

**REGULAR MONTHLY MEETING OF JACKSON MUNICIPAL
AIRPORT AUTHORITY BOARD OF COMMISSIONERS
FEBRUARY 27, 2017**

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 Regular Monthly Board Meeting in the Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi, at 4:00 p.m. on Monday, February 27, 2017 (the “Meeting”), pursuant to proper notice.

Chairman Evelyn O. Reed 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:

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

Chairman Evelyn O. Reed 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 Regular Monthly Meeting of the Board scheduled for 4:00 p.m. on Monday, February 27, 2017, in the 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
Regina May, Esq., The May Law Firm, PLLC, Attorneys at Law
John R. May, Jr., Esq., The May Law Firm, PLLC, Attorneys at Law
And persons listed on **EXHIBIT A: Sign in Sheet for 02-27-17**

II. INVOCATION

Vice Chairman Dr. Johnson gave the Invocation.

III. APPROVAL OF BOARD MEETING AND OTHER NOTICES

A. January 26 and 27, 2017, Board Retreat Meeting Notice

B. February 6, 2017, State of the Airport Address and Press Conference Notice

RESOLUTION CY-2017-10

APPROVAL OF THE NOTICES OF THE JANUARY 26, 2017 AND JANUARY 27, 2017 BOARD RETREAT MEETING AND THE FEBRUARY 6, 2017 STATE OF THE AIRPORT ADDRESS PRESS CONFERENCE

After discussion and review, and upon the motion made by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, and approved by the affirmative vote of all Commissioners present, the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Notices of the January 26 and 27, 2017, Board Retreat Meeting, and the February 6, 2017 State of the Airport Address and Press Conference.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

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IV. APPROVAL AND EXECUTION OF THE JANUARY 19, 2017 REGULAR WORK SESSION MINUTES AND THE JANUARY 23, 2017 REGULAR BOARD MEETING MINUTES AND APPROVAL AND EXECUTION OF THE JANUARY 26, 2017 AND JANUARY 27, 2017 BOARD RETREAT MEETINGS MINUTES

- A. Work Session of the Board of Commissioners, January 19, 2017.
- B. Regular Meeting of the Board of Commissioners, January 23, 2017.
- C. Board Retreat Meeting, January 26, 2017.
- D. Board Retreat Meeting, January 27, 2017.

RESOLUTION CY-2017-11

APPROVAL AND EXECUTION OF THE MINUTES OF THE JANUARY 19, 2017 REGULAR WORK SESSION AND THE JANUARY 23, 2017 REGULAR BOARD MEETING

After discussion and review and upon the motion made by Commissioner Hartley, and seconded by Vice Chairman Dr. Johnson, the Minutes of the Regular Work Session, January 19, 2017, and the Regular Board Meeting, January 23, 2017, were approved by the

unanimous vote of the Commissioners, and the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Minutes of the Regular Work Session, January 19, 2017, and the Regular Board Meeting, January 23, 2017, as presented, and directs that said Minutes be filed in the appropriate Minute Book and Records of the Authority.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

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RESOLUTION CY-2017-12

APPROVAL AND EXECUTION OF THE MINUTES OF THE JANUARY 26, 2017 AND THE JANUARY 27, 2017 BOARD RETREAT MEETINGS

After discussion and review and upon the motion made by Vice Chairman Dr. Johnson and seconded by Commissioner Hartley, the Minutes of the January 26, 2017, and the January 27, 2017 Board Retreat Meetings were approved by the unanimous vote of the Commissioners, and the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Minutes of the January 26, 2017 and January 27, 2017 Board Retreat Meetings, as presented, and directs that said Minutes be filed in the appropriate Minute Book and Records of the Authority.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

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V. PUBLIC COMMENTS

None.

VI. REPORTS

A. Report from the Chairman

Chairman Reed welcomed everyone to the Board Meeting stated that she did not have any further report.

She then recognized Mr. Carl D. Newman, CEO, to present his reports.

B. Chief Executive Officer

Mr. Newman addressed comments to the Board, as he went through Agenda items and made references to supporting documentation in the Packet for the February 27, 2017 Regular Board Meeting (“Meeting Packet”). The Meeting Packet is attached as an exhibit to the February 2017 Regular Board Meeting Minutes.

1. *Airport Project Manager Summary, Period Ending January 31, 2017*.....Page 1¹
2. *Airport Activity Statistics Report, Period Ending January 31, 2017*.....Page 14

C. Attorney

1. *Adopting Resolution Adopting “Surplus Property: Sale and Disposal Policies and Procedures” to replace the previously adopted “Declaration and Sale of Surplus Property” Regarding the Sale and Disposal of Surplus Property.*

RESOLUTION CY-2017-13

RESOLUTION ADOPTING “SURPLUS PROPERTY: SALE AND DISPOSAL POLICIES AND PROCEDURES” TO REPLACE THE “DECLARATION AND SALE OF SURPLUS PROPERTY POLICY

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board of Commissioners, on September 28, 2015, adopted the Jackson Municipal Airport Authority (“JMAA”) “Declaration and Sale of Surplus Property Policy,” via Resolution CY 2015-139; and

WHEREAS, on December 6, 2016, Counsel for the Board of Commissioners requested from the Mississippi Attorney General’s Office an official opinion as to properly disposing of personal property not sold in accordance with the adopted above-mentioned policy; and

WHEREAS, on February 10, 2017, the Mississippi Attorney General’s Office issued an Official Opinion prescribing the method by which JMAA may properly dispose of unsold pieces of personal property, which is attached to this Resolution as Exhibit A; and

WHEREAS, the Board, pursuant to the February 10, 2017 Mississippi Attorney General Official Opinion, has considered adopting the “Surplus Property: Sale and Disposal Policies

¹ The page numbers herein are the page numbers contained in the Meeting Packet which is attached as an Exhibit to the February 27, 2017 Regular Board Meeting Minutes.

and Procedures” which are attached to this Resolution as Exhibit B, and shall replace the current “Declaration and Sale of Surplus Property Policy”; and

NOW BE IT, THEREFORE, RESOLVED that the Board of Commissioners adopts the “Surplus Property: Sale and Disposal Policies and Procedures,” attached as Exhibit B for the Jackson Municipal Airport Authority to replace the current “Declaration and Sale of Surplus Property Policy.”

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

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2. Next, Attorney Walker announced that there are several matters that he recommends the Board take up during an Executive Session. Accordingly, he recommended that Chairman Reed present the matters for consideration at the appropriate time.

VI. ACTION ITEMS

A. Financial Matters

I. Financial Reports for January 2017:

(a) Balance Sheet: Accept.....Page 27

(b) Income Statement: Accept.....Page 29

RESOLUTION CY-2017-14

RESOLUTION ACCEPTING/APPROVING JANUARY 2017 FINANCIAL REPORTS: BALANCE SHEET AND INCOME STATEMENT

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

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") reviewed and considered the Authority’s Balance Sheet and Income Statement (“the Financial Reports”) for the month and period ending January 31, 2017, which were included in the Packet, at pages 27-31, and distributed to the Board prior to the February 27, 2017 Monthly Meeting of the Board.

IT IS, THEREFORE, RESOLVED that the Board hereby accepts and approves the January 2017 Financial Reports: Balance Sheet and Income Statement for January 2017.

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

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c. Claims Docket for January 2017: Approve.....Page 32

Mr. Newman informed the Board that the Claims Docket was amended and a correction was made to the claim amount of Baker Donelson. He stated that the claim amount is now \$25,577.12, as opposed to the amount of \$19,374.37, which was listed in the February 23, 2017 Work Session Packet.

He then informed the Board that a portion of the claim of Baker Donelson (\$24,088.00) is related to an employment discrimination lawsuit defense currently in litigation, and that amount is a portion of JMAA's deductible pursuant to JMAA's employment practices insurance policy.

RESOLUTION CY-2017-15

RESOLUTION APPROVING THE CLAIMS DOCKET FOR THE MONTH AND PERIOD ENDING JANUARY 31, 2017

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

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered the Authority's amended Claims Docket ("Claims") for the month and period ending January 31, 2017, which was included in the Packet, at pages 32-36, and was distributed to the Board prior to the February 27, 2017 Monthly Meeting of the Board.

IT IS, THEREFORE, RESOLVED that the Board hereby authorizes payment of the Claims in the amount of \$693,082.69.

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

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In response to an inquiry from Commissioner Pastor Henley, Ms. Arnetrius Branson confirmed that the payment to Baker Donelson, referenced above, represents a claim that was made in May 2016.

Mr. Newman then informed the Board that the documents related to the claim were received and not addressed in a timely fashion by a former JMAA employee.

Next, Attorney Walker addressed the Board and stated that he was aware of the insurance policy wherein JMAA is required to pay up to a \$25,000.00 deductible, but that he was not made aware of the claim made, etc. by the insurance broker Chubb on behalf of Baker Donelson, prior to the Board being made aware of the same.

Ms. Branson informed the Board that Staff searched the financial records and no payments were previously made to Baker Donelson or the insurance carrier related to the litigation matter in which Baker Donelson is representing JMAA.

The Board held further discussion concerning the payment to Baker Donelson and the deductible amount, after which a majority of the Board voted to approve the Claims Docket.

2. Annual Update: Continuing Disclosure Agreement.....Page 37

Mr. Newman informed the Board that no action was required from the Board as to the Continuing Disclosure Agreement, which is fully explained in the Board Memorandum dated February 16, 2017, along with the attached exhibits, all of which is found on pages 37-44 of the Meeting Packet.

3. Accept Amendment to FY17 Operating and Maintenance Budget.....Page 45

RESOLUTION CY-2017-16

RESOLUTION AUTHORIZING AMENDMENT TO THE FISCAL YEAR 2017 OPERATING AND MAINTENANCE BUDGET

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and approved by a unanimous vote (5-0-0).

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to amend the Fiscal Year 2017 Operating and Maintenance Budget (“O&M”) by adjusting the projected Operating Revenue to: (i) account for new lease agreements and/or changes to existing agreements; and (ii) adjust revenue projections to correlate with the associated decline in airline enplanements and aircraft landing weights; and

WHEREAS, since the time of the approval and adoption of the Fiscal Year 2017 budget new lease agreements have been approved, existing agreements have been amended, and there has been a decline in airline enplanements and flight frequencies, which has resulted in revenue reductions for the Jackson Municipal Airport Authority; and

WHEREAS, the total revenue reduction is \$257,599.00 and the total passenger enplanement reduction is 21,617.00.

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated February 16, 2017, at pages 45-46 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized to amend the Fiscal Year 2017 Operating and Maintenance Budget ("O&M") by adjusting the projected Operating Revenue to: (i) account for new lease agreements and/or changes to existing agreements; and (ii) adjust revenue projections to correlate with the associated decline in airline enplanements and aircraft landing weights; and

IT IS, THEREFORE, FURTHER RESOLVED that since the time of the approval and adoption of the Fiscal Year 2017 budget new lease agreements have been approved, existing agreements have been amended, and there has been a decline in airline enplanements and flight frequencies which have resulted in revenue reductions for the Jackson Municipal Airport Authority; and

IT IS, THEREFORE, FURTHER RESOLVED that the total revenue reduction is \$257,599.00 and the total passenger enplanement reduction is 21,617.00; and

IT IS, THEREFORE, FURTHER RESOLVED that such request is fully explained in the Board Memorandum dated February 16, 2017, at pages 45-46 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

February 27, 2017

4. Accept Fiscal Year 2016 Audit Report.....Page 47

RESOLUTION CY-2017-17

RESOLUTION ACCEPTING THE FISCAL YEAR 2016 FINANCIAL AUDIT REPORT PRESENTED BY BREAZEALE SAUNDERS AND O'NEIL

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and approved by majority vote 4-0-1.

WHEREAS, Breazeale, Saunders, & O'Neil, Ltd. ("Auditors") have presented and discussed with the Board of JMAA the Fiscal Year 2016 Audited Financial Statements; and

WHEREAS, the Board has reviewed and considered the above referenced Report; and

WHEREAS, the Board finds that the request to approve the above referenced Report, which is explained in the Memorandum dated February 16, 2017, at pages 47-48 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that the Board hereby approves and accepts the FY2016 Financial Statements and Independent Auditor’s Report; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated February 16, 2017, at pages 47-48 of the Meeting Packet.

Yeas: Harris, Hartley, Johnson, Reed

Nays: None

Abstentions: Henley

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Commissioner Henley asked if the May 2016 Baker Donelson claim has been reported to the auditors. Ms. Branson state that the Baker Donelson payment had not been reported to the auditors. This is because historically, if a misstatement is less than 2%, an adjustment of the statements is not recommended and the Baker Donelson payment is less than 2%.

B. Construction Projects

1. *Atlantic Aviation FBO Building Roof Repairs, JAN: Authorization to Award.....Page 49*

RESOLUTION CY-2017-18

RESOLUTION AUTHORIZING THE AWARD OF A CONTRACT REGARDING CONSTRUCTION SERVICES TO E. CORNELL MALONE CORPORATION (“E. CORNELL”) AND EXECUTION OF A CONTRACT WITH E. CORNELL

Upon motion by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to: (i) award the agreement as to the construction services for the Atlantic Aviation FBO Building Roof Repairs at the Jackson-Medgar Wiley Evers International Airport to E. Cornell Malone Corporation (“E. Cornell”), a Mississippi Corporation; and (ii) execute a contract with E. Cornell in an amount not to exceed \$297,300.00; and

WHEREAS, on January 31, 2017, JMAA received two (2) bids in connection with the construction services for the Atlantic Aviation FBO Building Roof Repairs at JAN; and

WHEREAS, the bids were reviewed by Staff and the project architect, McAfee3 Architecture; and

WHEREAS, it is both Staff and McAfee3 Architecture’s recommendation that the contract be awarded to the lowest and best bidder, E. Cornell Malone Corporation, in the amount not to exceed \$297,300.00; and

WHEREAS, E. Cornell will be supported by the following certified Disadvantaged Business Enterprise (“DBE”): Dixon Interiors (Jackson, MS), which shall receive 15.7% of the contract amount paid to E. Cornell; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated February 6, 2017, found on pages 49-52 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to: (i) award the construction agreement as to the construction services for the Atlantic Aviation FBO Building Roof Repairs at the Jackson-Medgar Wiley Evers International Airport to E. Cornell Malone Corporation (“E. Cornell”), a Mississippi Corporation; and (ii) execute a contract with E. Cornell in an amount not to exceed \$297,300.00; and

IT IS, THEREFORE, FURTHER RESOLVED that E. Cornell will be supported by the following certified Disadvantaged Business Enterprise (“DBE”): Dixon Interiors (Jackson, MS), which shall receive 15.7% of the contract amount paid to E. Cornell; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that said requests are fully explained in the Memorandum dated February 6, 2017, found on pages 49-52 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

February 27, 2017

2. *Purchase and Installation of a Turnkey Parking Access and Revenue Control system (“PARCS”), JAN: Authorization to Award.....Page 53*

RESOLUTION CY-2017-19

RESOLUTION AUTHORIZING THE AWARD OF A CONTRACT REGARDING THE PURCHASE AND INSTALLATION OF A TURNKEY PARKING ACCESS AND REVENUE CONTROL SYSTEM AT JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT TO ACCESS CONTROL GROUP, INC. AND EXECUTION OF A CONTRACT WITH ACCESS CONTROL GROUP, INC.

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA's Staff for authority to: (i) award the agreement to purchase and install a turnkey Parking Access and Revenue Control System ("PARCS") at the Jackson-Medgar Wiley Evers International Airport ("JAN") to Access Control Group, Inc. ("Access Control Group"), a Mississippi Corporation; and (ii) to execute a contract with Access Control Group in an amount not to exceed \$372,987.74; and

WHEREAS, on February 1, 2016, JMAA received two (2) bids in connection with the purchase and installation of a turnkey Parking Access and Revenue Control System ("PARCS") at the Jackson-Medgar Wiley Evers International Airport ("JAN"); and

WHEREAS, the bids were reviewed by Staff and the project consultant, RPS/AJA of Jackson, LLP; and

WHEREAS, it is both Staff and RPS/AJA's recommendation that the contract be awarded to the lowest and best bidder, Access Control Group, in the amount not to exceed \$372,987.74; and

WHEREAS, Access Control Group will be supported by the following certified Disadvantaged Business Enterprise ("DBE"): First Construction, Inc. (Jackson, MS), which shall receive 7.9% of the contract amount paid to Access Control Group; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated February 8, 2017, found on pages 53-56 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized to: (i) award the contract to purchase and install a turnkey Parking Access and Revenue Control System ("PARCS") at the Jackson-Medgar Wiley Evers International Airport ("JAN") to Access Control Group, a Mississippi Corporation; and (ii) execute a contract with Access Control Group in an amount not to exceed \$372,987.74; and

IT IS, THEREFORE, FURTHER RESOLVED that Access Control Group will be supported by the following certified Disadvantaged Business Enterprise ("DBE"): First Construction, Inc. (Jackson, MS), which shall receive 7.9% of the contract amount paid to Access Control Group; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that said request is fully explained in the Memorandum dated February 8, 2017, found on pages 53-56 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

February 27, 2017

3. *Upper Roadway (Vehicular Bridge) Rehabilitation, JAN: Authorization to Advertise RFQ.....Page 57*

RESOLUTION CY-2017-20

RESOLUTION AUTHORIZING JMAA TO SOLICIT QUALIFICATIONS FOR ENGINEERING SERVICES FOR DESIGN AND CONSTRUCTION ADMINISTRATION SERVICES IN CONNECTION WITH THE REHABILITATION OF THE UPPER ROADWAY “VEHICULAR BRIDGE” REHABILITATION PROJECT

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA’s Staff for: (i) authority to publish a Request for Qualifications (RFQ) to provide engineering services for design and construction administration; (ii) authority to negotiate a professional services agreement with the most qualified firm; and (iii) approval of the estimated engineering budget of \$223,275.00, all in connection with the rehabilitation of the Upper Roadway “Vehicular Bridge” Rehabilitation project; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated February 21, 2017, found on pages 57-60 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that (i) JMAA Staff is authorized to publish a Request for Qualifications (RFQ) to provide engineering services for design and construction administration; (ii) JMAA Staff is authorized to negotiate a professional services agreement with the most qualified firm; and (iii) an estimated engineering budget of \$223,275.00 is approved, all in connection with the rehabilitation of the Upper Roadway “Vehicular Bridge” Rehabilitation project; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated February 21, 2017, found on pages 57-60 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

February 27, 2017

4. *Rehabilitation of Runway 11-29 at Hawkins Field Airport, HKS: Authorization to Award.....Page 61*

RESOLUTION CY-2017-21

RESOLUTION AUTHORIZING STAFF TO EXECUTE A CONTRACT WITH NEEL-SCHAFFER, INC. FOR ENGINEERING, DESIGN, AND RELATED SERVICES IN CONNECTION WITH THE REHABILITATION OF RUNWAY 11-29 AT HAWKINS FIELD AIRPORT.

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA's Staff for authority to execute a professional services contract for engineering, design, and related services in connection with the Rehabilitation of Runway 11-29 at Hawkins Field Airport ("HKS") to Neel-Schaffer, Inc. of Jackson, Mississippi ("Neel-Schaffer") for fees not to exceed \$187,538.00; and

WHEREAS, Neel-Schaffer will be supported by the following certified Disadvantaged Business Enterprise ("DBE"): SOL Engineering Services (Jackson, MS), which shall receive 40% of the contract amount paid to Neel-Schaffer; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated February 21, 2017, found on pages 61-64 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized to execute the professional services contract for engineering, design, and related services in connection with the Rehabilitation of Runway 11-29 at Hawkins Field Airport ("HKS") to Neel-Schaffer, Inc. of Jackson, Mississippi ("Neel-Schaffer") for fees not to exceed \$187,538.00; and

IT IS, THEREFORE, FURTHER RESOLVED that Neel-Schaffer will be supported by the following certified Disadvantaged Business Enterprise ("DBE"): SOL Engineering Services (Jackson, MS), which shall receive 40% of the contract amount paid to Neel-Schaffer; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that said request is fully explained in the Memorandum dated February 21, 2017, found on pages 61-64 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

February 27, 2017

C. Procurement

None.

D. Service Agreements

- 1. JMAA Health Insurance Brokerage, JMAA: Authorization to Execute Agreement.....Page 65**

RESOLUTION CY-2017-22

RESOLUTION AUTHORIZING STAFF TO EXECUTE A SERVICE AGREEMENT WITH ROSS & YERGER INSURANCE, INCORPORATED, TO SOLICIT COMPETITIVE PROPOSALS FOR BENEFIT PACKAGES

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and approved by majority vote 3-2-0.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to enter into a service agreement with Ross & Yerger Insurance, Incorporated, of Jackson, Mississippi (“Ross & Yerger”), to solicit competitive proposals for benefit packages; and

WHEREAS, the benefit packages to be solicited will support the goals of Jackson Municipal Airport Authority (“JMAA”) of managing financial resources, and providing JMAA’s employees with a healthcare plan funded by JMAA as described in Section 125 of the United States Internal Revenue Code (26 U.S.C. 125); and

WHEREAS, the initial term of this agreement will be for two (2) years and may be renewed for a one (1) year period, on two (2) occasions, at the sole option of JMAA, and the fees of Ross & Yerger will be commission based; and

WHEREAS, the health insurance carrier selected by JMAA will pay Ross & Yerger a commission based on the premium being paid by JMAA for the policy. Therefore, JMAA will not be required to pay any amount to Ross & Yerger for its services and the amounts due will be determined by Ross & Yerger and the selected insurance carrier; and

WHEREAS, Ross & Yerger will be supported by Eternity Insurance Agency (“Eternity”), a Woman Owned Business Enterprise, which shall receive 15% of the contract amount paid to Ross & Yerger.

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated January 24, 2017, found on pages 65-67 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to enter into a service agreement with Ross & Yerger Insurance, Incorporated, of Jackson, Mississippi (“Ross & Yerger”), to solicit competitive proposals for benefit packages; and

IT IS, THEREFORE, FURTHER RESOLVED that the benefit packages to be solicited will support the goals of Jackson Municipal Airport Authority (“JMAA”) of managing financial resources, and providing JMAA’s employees with a healthcare plan funded by

JMAA as described in Section 125 of the United States Internal Revenue Code (26 U.S.C. 125); and

IT IS, THEREFORE, FURTHER RESOLVED that the initial term of this agreement will be for two (2) years and may be renewed for a one (1) year period, on two (2) occasions, at the sole option of JMAA, and the fees of Ross & Yerger will be commission based; and

IT IS, THEREFORE, FURTHER RESOLVED that the health insurance carrier selected by JMAA will pay Ross & Yerger a commission based on the premium being paid by JMAA for the policy. Therefore, JMAA will not be required to pay any amount to Ross & Yerger for its services and the amounts due will be determined by Ross & Yerger and the selected insurance carrier; and

IT IS, THEREFORE, FURTHER RESOLVED that Ross & Yerger will be supported by Eternity Insurance Agency (“Eternity”), a Woman Owned Business Enterprise, which shall receive 15% of the contract amount paid to Ross & Yerger.

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated January 24, 2017, found on pages 65-67 of the Meeting Packet.

Yeas: Hartley, Johnson, Reed

Nays: Harris, Henley

Abstentions: None

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Commissioner Pastor Henley announced that there is no need to substitute insurance brokers as our current broker, Porter’s Insurance Agency (“Porter’s”), which is a part of the Jackson, MS Community, and a Jackson based business, can perform the requested services. He also stated that Porter’s can partner with any insurance company of its choosing to provide the requested services. He then added that although he understands the process that has been taken by the Staff, as well as Staff’s selection, the Board of Commissioners is not obligated to go along with the choice of Staff. He referenced the long and successful relationship with Porter’s as well as the added policies and savings brought to JMAA by Porter’s. Therefore, he does not see any reason to not afford Porter’s this opportunity as well, particularly as payment for the services will be commission based. He then stated that Porter’s submitted a proposal for the services and the difference between the Proposal point total value for Porter’s and Ross & Yerger was not that great. Commissioner Pastor Henley then added that the Board may be establishing a bad precedent in brokering out these services to another entity when the Board has an established relationship for these services currently.

Commissioner Harris agreed with the statements of Commissioner Pastor Henley as to the Board setting a bad precedent if it approves this recommendation. Additionally, Porter’s Insurance Agency is a member of the Jackson, MS community and a Jackson based business.

Commissioner Pastor Henley then added that this opportunity is no different from the established ongoing relationships that JMAA has with architectural and engineering firms, wherein, if a need for services arises, those entities are simply provided with the work request.

Vice Chairman Dr. Johnson then added that while she agrees with some of the points made by Commissioners Pastor Henley and Harris, the Staff has started a process for this agreement and the process should be followed as previously prescribed.

Commissioner Pastor Henley announced to the Board that the point system which was used by the Staff to evaluate the proposals submitted in response to the Request for Proposals as to this Health Insurance Brokerage Project was flawed and that he informed the Board of the flawed system at a previous Work Session. Therefore, Commissioner Henley stated that the RFP should be re-bid.

Vice Chairman Dr. Johnson stated that as to the point system being “flawed,” she is not sure that she is following that. Further, she stated that she is in full support of the submitted documents and the system that was used during the evaluation process by the Staff to make its recommendation.

2. *Queue Monitoring Solution, JMAA: Authorization to Reject Proposals Received and Authorization to Re-advertise a RFP.....Page 68*

RESOLUTION CY-2017-23

RESOLUTION AUTHORIZING JMAA TO REJECT THE PROPOSALS SUBMITTED IN RESPONSE TO THE QUEUE MONITORING SOLUTION SOLICITATION, AMEND THE SCOPE OF WORK OF THE QUEUE MONITORING SOLUTION AND TO REPUBLISH THE REQUEST FOR PROPOSALS

Upon motion by Vice Chairman Dr. Johnson, 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: (i) reject the proposals received in response to the Request for Proposals (“RFP”) previously published by the Jackson Municipal Airport Authority for a Queue Monitoring Solution, Jackson Municipal Airport Authority (“JMAA”) Project No. 013-16; (ii) amend the scope of work by changing the application and infrastructure requirements for the Queue Monitoring Solution; and (iii) re-publish the RFP, with an amended scope of work, to provide equipment, software, technical support, training and installation services in support of the deployment of an automated Queue Monitoring Solution for JMAA; and

WHEREAS, in response to the Request for Proposals published on September 21, 2016, JMAA received two (2) proposals, that were reviewed by JMAA’s Staff for accuracy and

correctness, and upon review and tabulation, both proposals exceeded the authorized Project Budget amount; and

WHEREAS, Staff recommends re-publishing the RFP with the amended scope of work to facilitate the submittal of proposals within the authorized budget amount; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated February 23, 2017, found on pages 68-71 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized to: (i) reject the proposals received in response to the Request for Proposals ("RFP") previously published by the Jackson Municipal Airport Authority for a Queue Monitoring Solution, Jackson Municipal Airport Authority ("JMAA") Project No. 013-16; (ii) amend the scope of work by changing the application and infrastructure requirements for the Queue Monitoring Solution; and (iii) re-publish the RFP, with an amended scope of work, to provide equipment, software, technical support, training and installation services in support of the deployment of an automated Queue Monitoring Solution for JMAA; and

IT IS, THEREFORE, FURTHER RESOLVED that in response to the Request for Proposals published on September 21, 2016, JMAA received two (2) proposals, that were reviewed by JMAA's Staff for accuracy and correctness, and upon review and tabulation, both proposals exceeded the authorized Project Budget amount; and

IT IS, THEREFORE, FURTHER RESOLVED that the RFP shall be re-published with the amended scope of work to facilitate the submittal of proposals within the authorized budget amount; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated February 23, 2017, found on pages 68-71 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

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3. ***Parking Services Management, JAN: Authority to Execute An Agreement to Extend the Management of Designated Parking Areas.....Page 72***

RESOLUTION CY-2017-24

RESOLUTION AUTHORIZING STAFF TO EXECUTE AN AMENDMENT TO EXTEND THE AGREEMENT WITH RPS/AJA OF JACKSON, LLP FOR MANAGEMENT OF DESIGNATED PARKING AREAS

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, 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 an Amendment extending for three (3) months, from April 1, 2017 to June 30, 2017, the current Parking Management Agreement ("Agreement") between the Jackson Municipal Airport Authority ("JMAA") and RPS/AJA of Jackson, LLP ("RPS/AJA"), a Joint Venture of Republic Parking Systems, Inc. and AJA Management & Technical Services, Inc., for the management of designated parking areas at the Jackson-Medgar Wiley Evers International Airport ("JAN"); and

WHEREAS, the Amendment would further provide that either party may cancel the Amended Agreement with forty-five (45) days' notice; and

WHEREAS, Staff is requesting the three (3) month extension to ensure there is sufficient time to evaluate the responses to the RFP published for management of the designated parking areas at JAN, to identify a firm to recommend to the Board for awarding of the contract, and ensure that due diligence is exercised with regards to transitioning to the new management team; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated February 13, 2017, found on pages 72-73 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized to execute an Amendment extending for three (3) months, from April 1, 2017 to June 30, 2017, the current Parking Management Agreement ("Agreement") between the Jackson Municipal Airport Authority ("JMAA") and RPS/AJA of Jackson, LLP ("RPS/AJA"), a Joint Venture of Republic Parking Systems, Inc. and AJA Management & Technical Services, Inc., for the management of designated parking areas at the Jackson-Medgar Wiley Evers International Airport ("JAN"); and

IT IS, THEREFORE, FURTHER RESOLVED that the Amendment would further provide that either party may cancel the Amended Agreement with forty-five (45) days' notice; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated February 13, 2017, found on pages 72-73 of the Meeting Packet.

Yeas: Harris, Hartley, Johnson, Reed

Nays: None

Abstentions: Henley

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E. Grants

None.

F. Other Matters

- 1. Food and Beverage Concessions Agreement, JAN: Authorization to Execute Agreement (MSE Concessions Jackson-Taylor Foodservice J.V.).....Page 74*

RESOLUTION CY-2017-25

RESOLUTION AUTHORIZING STAFF TO EXECUTE A CONCESSIONS AGREEMENT WITH MSE BRANDED FOODS OF JACKSON, LLC FOR FOOD AND BEVERAGE AT THE JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT

Upon motion by Vice Chairman Dr. Johnson, 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 Concessions Agreement (“Agreement”) with MSE Branded Foods of Jackson, LLC (“MSE”), a joint venture, to provide Food and Beverage concessions at the Jackson-Medgar Wiley Evers International Airport; and

WHEREAS, the Joint Venture will pay a Minimum Annual Guarantee (“MAG”) amount of \$160,000.00, effectively 7.7% of projected sales, to JMAA, and make a capital investment of \$1,250,000.00 or \$211.00 per square foot, as to the two (2) concessions locations to be operated by MSE; and

WHEREAS, the terms of the proposed agreement and the periods of it are as follows:

- (i) The Pre-Occupancy Period will commence on the date of execution of the Agreement and continue through May 2, 2017, for the development of design and drafting of documents stage of the project, which is necessary for the refurbishment and expansion of the existing food and beverage facilities;
- (ii) The Interim Period will commence May 3, 2017, and continue through the construction of the new facilities. While active construction is ongoing, food and beverage concession services will be provided via temporary kiosk facilities and the rent will be based on a percentage of sales by category;
- (iii) The Operating Period will commence on the completion date of the construction and extend ten (10) calendar years from the commencement date.

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated January 23, 2017, found on pages 74-77 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized to execute a Concessions Agreement ("Agreement") with MSE Branded Foods of Jackson, LLC ("MSE"), a joint venture, to provide Food and Beverage concessions at the Jackson-Medgar Wiley Evers International Airport; and

IT IS, THEREFORE, FURTHER RESOLVED that the Joint Venture will pay a Minimum Annual Guarantee ("MAG") amount of \$160,000.00, effectively 7.7% of projected sales, to JMAA, and make a capital investment of \$1,250,000.00 or \$211.00 per square foot, as to the two (2) concessions locations to be operated by MSE; and

IT IS, THEREFORE, FURTHER RESOLVED that the terms of the proposed agreement and the periods of it are as follows:

(i) The Pre-Occupancy Period will commence on the date of execution of the Agreement and continue through May 2, 2017, for the development of design and drafting of documents stage of the project, which is necessary for the refurbishment and expansion of the existing food and beverage facilities;

(ii) The Interim Period will commence May 3, 2017, and continue through the construction of the new facilities. While active construction is ongoing, food and beverage concession services will be provided via temporary kiosk facilities and the rent will be based on a percentage of sales by category;

(iii) The Operating Period will commence on the completion date of the construction and extend ten (10) calendar years from the commencement date.

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated January 23, 2017, found on pages 74-77 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

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G. New Business

Commissioner Hartley informed the Board that his comments as to potential drone training, etc. made during the Work Session, were about recreational drones as opposed to commercial drones.

OPEN SESSION

Chairman Reed stated that it was necessary for the Board to enter Closed Session to determine if an Executive Session is appropriate and that she would entertain a motion to do such. Vice Chairman Dr. Johnson then moved that the Board go into a Closed Session to discuss whether to go into an Executive Session to consider matters that she believed could be discussed in Executive Session and Commissioner Hartley seconded the motion.

The Board unanimously resolved to close the session. Chairman Reed asked all, except Mr. Carl Newman, CEO, and 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 4:42 p.m.

CLOSED SESSION

Commissioner Hartley then moved that the Board enter Executive Session to discuss one (1) pending litigation matter, In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy; one (1) pending litigation matter, Minor v. JMAA lawsuit; one (1) personnel matter involving the previous personnel action as to an incumbent employee; and one (1) personnel matter involving the evaluation of an incumbent employee. Commissioner Pastor Henley seconded the motion to enter Executive Session, and the Commissioners voted 5-0-0 to enter Executive Session for the stated purposes.

The Closed Session ended at 4:45 p.m.

OPEN SESSION

Chairman Reed then invited all persons outside the room to re-enter, some did. Chairman Reed then stated in Open Session that the Board, during Closed Session, voted to enter Executive Session to consider one (1) pending litigation matter, In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy; one (1) pending litigation matter, Minor v. JMAA lawsuit; one (1) personnel matter involving the previous personnel action as to an incumbent employee; and one (1) personnel matter involving the evaluation of an incumbent employee.

Chairman Reed asked all present, except for Mr. Carl Newman, CEO, and 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 Executive Session at 4:46 p.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed one (1) pending litigation matter, In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy; one (1) pending litigation matter, Minor v.

JMAA; one (1) personnel matter involving the previous personnel action as to an incumbent employee; and one (1) personnel matter involving the evaluation of an incumbent employee.

The Board took no action as to one (1) pending litigation matter, In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy.

The Board took no action at to one (1) pending litigation matter, the Minor v. JMAA lawsuit.

The Board took the following action as to one (1) personnel matter involving the previous personnel action as to an incumbent employee:

RESOLUTION CY-2017-26

RESOLUTION TO RATIFY THE PERSONNEL ACTION AS TO THE INCUMBENT JMAA EMPLOYEE BY THE CEO

Upon motion by Commissioner Pastor Henley, seconded by Commissioner Harris, the following **RESOLUTION** was made and adopted by unanimous vote.

WHEREAS, the CEO of the Jackson Municipal Airport Authority (“JMAA”) previously took a personnel action regarding an incumbent employee of JMAA; and

WHEREAS, the CEO explained to the Board the facts supporting his action which were in accordance with the policies and procedures of JMAA.

IT IS, THEREFORE, RESOLVED that the Board ratifies the personnel action previously taken by the CEO as to an incumbent employee.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

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Mr. Carl D. Newman, CEO, Mr. Perry Miller, COO, and the attorneys from Walker Group and The May Law Firm exited the Executive Session at 5:20 p.m.

The Board took the following action as to one (1) personnel matter involving the evaluation of an incumbent employee:

RESOLUTION CY-2017-27

RESOLUTION REGARDING THE EVALUATION OF AN INCUMBENT EMPLOYEE AND ADJUSTMENT OF THE SALARY OF THE INCUMBENT EMPLOYEE

Upon motion by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, the following **RESOLUTION** was made and approved by majority vote (4-1-0).

WHEREAS, based upon the Board's evaluation of an incumbent employee, the salary of the incumbent employee is adjusted effective March 1, 2017.

IT IS, THEREFORE, RESOLVED that the salary of an incumbent employee is adjusted effective March 1, 2017, based on the evaluation of said incumbent employee by the Board.

Yeas: Hartley, Harris, Johnson, Reed

Nays: Henley

Abstentions: None

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Upon motion by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, and by majority vote (4-1-0) the Executive Session was ended at 6:37 p.m.

Yeas: Hartley, Johnson, Reed, Henley

Nays: Harris

Abstentions: None

Chairman Reed invited all persons outside the room to re-enter; some did, and Chairman Reed 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 6:38 p.m.

Chairman Reed announced that the meeting was once again open. She then announced that during Executive Session the Board discussed two (2) pending litigation matters, In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy, and Minor v. JMAA, and took no actions as to those matters. Further, Chairman Reed stated regarding the one (1) personnel matter involving the previous personnel action taken as to an incumbent employee and one (1) personnel matter involving the evaluation of an incumbent employee the Board took the actions detailed in the above Resolutions CY-2017-26 and CY-2017-27.

The Board, along with Attorney John Walker, then held a discussion as to possible legal representation of JMAA as to In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy. Mr. Walker presented the Board with a letter from and the resume of Attorney Latoya T. Jeter, of Brown Bass & Jeter PLLC, concerning possible representation of JMAA in Bankruptcy Court. The letter

and resume from Ms. Jeter are attached as Exhibits to the February 27, 2017 Board Meeting Minutes.

The Board then resolved the following:

RESOLUTION CY-2017-28

RESOLUTION AUTHORIZING EXECUTION OF A PROFESSIONAL SERVICES AGREEMENT WITH LATOYA T. JETER AND BROWN BASS & JETER

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

WHEREAS, Jim Hankins Air Service, Inc. (“Hankins”), a holdover tenant at Hawkins Field Airport, on February 24, 2017, filed a Chapter 11 Bankruptcy in the US Bankruptcy Court for Southern District of Mississippi; and

WHEREAS, in order to protect the interests of JMAA in Bankruptcy Court, the Board of Commissioners desires to contract with Latoya T. Jeter, Esq. and Brown Bass & Jeter Law Firm to represent and protect the interest of JMAA in the In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy proceedings.

IT IS, THEREFORE, RESOLVED that the Board approves and authorizes the execution, by Carl D. Newman, JMAA’s CEO, of a professional services agreement between Latoya T. Jeter, Esq. and Brown Bass & Jeter Law Firm and JMAA as to the representation and protection of JMAA’s interest in the matter of In Re Jim Hankins Air Service, Inc., Chapter 11 Bankruptcy, currently pending in the US Bankruptcy Court for the Southern District of Mississippi, in accordance with the rates provided in the correspondence forwarded by Ms. Jeter, which is attached as an exhibit to this Resolution, and the standard and customary terms and conditions of professional services agreements with JMAA.

Yeas: Hartley, Harris, Henley, Johnson, Reed

Nays: None

Abstentions: None

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VII. ADJOURNMENT

Thereafter, it was moved by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, and resolved by a majority vote of the Commissioners 3-2-0 (Commissioner Henley and Commissioner Harris voted “Nay”) that the meeting of the Board was ADJOURNED at 6:44 p.m.

Respectfully submitted,

Ms. Evelyn O. Reed, Commissioner and Chairman

Rosie L.T. P. Johnson, Ph.D., Commissioner and Vice Chairman

Ms. LaWanda D. Harris, Commissioner

Mr. Vernon W. Hartley, Sr., Commissioner

Pastor James L. Henley, Jr., Commissioner