

REGULAR MONTHLY MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS

January 23, 2012

The Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority” or “JMAA”) met in the Main Terminal Building, Hawkins Field Airport, Jackson, Mississippi, at 4:00 p.m. on Monday, January 23, 2012 (the “Meeting”), pursuant to proper notice.

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

In the absence of Chair Glenda Glover, Vice 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.

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

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
René Woodward, JMAA Chief Administrative Officer
Gary Cohen, JMAA Chief Financial Officer
Woody Wilson, JMAA Senior Director of Capital Planning
Denson Stasher, JMAA Director of Operations and Security
Jack Thomas, JMAA Director of DBE and Community Development
Arnetrius Branson, JMAA Comptroller
Cindy Crotchett, JMAA Executive Assistant
Jack Weldy, JMAA Properties Manager
Kimberly Farmer, JMAA Administrative Project Support
Rhonda Knight, JMAA Human Resources Manager
Gary Montgomery, JMAA Maintenance Manager
Joyce Tillman, JMAA Facilities Engineer
Robert Washington, JMAA Grounds Maintenance

Chuck Lott, Neel-Schaffer
Alan Moore, Baker Donelson Bearman Caldwell & Berkowitz
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz
Alexander Martin, Baker Donelson Bearman Caldwell & Berkowitz

II. APPROVAL AND EXECUTION OF MINUTES.

A. Open Session and Executive Session of the Special Meeting of the Board of Commissioners, December 19, 2011.

B. Special Work Session on January 19, 2012.

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 December 31, 2011.*
2. *Airport Activity Statistics Report, Period Ending December 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 Recognitions.*

- a. Employee of the Month, January 2012: Robert Washington, Grounds Maintenance II, Department of Maintenance.

Mr. Vanderleest recognized and commended Mr. Washington for being named Employee of the Month for January 2012.

4. Professional Recognitions.

a. Rhonda Knight, Human Resources Manager, Department of Administration.

(1) Certificate of Supervisory Management, awarded by Mississippi State Personnel Board.

Mr. Vanderleest recognized and commended Ms. Knight for receiving a Certificate of Supervisory Management, awarded by the Mississippi State Personnel Board.

5. Washington, DC Trip.

Mr. Vanderleest confirmed that the Mississippi Congressional Delegation would be in Washington, DC on March 27-28, 2012, so those are good dates for the Board to travel to Washington to visit with the Mississippi Congressional Delegation, as previously planned.

B. Attorney.

Mr. Moore said the attorneys had nothing to report at this time.

V. ACTION ITEMS.

A. Financial Matters.

1. *Financial Reports for December 2011.*

a. Balance Sheet: Accept.

b. Income Statement: Accept.

c. Claims Docket for December 2011: Approve.

Mr. Vanderleest directed the Board's attention to the above referenced financial reports for December 2011 and the Claims Docket for December 2011, all of which were included in the Packet.

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 ACCEPTING FINANCIAL REPORTS FOR
DECEMBER 2011 AND APPROVING AND AUTHORIZING
PAYMENT OF CLAIMS DOCKET FOR DECEMBER 2011**

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 December 31, 2011 (the “Financial Reports”), and (ii) the Claims Docket of the Authority for the month of December 2011 (the “Claims”), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board prior to the January 23, 2012, 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 \$718,959.79.

- d. Fiscal Year 2011 Financial Audit: Approve.

Mr. Vanderleest reminded the Board that the FY2011 Audit had been presented to the Board by Breazeale, Saunders & O’Neil, Ltd. (“BSO”), the Authority’s certified public accounting firm, at the Regular Monthly Work Session of the Board on January 19, 2012. Mr. Vanderleest said that it was appropriate at this time for the Board to consider accepting the (i) letter dated January 27, 2012, to the Board describing significant audit findings (the “Letter re Significant Audit Findings”); (ii) Management Letter addressed to the Board dated September 30, 2011, describing several “opportunities for strengthening internal controls and operating efficiency” (the “Management Letter”); and the (iii) Audited Financial Statements and Independent Auditors’ Reports on Internal Accounting Controls and Compliance, September 30, 2011” (the “Audited Financial Statements”) (collectively, the “FY2011 Audit Report”). Mr. Vanderleest directed that copies of the FY2011 Audit Report be attached as exhibits to the minutes of the Meeting.

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 ACCEPTING FISCAL YEAR 2011 AUDIT
REPORT**

WHEREAS, Breazeale, Saunders & O’Neil, Ltd. (the “Auditors”) have presented and discussed with the Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority the (i) letter dated January 27, 2012, to the Board describing significant audit findings (the “Letter re Significant Audit Findings”); (ii) Management Letter addressed to the Board dated September 30, 2011, describing several “opportunities for strengthening internal controls and operating efficiency” (the “Management Letter”); and the (iii) Audited Financial Statements and Independent Auditors’ Reports on Internal Accounting Controls and Compliance, September 30, 2011” (the “Audited Financial Statements”) (collectively, the “FY2011 Audit Report”); and

WHEREAS, the Board has reviewed and considered the FY2011 Audit Report;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby approves and accepts the FY2011 Audit Report.

- e. Quarterly Statistics.

Mr. Vanderleest directed the Board’s attention to the summary of the First Quarter FY2012 statistics in the Packet. The Board discussed the First Quarter FY2012 statistics, but took no action.

B. Service Agreements.

1. ***JMAA DBE Program Enhancement, JMAA: Authorize Agreement.***
2. ***Airport Law Enforcement Officer and Public Safety Personnel Training Workshop, JMAA: 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. Mr. Vanderleest said that there had been no changes in these matters since its discussion at the Work Session of the Board on January 19, 2012.

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
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 January 23, 2012, 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 a professional services agreement between the Authority and Colette Holt and Associates (“Holt”), whereby Holt will revise and expand the Authority’s DBE Program Document (the “Holt Agreement”), with fees for such services not to exceed \$3,000, all as more particularly set out in the Memorandum dated January 3, 2012, which describes this matter, said Holt Agreement to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
2. The Board approves and authorizes negotiation and execution of a professional services agreement with Brainseed Global Aviation Services, LLC (“Brainseed”), whereby Brainseed will provide a customized, two-day onsite training program for senior security division and law enforcement staff (the “Brainseed Agreement”), with fees

for such services not to exceed \$20,000, all as more particularly set out in the Memorandum dated January 7, 2012, which describes this matter, said Brainseed Agreement to be in such form and to contain such terms and conditions consistent with said Memorandum 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 one (1) year renewal of the existing 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 January 9, 2012, 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 Contract No. 007-09-359, East Parallel Runway, 16L/34R Pavement Rehabilitation, JAN: Authorize Amendment to Agreement.***
2. ***JMAA Project No. 013-11, Contract No. 013-11-064, Roof Replacement East Concourse and Tower Cab, JAN: Authorize Amendment to Agreement.***

Mr. Vanderleest directed the Board’s attention to the memoranda in the Packet which described these matters, and discussed these matters with the Board. Mr. Vanderleest said that there had been no changes in these matters since its discussion at the Work Session of the Board on January 19, 2012.

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
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 January 23, 2012, 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 amendment to the professional services agreement with Hatch Mott MacDonald Florida, LLC (“HMM”), pursuant to which HMM will provide (i) additional engineering and construction oversight services in connection with Phase II of the design and construction of repairs to Runway 16L/34R at Jackson – Medgar Wiley Evers International Airport (“JAN”), and (ii) arbitration support and other services, with the additional cost not to exceed \$660,375.00 (the “HMM Amendment”), all as more specifically described in that certain Memorandum dated January 4, 2012, which describes this matter, said HMM Amendment to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
2. The Board approves and authorizes (i) negotiation and execution of an amendment to the existing professional services agreement with Dale Partners Architects P.A. (“Dale Partners”), whereby Dale Partners will provide additional design and professional services in connection with the expanded scope of the Roof Replacement and Repair of the East Concourse & Tower Cab at Jackson – Medgar Wiley Evers International Airport (JMAA Project No. 013-11) (the “Project”), the cost of said additional services not to exceed \$641,932.50 for a total contract cost of \$814,992.50 (the “Dale Partners Amendment”), said Dale Partners Amendment to be in such form and to contain such terms and conditions consistent with the

Memorandum dated January 12, 2012, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof; and (ii) an expanded project budget to address the probable cost of construction for additional project elements for a new total project budget of \$3,800,000, as set forth in said Memorandum.

D. Procurements.

1. ***JMAA Contract No. 014-07-320-07, Flight Information Display System Software Procurement, JAN: Authorize Addendum.***
2. ***B2GNow DBE Program Management Software Procurement, JMAA: Authorize Agreement.***

Mr. Vanderleest directed the Board's attention to the memoranda in the Packet which described these matters, and discussed these matters with the Board. Mr. Vanderleest said that there had been no changes in these matters since its discussion at the Work Session of the Board on January 19, 2012.

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
CERTAIN ACTIONS WITH RESPECT TO CERTAIN
PROCUREMENTS**

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 procurements identified below, all as more particularly described in certain memoranda (i) included in the packet distributed to the Board prior to the January 23, 2012, 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 addendum to the existing professional services agreement between the Authority and G. C. R. & Associates, Inc. (“GCR”), whereby GCR will provide and install flight tracking and weather reporting software on the Flight Information Display System (FIDS) in place at Jackson – Medgar Wiley Evers International Airport (the “GCR Amendment”), with fees for such services not to exceed \$15,000, all as more particularly set out in the Memorandum dated January 7, 2012, which describes this matter, said GCR Amendment to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
2. The Board approves and authorizes (i) procurement of Disadvantaged Business Enterprise (“DBE”) program management software from, and (ii) negotiation and execution of a three-year maintenance and support agreement with, AskReply, Inc. d/b/a B2GNow (“B2G”) for an initial cost not to exceed \$69,660, and an annually recurring service fee of \$33,260 for years two and three of the agreement (the “B2G Agreement”), all as more particularly described in the Memorandum dated January 7, 2012, which describes this matter, said B2G Agreement to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

E. Grants.

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

F. Other Matters.

1. *JMAA Policy 1-400, Signatory Authorities, Approve Amendment.*

Mr. Vanderleest directed the Board’s attention to pages 80-82 in the Packet, which contained a new, amended form of the Authority’s policy regarding signatory authorities for the JMAA staff.

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 ADOPTING POLICY
NO. 1-400, SIGNATORY AUTHORITIES**

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 adopt revisions to that certain Policy No. 1-400, entitled “Signatory Authorities,” a copy of which is (i) included in the packet distributed to the Board prior to the January 23, 2012, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (the “Policy”); and

WHEREAS, the Board has reviewed and considered the Policy;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby approves and adopts the Policy.

2. *The Chamblee Company.*

Mr. Vanderleest directed the Board’s attention to the memorandum in the Packet which described this matter, and discussed this matter with the Board. Mr. Vanderleest said that there had been no changes in the form of the proposed resolution since its discussion at the Work Session of the Board on January 19, 2012.

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 SETTING FORTH THE INTENT OF, AND
TERMS AND CONDITIONS PURSUANT TO WHICH, THE
JACKSON MUNICIPAL AIRPORT AUTHORITY WILL
ENTER INTO NEW LEASES WITH THE CHAMBLEE
COMPANY OR ITS AFFILIATES FOR THE PROPERTY
PREVIOUSLY LEASED BY JMAA TO PARKWAY
CROSSING, LLC AND LAKELAND INCOME
PROPERTIES, LLC**

WHEREAS, the Jackson Municipal Airport Authority (“JMAA”) has heretofore entered into that certain Lease Agreement with Parkway Crossing, LLC (“Parkway”) dated August 15, 1997

pursuant to which JMAA leased certain property (the "Hotel Lease") to Parkway for development and operation of a Sleep Inn (the "Hotel") and has heretofore entered into that certain Lease Agreement with Lakeland Income Properties, LLC ("LIP") dated September 1, 1993 pursuant to which JMAA leased certain property (the "Shopping Center Lease" and, together with the Hotel Lease, the "Leases") to LIP for development and operation of a shopping center (the "Shopping Center"); and

WHEREAS, Parkway and LIP are each affiliates of The Chamblee Company ("Chamblee"); and

WHEREAS, Jackson SI Note, LLC has acquired the Hotel Lease from Parkway, and Chamblee has expressed a desire to reacquire the Hotel Lease, either through Parkway or through another affiliate of Chamblee; and

WHEREAS, Chamblee has expressed a desire to make renovations to the Shopping Center and, if the Hotel Lease is reacquired, the Hotel, but has further indicated to JMAA that the terms of the Leases must be extended such that each has an unexpired, remaining term of fifty (50) years in order to make such renovations financially feasible; and

WHEREAS, Chamblee and JMAA have previously negotiated the terms of a new lease for each of the Hotel and the Shopping Center (the "New Leases"), which New Leases would provide for, among other things, a fifty (50) year lease-term upon delivery of a satisfactory site plan for substantial improvement of the Hotel and/or the Shopping Center, as applicable; and

WHEREAS, JMAA approved the form of the New Leases further subject to the acquisition by Parkway and LIP of JMAA's reversionary interest in the current improvements constructed under the Hotel Lease and the Shopping Center Lease, last valued by appraisal in 2008 at \$27,000 for the Hotel and \$21,000 for the Shopping Center; and

WHEREAS, the Board of Commissioners for JMAA (the "Board") desires to see the continued viability and improvement of property which JMAA leases for commercial development;

NOW, THEREFORE, BE IT RESOLVED,

1. Upon (i) delivery of a site plan for redevelopment of the Shopping Center satisfactory to the Board and (ii) payment of the appraised value of JMAA's reversionary interest in

the existing improvements constructed under the Shopping Center Lease, JMAA shall be, and hereby is, authorized to execute and deliver the New Lease for the Shopping Center substantially in the form attached to this resolution.

2. Upon (i) reacquisition of the Hotel Lease by Chamblee or its affiliate, (ii) delivery of a site plan for redevelopment of the Hotel satisfactory to the Board and (iii) payment of the appraised value of JMAA's reversionary interest in the existing improvements constructed under the Hotel Lease, JMAA shall be, and hereby is, authorized to execute and deliver the New Lease for the Hotel substantially in the form attached to this resolution.
3. As a result of the lapse in time, JMAA's reversionary interest in the existing improvements constructed under each of the Leases shall be subject to re-appraisal, with the purchase price to be determined by averaging the two appraisals of JMAA's reversionary interest in the existing improvements in accordance with Section 61-3-19 of the Mississippi Code of 1972, as amended.
4. JMAA shall be, and hereby is, authorized to pay one-half ($\frac{1}{2}$) the costs of the appraisals of JMAA's reversionary interest in the existing improvements constructed under the Leases, the other one-half ($\frac{1}{2}$) to be paid by Chamblee and deposited with JMAA by Chamblee prior to JMAA authorizing performance of the appraisals.
5. In the event Chamblee fails to deliver a site plan for redevelopment of the Shopping Center or the Hotel prior to December 31, 2013, the Board reserves the right to impose such additional conditions as it may deem appropriate prior to execution of a New Lease for the Hotel or the Shopping Center.

3. *Early Issues.*

Mr. Vanderleest distributed to the Board a list of claims which he proposed to be approved for early payment by the Board. A copy of the list of "early issue" claims is attached as an exhibit to the minutes of this Meeting.

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
PAYMENT OF CERTAIN EARLY ISSUE CLAIMS**

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 prompt payment of certain early issue claims (the “Early Issue Claims”), a list of the Early Issue Claims being attached as an exhibit to the minutes of the Regular Monthly Meeting of the Board on January 23, 2012; and

WHEREAS, the Board has reviewed the Early Issue Claims and considered said recommendation by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that the Early Issue Claims are appropriate and proper expenses incurred in connection with authorized responsibilities and duties of the Authority, and hereby approves and authorizes prompt payment of the Early Issue Claims in the total amount of \$16,416.74.

4. *Board Travel.*

Mr. Vanderleest said that Congressman Bennie Thompson had scheduled a meeting on Tuesday afternoon, January 24, 2012, with Secretary of Transportation Ray LaHood to discuss direct commercial passenger flights between JAN and Reagan National Airport in Washington, DC (“National Airport”). As background, Mr. Vanderleest reminded the Board that Delta Airlines had given notice that it will terminate direct service between JAN and National Airport as of March 2, 2012. Mr. Vanderleest said that USAir had indicated an interest in operating direct service between JAN and National Airport on a 90-day trial basis beginning March 4, 2012.

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
CERTAIN TRAVEL EXPENSES FOR THE BOARD CHAIR
AND CHIEF EXECUTIVE OFFICER**

WHEREAS, Congressman Bennie Thompson has requested that Dr. Glenda Glover (“Dr. Glover”), Chair of the Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority”), and Dirk Vanderleest, Chief

Executive Officer of the Authority (“Mr. Vanderleest”), attend a meeting in his office in Washington, DC on January 24, 2012, with Secretary of Transportation Ray LaHood, to discuss direct commercial passenger flights between Jackson – Medgar Wiley Evers International Airport and Washington Reagan National Airport (the “Airport”) in Washington, DC (the “DC Meeting”);

NOW, THEREFORE, BE IT RESOLVED, the Board hereby (i) determines that attendance at the DC Meeting by Dr. Glover and Mr. Vanderleest is necessary and appropriate in order for the Authority to carry out its statutory responsibilities to provide and promote commercial air service at the Airport, and (ii) approves and authorizes reimbursement of reasonable expenses incurred by Dr. Glover and Mr. Vanderleest in connection with their attendance at the DC Meeting, all in accordance with the Authority’s Travel Policy.

5. *Pump Station and Sewer Line Repair, Jackson-Medgar Wiley Evers International Airport*

Mr. Vanderleest distributed and discussed with the Board a certain memorandum dated January 23, 2012, which requested authority to enter into an agreement with Scoggins Pump Repair for the repair and reinstallation of two impellers on the supporting pumps for the sanitary sewer system at Jackson-Medgar Wiley Evers International Airport (the “Memorandum”), all as more specifically described in the Memorandum, a copy of which is attached as an exhibit to the minutes of the Meeting.

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 AUTHORIZING AGREEMENT WITH
SCOGGINS PUMP REPAIR FOR REPAIR OF SANITARY
SEWER SYSTEM AT JACKSON-MEDGAR WILEY EVERS
INTERNATIONAL AIRPORT**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the “Authority”) has recommended that the Board of Commissioners (the “Board”) of the Authority approve and authorize negotiation and execution of an agreement with Scoggins Pump Repair (“Scoggins”) for certain repairs to the sanitary sewer system at Jackson – Medgar Wiley Evers International Airport (the “Scoggins Agreement”), all as more particularly described in that certain memorandum (i) distributed to the Board at the January 23,

2012, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (the “Memoranda”); 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 negotiation and execution of the Scoggins Agreement, said Scoggins 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.

6. *Name Change.*

Mr. Vanderleest distributed to the Board a certain memorandum entitled “Name Change Impacts: Locations, Options, Costs,” and asked the Board to review and be prepared to discuss said memorandum at the next Board meeting. A copy of said memorandum is attached as an exhibit to the minutes of the Meeting.

VI. DISCUSSION: STRATEGIC INITIATIVES.

There was no discussion of 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,

Dr. Glenda Glover, Chair

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

George E. Irvin, Sr.

Earle Jones

Dr. Sylvia Stewart