Board approves and authorizes (i) negotiation and execution of an amendment to the professional services agreement between the Authority and Waggoner Engineering, Inc. (the "WEI Amendment") to provide for additional design and oversight services in connection with Project No. 017-09, Waste and Storm Water Plumbing Replacement (the "Plumbing Project"), and (ii) approves and authorizes publication of an advertisement for bids for the Plumbing Project, all as more particularly described in the Memorandum dated February 10, 2010, relating to this matter, said WEI 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.

D. Procurements.

No action or discussion took place at the Meeting regarding procurements.

E. Grants.

No action or discussion took place at the Meeting regarding grants.

F. Other Matters.

1. Mesaba Airlines-Subsidiary of Delta Air Lines, JEIA: Authorize Execution of Agreement.

Mr. Vanderleest directed the Board's attention to the memorandum in the Packet which described this matter, and discussed this matter with the Board.

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

RESOLUTION APPROVING AND AUTHORIZING NEGOTIATION AND EXECUTION OF PERMIT FOR MESABA AIRLINES, INC. TO OPERATE AT JACKSON-EVERS INTERNATIONAL AIRPORT

WHEREAS, the staff of the Jackson Municipal Airport Authority (the "Authority") has recommended that the Board of Commissioners (the "Board") of the Authority approve and authorize negotiation and execution of a standard Airport Use Permit and Agreement (the "Permit") to allow Mesaba Airlines, Inc., a wholly owned subsidiary of Delta Air Lines, Inc. ("Mesaba"), to provide commercial passenger service at Jackson-Evers International Airport under the name of Delta Air Lines as a Delta Connection carrier (the "Services"), all as more particularly described in that certain memorandum dated February 4, 2010

(the “Memorandum”), a copy of which is (i) included in the packet distributed to the Board prior to the February 22, 2010, Regular Monthly Meeting of the Board and (ii) incorporated herein by reference; and

WHEREAS, the Board has reviewed and considered the Memorandum and considered said recommendation by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, approve and authorize negotiation and execution of the Permit to allow Mesaba to provide the Services, said Permit 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.

2. Timber Assessment and Sale, JEIA: Authorize Agreement and Authorize Sale of Timber.

Mr. Vanderleest directed the Board’s attention to the memorandum dated February 2, 2010, in the Packet which described this matter, and discussed this matter with the Board.

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

RESOLUTION APPROVING AND AUTHORIZING NEGOTIATION AND EXECUTION OF AGREEMENT WITH KEN EZELLE AND APPROVING AND AUTHORIZING SALE OF TIMBER AT JACKSON-EVERS INTERNATIONAL AIRPORT

WHEREAS, the Jackson Municipal Airport Authority (the “Authority”) previously retained Ken Ezelle (“Ezelle”), a registered forester, to perform an analysis of certain timber located at Jackson-Evers International Airport (the “Timber”); and

WHEREAS, Ezelle has completed his analysis and has estimated that the Timber has a value of approximately \$118,708; and

WHEREAS, the staff of the Authority has advised the Board of Commissioners (the “Board”) of the Authority that the Timber is not necessary for Authority purposes and is not to be used in the Authority’s operations; (ii) no state agency, board, commission or any other local or state governing authority has expressed a need or use for the Timber, and the federal government has not expressed a need or use for the Timber; and (iii) sale of the Timber will promote and foster the development and improvement of the Authority and the economic and industrial

welfare of the community in which the Authority and Jackson-Evers International Airport are located; and

WHEREAS, the staff of the Authority has recommended that the Board approve and authorize (i) negotiation and execution of an additional agreement with Ezelle, whereby Ezelle would assist the Authority with the sale of the Timber (the “Ezelle Agreement”), and (ii) solicitation of bids for the Timber, all as more particularly described in that certain memorandum dated February 2, 2010, which is (i) included in the packet distributed to the Board prior to the February 22, 2010, Regular Monthly Meeting of the Board and (ii) incorporated herein by reference (the “Memorandum”); and

WHEREAS, the Board has reviewed the Memorandum and considered the recommendations therein by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby finds and determines that (i) the Timber is not necessary for Authority purposes and is not to be used in the Authority’s operations; (ii) no state agency, board, commission or any other local or state governing authority has expressed a need or use for the Timber, and the federal government has not expressed a need or use for the Timber; and (iii) sale of the Timber will promote and foster the development and improvement of the Authority and the economic and industrial welfare of the community in which the Authority and Jackson-Evers International Airport are located; and

RESOLVED, FURTHER, 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: (i) approve and authorize negotiation and execution of the Ezelle Agreement, said Ezelle Agreement 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; and (ii) authorize and direct the staff of the Authority to solicit bids for the purchase of the Timber, subject to proper documentation in accordance with applicable law.

3. AT&T Telephone Utility Easement Relocation in Connection with the East Metro Corridor, JEIA: Authorize Easement.

Mr. Vanderleest directed the Board’s attention to the memorandum dated February 15, 2010, in the Packet, which described this matter, and discussed this matter with the Board.

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

**RESOLUTION APPROVING AND AUTHORIZING RIGHT OF WAY
EASEMENTS FOR AT&T AT JACKSON-EVERS INTERNATIONAL
AIRPORT**

WHEREAS, at the January 25, 2010, Regular Monthly Meeting (the “Meeting”) of the Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority”), the Board approved and authorized relocation of certain right-of-way easements (the “Easements”) with Entergy at Jackson-Evers International Airport (“JEIA”) in connection with construction of the East Metro Corridor on the east side of JEIA, and

WHEREAS, subsequent to the Meeting, AT&T advised the staff of the Authority that it currently has telephone lines located on Entergy’s poles that will be affected by relocation of the Easements (the “Lines”); and

WHEREAS, AT&T has requested that it be allowed to place the Lines underground in the right of way for that portion of the East Metro Corridor to be located on Authority property at JEIA (the “Right of Way”); and

WHEREAS, the staff of the Authority has recommended that the Board approve and authorize relocation of the Lines within the Right of Way, all as more particularly described in that certain memorandum dated February 15, 2010, and the attachments thereto, which are (i) included in the packet distributed to the Board prior to the February 22, 2010, Regular Monthly Meeting of the Board and (ii) incorporated herein by reference (collectively, the “Memorandum”); and

WHEREAS, the Board has reviewed and considered the 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, the Board hereby does: (i) grant unto AT&T an easement to relocate the Lines in the Right of Way as more particularly shown in the Memorandum, and (ii) authorize and direct the staff of the Authority to prepare and the CEO of the Authority to execute such documents and take such other actions as may be necessary and appropriate to accomplish relocation of the Lines in the Right of Way, as described herein.

4. EDA Grant.

Mr. Vanderleest advised the Board that legal counsel and the staff were in the process of drafting a Request for Qualifications to accomplish the study of backhaul opportunities for international air cargo development at JEIA.

5. Washington, D.C. Trip.

The Board and Mr. Vanderleest discussed the schedule for the upcoming trip by the Board and Mr. Vanderleest to Washington, D.C., to discuss federal

funding needs for JMAA with the Mississippi Congressional Delegation. Mr. Vanderleest reminded the Board that each year, in connection with this trip, the Authority prepares and provides a letter request to the Mississippi Congressional Delegation, setting out the federal funding needs of the Authority. Mr. Vanderleest said that the letter request for this year was close to completion and would be provided to the Board, together with a PowerPoint presentation of key funding needs, before the trip.

VI. DISCUSSION: STRATEGIC INITIATIVES.

No discussion or action was taken at the Special Meeting regarding strategic initiatives.

VII. ADJOURNMENT.

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

Respectfully submitted,

George E. Irvin, Sr., Chairman

Dr. Glenda Glover, Vice Chair

Earle Jones

Johnnie P. Patton, R. PH.

Dr. Sylvia Stewart