

REGULAR MONTHLY MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS

February 28, 2011

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 28, 2011 (the “Meeting”), pursuant to proper notice.

I. CALL TO ORDER/ROLL CALL/DECLARATION OF QUORUM.

In the absence of the Board Chair, Dr. Glenda Glover, the Board Vice Chair, Johnnie P. Patton, presided, called the Meeting to order, and called the roll of Commissioners.

The following Commissioners were present in person at the Meeting.

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

Chair Glover participated in the Meeting by telephone. She was able to hear everyone at the Meeting, and everyone at the Meeting was able to hear her. However, she deferred to Vice Chair Patton, who presided over the Meeting.

Vice 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
Woody Wilson, JMAA Senior Director of Capital Planning
Gary Cohen, JMAA Chief Financial Officer
René Woodward, JMAA Director of Human Resources and Administration
Kenneth Randolph, JMAA Airport Police Commander
Denson Stasher, JMAA Director of Operations and Security
Arnetrius Reed Branson, JMAA Finance Department
Cindy Crotchett, JMAA Executive Assistant
Kimberly Farmer, JMAA Administrative Project Support
Larry Gozdecki, JMAA Custodial Superintendent

Karen Hatten, JMAA Procurement Specialist
Garry Montgomery, JMAA Maintenance Manager
Joyce Moore, JMAA Housekeeper
Calvert Sanders, JMAA Office Messenger
Joyce Tillman, JMAA Facilities Engineer
Jack Weldy, JMAA Properties Manager
Alan Moore, Baker Donelson Bearman Caldwell & Berkowitz
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz
Alex Martin, Baker Donelson Bearman Caldwell & Berkowitz
Chuck Lott, Neel-Schaffer, Inc.

II. APPROVAL AND EXECUTION OF MINUTES.

- A. **Regular Monthly Meeting of the Board of Commissioners, January 24, 2011.**
- B. **Work Session of the Board of Commissioners, February 24, 2011.**

After discussion, upon motion duly made by Commissioner Irvin, seconded by Commissioner Stewart, and unanimously approved by the affirmative votes of all Commissioners present, the minutes described above were approved as presented and directed to be filed in the appropriate minute book and records of the Authority.

III. PUBLIC COMMENTS.

None.

IV. REPORTS.

- A. **Chief Executive Officer.**
 - 1. **Airport Project Manager Summary, Period Ending January 31, 2011.**
 - 2. **Airport Activity Statistics Report, Period Ending January 31, 2011.**

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 2011: Calvert Sanders, Office Messenger, Department of Human Services and Administration.

Mr. Vanderleest recognized and commended Mr. Sanders for being named Employee of the Month for February 2011.

4. Professional Development Recognitions.

a. Shawn Hanks, Information Technology & Telecommunications Specialist, Department of Human Resources & Administration.

- (1) Basic Supervisory Course, Awarded by Mississippi State Personnel Board.

Mr. Vanderleest said that Mr. Hanks was not present and would be recognized at a subsequent meeting of the Board.

b. Karen Hatten, Procurement Specialist, Department of Human Resources & Administration.

- (1) Certified Public Procurement Officer (CPPO), Awarded by Universal Public Procurement Certification Council.

Mr. Vanderleest recognized and commended Ms. Hatten for achieving the title of Certified Public Procurement Officer, as awarded by Universal Public Procurement Certification Council.

c. Joyce Moore, Housekeeper I, Department of Maintenance.

- (1) Certificate of Completion, Level III ATSI, Sponsored by AAAE Airport Training & Safety Institute.

Mr. Vanderleest recognized and commended Ms. Moore for receiving the Certificate of Completion, Level III ATSI, sponsored by the AAAE Airport Training & Safety Institute.

B. Attorney.

Mr. Moore said he had nothing to report at this time.

V. ACTION ITEMS.

A. Financial Matters.

1. Financial Reports for January 2011.
 - a. Balance Sheet: Accept.
 - b. Income Statement: Accept.
 - c. Claims Docket for January 2011: Approve.

Mr. Vanderleest directed the Board's attention to the above financial reports for January 2011 and the Claims Docket for January 2011, all of 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 2011 AND APPROVING AND AUTHORIZING
PAYMENT OF CLAIMS DOCKET FOR JANUARY 2011**

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, 2011 (the "Financial Reports"), and (ii) the Claims Docket of the Authority for the month of January 2011 (the "Claims"), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board prior to the February 28, 2011, 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 \$1,681,127.65.

B. Service Agreements.

1. Professional Services Agreement for Training of JMAA Staff on Wildlife Hazard Assessment: Authorize Agreement.
2. Professional Services Agreement for 50th Anniversary Freedom Riders Exhibit, JEIA: Authorize Agreement.
3. JMAA Contract No. 334, Federal Government Representation Retainer Agreement: Authorize Renewal.

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 Patton, 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 28, 2011, 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 actions:

1. The Board approves and authorizes negotiation and execution of an agreement for certain professional services with DeTect, Inc. to provide professional wildlife management support and training at Jackson-Evers International Airport (the "DeTect Agreement"), said DeTect Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated February 12, 2011, 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 a professional services agreement with Lockett Communications, LLC to provide professional services in support of events commemorating the 50th Anniversary of the 1961 Freedom Riders (the "Lockett Agreement"), said Lockett Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated February 12, 2011, 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 a retainer agreement with Winston & Strawn, LLP ("W&S") to employ W&S to provide certain professional services relating to federal legislative and administrative representation (the "W&S Agreement"), said W&S Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated February 14, 2011, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

C. Construction Projects.

1. JMAA Project No. 013-10, Structural Enhancement of Old Air Cargo Facility, JEIA: Authorize Advertisement for Bids.
2. JMAA Project No. 010-11, Professional Services Agreement for Information Center Fabrication and Installation, JEIA: Authorize Agreement.
3. JMAA Project No. 012-11, Roof Replacement on former Fixed Base Operators (FBO) Office, JEIA: Authorize Agreement.
4. JMAA Project No. 007-11, Assessment and Repair of Aircraft Parking Aprons, JEIA: Authorize Request for Qualifications.
5. JMAA Project No. 005-11, Pavement Assessment and Repair Runway 16R/34L, Taxiways Alpha, Bravo and Charlie, JEIA: Authorize Request for Qualifications.
6. JMAA Project No. 011-11, Main Power Resources Evaluation and Improvements, JEIA: Authorize Request for Qualifications.
7. JMAA Project No. 013-11, Roof Replacement East Concourse and Tower Cab, JEIA: Authorize Request for Qualifications.

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 (the “Board”) of the Authority approve and authorize certain actions with respect to certain construction projects identified below, all as more particularly described in certain memoranda (i) included in the packet distributed to the Board prior to the February 28, 2011, 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 actions:

1. The Board approves and authorizes publication of an advertisement for bids for construction and related services in connection with structural enhancements of the Old Air Cargo Facility at Jackson-Evers International Airport (JMAA Project No. 013-10), as more particularly described in the Memorandum dated February 16, 2011, relating to this matter.
2. The Board hereby approves and authorizes execution and accomplishment of a professional services agreement with Digital Imaging Group for professional services in connection with design and installation oversight and management services in connection with the fabrication and installation of a new passenger and visitor Information Center at Jackson-Evers International Airport (the “Digital Imaging Group Agreement”), said Digital Imaging Group Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated February 15, 2011, 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 hereby approves and authorizes execution and accomplishment of an agreement with Independent Roofing Systems for installation of a new Thermoplastic Polyolefin roof system on a stand-alone office building formerly leased to Mercury Air Center – Jackson, LLC (Atlantic

Aviation) at Jackson-Evers International Airport (the “Independent Roofing Agreement”), said Independent Roofing Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated February 14, 2011, 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 (i) preparation and filing of an application for an Airport Improvement Program grant to fund all or a portion of the costs of assessment of the current conditions of and repairs needed to the aircraft parking aprons at the Main Terminal Building, Mississippi Air Cargo Logistics Center and general aviation parking aprons at Jackson-Evers International Airport (JMAA Project No. 007-11) (the “Parking Apron Project”); (ii) publication of a request for qualifications to provide engineering services for design and construction oversight for the Parking Apron Project; (iii) negotiation of a professional services agreement with the firm determined to be the most qualified for the Parking Apron Project, the final form of such agreement to be subject to approval by the Board prior to execution; (iv) negotiation of an agreement with a third-party engineering firm to assess engineering fee proposals for the Parking Apron Project as deemed necessary, the final form of any such agreement to be subject to approval by the Board prior to execution; and (v) acceptance of the proposed budget for the Parking Apron Project, all as more particularly described in the Memorandum dated February 12, 2011, relating to this matter.
5. The Board approves and authorizes (i) preparation and filing of an application for an Airport Improvement Program grant to fund all or a portion of the costs of assessment of the current conditions of and repairs needed to the surfaces and lighting systems of Runway 16R/34L and Taxiways Alpha, Bravo and Charlie at Jackson-Evers International Airport (JMAA Project No. 005-11) (the “Runway and Taxiways Pavement Project”); (ii) publication of a request for qualifications to provide engineering services for design and construction oversight for the Runway and Taxiways Pavement Project; (iii) negotiation of a professional services agreement with the firm determined to be the most qualified for the Runway and Taxiways Pavement Project, the final form of such agreement to be subject to approval by the Board prior to execution; (iv) negotiation of an agreement with a third-party engineering firm to assess fee proposals for the Runway and Taxiways Pavement Project as deemed necessary, the final form of any such agreement to be subject to approval by the Board prior to execution; and (v) acceptance of the proposed budget for the Runway and Taxiways Pavement Project, all as more particularly described in the Memorandum dated February 12, 2011, relating to this matter.

6. The Board approves and authorizes (i) publication of a request for qualifications to provide engineering services for design and construction oversight in connection with an assessment of the current conditions of the main power vault, airfield lighting management components, and the standby power for the airfield and terminal at Jackson-Evers International Airport (JMAA Project No. 011-11) (the "Power Resources Project"); and (ii) negotiation of a professional services agreement with the firm determined to be the most qualified for the Power Resources Project, the final form of such agreement to be subject to approval by the Board prior to execution, all as more particularly described in the Memorandum dated February 14, 2011, relating to this matter.
7. The Board approves and authorizes (i) publication of a request for qualifications to provide architectural services in connection with replacement of the East Concourse Roof, repair to the curbs on the air traffic control tower cab roof at Jackson-Evers International Airport, and other similar services (JMAA Project No. 013-10) (the "Roof Replacement/Repair Project"); (ii) negotiation of a professional services agreement with the firm determined to be the most qualified for the Roof Replacement/Repair Project, the final form of such agreement to be subject to approval by the Board prior to execution; and (iii) acceptance of the proposed budget for the Roof Replacement/Repair Project, all as more particularly described in the Memorandum dated February 18, 2011, relating to this matter.

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

**RESOLUTION DECLARING CERTAIN INFORMATION
TECHNOLOGY EQUIPMENT TO BE SURPLUS AND AUTHORIZING
TRANSFER OF THE EQUIPMENT TO THE JACKSON STATE
UNIVERSITY COMPUTER RECYCLING PROGRAM**

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 28, 2011, 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 particular set forth in that certain memorandum dated February 18, 2011, which is (x) included in the packet distributed to the Board prior to the February 28, 2011, Regular Monthly Meeting of the Board and (y) incorporated herein by reference (the “Memorandum”); and

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

NOW, THEREFORE, BE IT RESOLVED, the Board hereby finds 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.

2. Mississippi Airports Association Annual Conference, JMAA: Authorize Budget and Execution of Agreement for Reception Entertainment.

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

RESOLUTION AUTHORIZING HOSTING THE 2011 MISSISSIPPI AIRPORTS ASSOCIATION ANNUAL CONFERENCE RECEPTION ON MAY 19, 2011 AT HAWKINS FIELD AND CONTRACTS RELATING TO THE CONFERENCE

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 all agreements and contracts necessary and appropriate in connection with a reception on the evening of May 19, 2011, at Hawkins Field, in connection with the 2011 Mississippi Airports Association Annual Conference (the “MAA Reception”), subject to a total project budget of \$30,000.00 (collectively, the “MAA Reception Agreements”), all as more particularly described in that certain memorandum dated February 15, 2011, which was (i) included in the packet distributed to the Board prior to the February 28, 2011, 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 2011 MAA Reception Agreements, said 2011 MAA Reception Agreements 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; provided, however, the total budget for the 2011 MAA Reception Agreements shall not exceed \$30,000.00.

3. Mercury Air Center – Jackson, LLC (Atlantic Aviation), JEIA: Authorize Reimbursement for Electrical Work.

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

RESOLUTION APPROVING AND AUTHORIZING REIMBURSEMENT TO MERCURY AIR CENTER – JACKSON, LLC (D/B/A ATLANTIC AVIATION) FOR EMERGENCY REPAIRS TO ELECTRICAL SYSTEM, 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 reimbursement to Mercury Air Center – Jackson, LLC (d/b/a Atlantic Aviation) (“Atlantic”) for a portion of the costs of certain repairs to the electrical lines and facilities as part of overall repairs to the fixed base operator building at Jackson-Evers International Airport (the “Electrical Repairs”), all as more particularly described and for the purposes set out in that certain memorandum dated February 21, 2011, which was (i) included in the packet distributed to the Board prior to the February 28, 2011, 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 reimbursement in the amount of \$13,492.50 to Atlantic for the Electrical Repairs as described in the Memorandum.

4. JMAA Board Manual.

The Board then discussed the draft Board Manual previously distributed to the Board for review and comment. The Board specifically discussed and agreed on a change to the Board Travel Policy set out in the draft Board Manual.

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

RESOLUTION APPROVING AND ADOPTING BOARD MANUAL

WHEREAS, the Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority”) previously directed legal counsel for the Authority to work with the Authority’s senior staff to develop an orientation and resource manual for use by Commissioners of the Authority; and

WHEREAS, legal counsel has drafted and distributed to the Board for review and comment a draft Board manual (the “Draft Board Manual”); and

WHEREAS, the Board has reviewed and discussed the Draft Board Manual and suggested certain changes which have been made in the Draft Board Manual;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby approves and adopts the Board Manual in the form attached as an exhibit to the minutes of the February 28, 2011, Regular Monthly Meeting of the Board; authorizes legal counsel for the Authority and the Authority’s senior staff to update the statistical and financial information in the Board Manual as appropriate from time to time;

and directs the Chief Executive Officer of the Authority to distribute the Board Manual to the then current Commissioners of the Authority and others deemed appropriate from time to time by the Chief Executive Officer of the Authority or the Chairman of the Board.

VI. DISCUSSION: STRATEGIC INITIATIVES.

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

VII. ADJOURNMENT.

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

Respectfully submitted,

Dr. Glenda Glover, Chair

Johnnie P. Patton, R. Ph., Vice Chair

George E. Irvin, Sr.

Earle Jones

Dr. Sylvia Stewart