

**REGULAR MONTHLY MEETING**  
**OF**  
**JACKSON MUNICIPAL AIRPORT AUTHORITY**  
**BOARD OF COMMISSIONERS**

**February 25, 2013**

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 4:00 p.m. on Monday, February 25, 2013 (the “Meeting”), pursuant to proper notice.

**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  
Dr. Glenda Glover  
George E. Irvin, Sr.

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  
Arnetrius Reed Branson, JMAA Comptroller  
Shawn Hanks, JMAA Information Technology Manager  
Garry Montgomery, JMAA Maintenance Manager  
Joyce Tillman, JMAA Facilities Engineer  
Jack Weldy, JMAA Properties Manager  
Chuck Lott, Neel-Schaffer, Inc.

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 Work Session of the Board of Commissioners, January 24, 2013.

### B. Regular Monthly Meeting of the Board of Commissioners, January 28, 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 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.

None.

## IV. REPORTS.

### A. Chief Executive Officer.

#### 1. *Airport Project Manager Summary, Period Ending January 31, 2013.*

#### 2. *Airport Activity Statistics Report, Period Ending January 31, 2013.*

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 and Organizational Recognitions.*

- a. Employee of the Month, February 2013: Shawn Hanks, Information Technology Manager, Human Resources & Administration Department.

Mr. Vanderleest recognized and commended Mr. Hanks for being named Employee of the Month for February 2013.

#### 4. *Merger of U.S. Airways and American Airlines.*

Mr. Vanderleest discussed the impact of the recently announced merger of U.S. Airways and American Airlines on Jackson flights. He said that JMAA would not know for many months the ultimate impact, but

he doubted there would be many changes. If anything, there might be more/better connections for Jackson travelers heading west and to the Midwest through American Airlines' hubs that serve those areas.

**5. *Sequestration.***

Mr. Vanderleest discussed possible impacts of the substantial federal budget cuts which may be implemented on March 1, 2013. He indicated that the contract tower at Hawkins Field might be closed, and the Blue Angels might be grounded. If the latter occurs, it may be necessary to substantially downsize the proposed airshow to celebrate the 50<sup>th</sup> anniversary of JAN, including a possible shift to Hawkins Field.

**B. Attorney.**

Mr. Moore said that he had nothing to discuss with the Board at this time.

**V. ACTION ITEMS.**

**A. Financial Matters.**

**1. *Financial Reports for January 2013.***

- a. Balance Sheet: Accept.
- b. Income Statement: Accept.
- c. Claims Docket for January 2013: Approve.

Mr. Vanderleest directed the Board's attention to the above referenced financial reports for January 2013, and the Claims Docket for January 2013, all of which were included in the Packet.

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

**RESOLUTION ACCEPTING FINANCIAL REPORTS  
FOR JANUARY 2013 AND APPROVING AND  
AUTHORIZING PAYMENT OF CLAIMS DOCKET  
FOR JANUARY 2013**

**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 January 31, 2013 (the "Financial Reports")

and (ii) the Claims Docket for the Authority for the month of January 2013 (the "Claims"), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board prior to the February 25, 2013, 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 \$939,010.25.

**B. Service Agreements.**

**1. *JMAA Project No. 001-13; 50<sup>th</sup> Anniversary Air Show: Authorize 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 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 (I)  
NEGOTIATION AND EXECUTION OF MASTER  
CONCESSION AGREEMENT WITH SAN FRANCISCO  
PUFFS & STUFF, INC. AND (II) INCREASE IN PROJECT  
BUDGET IN CONNECTION WITH 50<sup>TH</sup> ANNIVERSARY  
AIR SHOW**

**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 (i) negotiation and execution of a master concession agreement with San Francisco Puffs & Stuff, Inc. ("P&S"), whereby P&S will provide certain catering and concession services in connection with the 50<sup>th</sup> Anniversary Air Show to be held May 11-12, 2013 at Jackson-Medgar Wiley Evers International Airport (the "Air Show") at a net cost of approximately \$65,903 (the "P&S Agreement"), and (ii) an increase to the Air Show budget to reflect the associated catering and concession costs for a new total Air Show project budget of \$873,903, all as more particularly described in that certain memorandum dated February 16, 2013, (i) included in the packet distributed to the Board prior to the

February 25, 2013, 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 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 (i) negotiation and execution of the P&S Agreement, said P&S 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) an increase to the Air Show project budget to \$873,903.

**C. Construction Projects.**

**1. *JMAA Contract No. 011-11-086, Power Resources Evaluation and Improvement, JAN: Approve Change Order No. 1.***

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 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  
EXECUTION AND ACCOMPLISHMENT OF CHANGE  
ORDER NO. 1 TO CONTRACT NO. 011-11-086, POWER  
RESOURCES EVALUATION AND IMPROVEMENT**

**WHEREAS**, the staff of the Jackson Municipal Airport Authority (the “Authority”) and the project engineer, IC Thomason Associates, Inc., have recommended that the Board of Commissioners (the “Board”) approve and authorize execution and accomplishment of a certain Change Order No. 1 to Contract No. 011-11-086, Power Resources Evaluation and Improvement (the “Change Order”), as more particularly described in that certain memorandum dated February 8, 2013, which describes this matter, and the attachments thereto, as (i) included in the packet distributed to the Board prior to the February 25, 2013, 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 recommendation therein by the staff of the Authority;

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

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

**E. Grants.**

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

**F. Other Matters.**

**1. *Obsolete Information Technology Equipment, JMAA: Authorize Donation of Equipment.***

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 Irvin, seconded by Commissioner Stewart, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION (I) DECLARING CERTAIN INFORMATION  
TECHNOLOGY EQUIPMENT TO BE SURPLUS AND  
AUTHORIZING TRANSFER OF THE EQUIPMENT TO  
THE JACKSON STATE UNIVERSITY COMPUTER  
RECYCLING PROGRAM AND (II) APPROVING AND  
AUTHORIZING DISPOSAL OF CERTAIN INFORMATION  
TECHNOLOGY EQUIPMENT BY MAGNOLIA DATA  
SOLUTIONS, LLC**

**WHEREAS**, the staff of the Jackson Municipal Airport Authority (the “Authority”) has compiled a master list of computer and communication equipment and peripherals no longer needed by the Authority for the conduct of its business (the “Surplus Property”), said list of Surplus Property being (i) included in the packet distributed to the Board prior to the February 25, 2013, Regular Monthly Meeting of the Board and (ii) incorporated herein by reference (the “Surplus Property List”); and

**WHEREAS**, the staff of the Authority has (i) advised the Board of Commissioners (the “Board”) of the Authority that the Surplus Property is no longer needed by the Authority for the conduct of its business and should be declared surplus; (ii) advised the Board that no state agency, board, commission or any governing authority has expressed a need or use for the Surplus Property, and the federal government has not expressed a need or use for the Surplus Property; and (iii) recommended to the Board that the Surplus Property be donated to the Jackson State University Computer Recycling Program (the “JSU Recycling Program”); all as more particularly set forth in that certain memorandum dated February 1, 2013, which is (x) included in the packet distributed to the Board prior to the February 25, 2013, Regular Monthly Meeting of the Board and (y) incorporated herein by reference (the “Memorandum”); and

**WHEREAS**, as further described in the Memorandum, the staff of the Authority believes that some items on the Surplus Property List are not expected to be desired by the JSU Recycling Program due to age, condition or function, and has advised the Board that such items should be disposed of by Magnolia Data Solutions, LLC (“MDS”), Mississippi’s only certified electronic recycler, with the cost of such disposal not to exceed \$500; and

**WHEREAS**, the Board has reviewed the Memorandum and the Surplus Property List and considered said recommendations by the staff of the Authority;

**NOW, THEREFORE, BE IT RESOLVED**, the Board hereby find and determines that (i) the Surplus Property is surplus and no longer needed for Authority purposes and is not to be used in the Authority's operations, and (ii) no state agency, board, commission or any governing authority has expressed a need or use for the Surplus Property, and the federal government has not expressed a need or use for the Surplus Property; and the Board hereby approves and authorizes donation of the Surplus Property to the JSU Recycling Program, subject to proper documentation in accordance with applicable law; and

**RESOLVED, FURTHER**, authorizes and directs the staff of the Authority to dispose of any items included on the Surplus Property List not desired by the JSU Recycling Program with MDS, at a cost not to exceed \$500.

**2. *Vital Records Control of MS, LLC, JMAA: Authorize 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.

During discussion, the Board asked the Authority's legal counsel to review current state laws and consider whether legislation should be introduced during the 2014 Legislative Session to allow retention of JMAA's public records and documents in electronic form, rather than paper.

After further 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  
NEGOTIATION AND EXECUTION OF RECORDS  
MANAGEMENT AGREEMENT WITH VITAL RECORDS  
CONTROL OF MISSISSIPPI, LLC**

**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 an agreement with Vital Records Control of Mississippi, LLC ("VRC"), whereby VRC will provide off-site storage of paper files, destruction of bulk paper files and secure vault storage of tape media and official JMAA minute books at an annual cost not to exceed \$5,000 (the "VRC Agreement"), as more particularly described in that certain



memorandum dated February 10, 2013, which is (i) included in the packet distributed to the Board prior to the February 25, 2013, Regular Monthly Meeting of the Board and (ii) incorporated herein by reference (the “Memorandum”); and

**WHEREAS**, the Board has reviewed 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 VRC Agreement, said VRC 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.

**3. *Early Issues.***

There was no discussion or action regarding early issues at the Meeting.

**4. *Board Travel.***

There was no discussion or action regarding Board Travel at the Meeting.

**5. *Preliminary Engineering Services for East Metro Corridor.***

Mr. Vanderleest distributed to the Board a certain memorandum dated February 22, 2013, requesting authorization for preliminary engineering services regarding development along the east side of JAN, adjacent to the East Metro Corridor Road currently under construction (the “Memorandum”), a copy of said Memorandum being attached as an exhibit to the minutes of the Meeting. As set out in the Memorandum, Mr. Vanderleest recommended that the Board approve and authorize an agreement with Waggoner Engineering, Inc. (“WEI”), whereby WEI would provide certain professional engineering services, including conceptual design and preliminary engineering services for necessary infrastructure and other improvements needed to attract tenants to the east side of JAN, at a cost not to exceed \$40,000.

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  
ENGINEERING SERVICES IN CONNECTION WITH EAST  
SIDE DEVELOPMENT AT JACKSON-MEDGAR WILEY  
EVERS INTERNATIONAL AIRPORT**

**WHEREAS**, the East Metro Corridor Road (the “Road”) is currently under construction along the east side of Jackson-Medgar Wiley Evers International Airport (“JAN”); and

**WHEREAS**, upon completion, the Road will provide access for development of the east side of JAN; and

**WHEREAS**, in order to facilitate development along the east side of JAN after completion of the Road, 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 an agreement with Waggoner Engineering, Inc. to provide professional engineering services, including without limitation conceptual design and preliminary engineering services to identify needed infrastructure and other improvements necessary to attract tenants to the east side of JAN, at a cost not to exceed \$40,000 (the “WEI Agreement”), all as more particularly described in that certain memorandum dated February 22, 2013, which (i) was distributed to the Board at the February 25, 2013, Regular Monthly Meeting of the Board and (ii) is incorporated herein by reference (the “Memorandum”); and

**WHEREAS**, the Board has reviewed 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 WEI Agreement, said WEI 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.

**VI. DISCUSSION: STRATEGIC INITIATIVES.**

There was no discussion or action regarding strategic initiatives at the Meeting.

**VII. ADJOURNMENT.**

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

Respectfully submitted,

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Johnnie P. Patton, R. Ph., Chair

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Dr. Sylvia Stewart, Vice Chair

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Dr. Glenda Glover

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George E. Irvin, Sr.

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Earle Jones