

**REGULAR MONTHLY MEETING OF JACKSON MUNICIPAL
AIRPORT AUTHORITY BOARD OF COMMISSIONERS
JANUARY 23, 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, Hawkins Field Airport (“HKS”), West Ramp Road, in Jackson, Mississippi, at 4:00 p.m. on Monday, January 23, 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. Pridgen, 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, January 23, 2017, in the Terminal Building, Hawkins Field Airport (“HKS”), West Ramp Road, 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 01-23-17**

II. INVOCATION

Vice Chairman Dr. Pridgen gave the Invocation.

**III. APPROVAL AND EXECUTION OF THE DECEMBER 15, 2016 RESCHEDULED
WORK SESSION MINUTES AND THE DECEMBER 19, 2016 RESCHEDULED
REGULAR BOARD MEETING MINUTES**

- A. Rescheduled Work Session of the Board of Commissioners, December 15, 2016.
- B. Rescheduled Regular Meeting of the Board of Commissioners, December 19, 2016.

RESOLUTION CY-2017-1

**APPROVAL AND EXECUTION OF THE MINUTES OF THE DECEMBER 15, 2016
RESCHEDULED WORK SESSION AND THE DECEMBER 19, 2016
RESCHEDULED REGULAR BOARD MEETING**

After discussion and review and upon the motion made by Vice Chairman Dr. Pridgen and seconded by Commissioner Hartley, the Minutes of the Rescheduled Work Session, December 15, 2016, and the Rescheduled Board Meeting, December 19, 2016, 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 Rescheduled Work Session, December 15, 2016, and the Rescheduled Board Meeting, December 19, 2016, as presented, and directs that said Minutes be filed in the appropriate Minute Book and Records of the Authority.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

January 23, 2017

IV. PUBLIC COMMENTS

1. Mr. Johnny Slater

Mr. Slater introduced himself and addressed the Board. He then expressed his concerns as to the fees that taxi operators are charged by the Jackson Municipal Airport Authority, and the other expenses they have to pay. Very emphatically, he told the Board that Uber drivers are making it very difficult, and almost impossible, for taxi operators, such as him, to make a living at Jackson-Medgar Wiley Evers International Airport. He requested the Board to review the rules and regulations for the operation of taxicabs and level the playing field for taxicabs with Uber drivers at Jackson-Medgar Wiley Evers International Airport. Mr. Slater gave the Commissioners for their consideration a document entitled "Topic of Discussion." Said document is attached as an exhibit to the January 23, 2017, Board Meeting Minutes.

Mr. Newman informed the Board that JMAA Staff considers and attempts to work out any issues, complaints or differences with the taxicab companies with JMAA. Further, he informed the Board that Mr. Kelly Elliot, JMAA's Operations Manager, and Mr. Perry Miller, JMAA's COO, are the JMAA Staff persons who work with the taxicab companies.

Attorney Walker told Mr. Slater that JMAA has no control over the operation of Uber, other than being able to collect a fee for pick-ups at the airports. Further, he informed Mr. Slater that the Mississippi Legislature passed the law for Uber to operate as it does and suggested that he communicate his concerns about Uber to his Mississippi State Representative and Senator.

2. Commissioner Vernon W. Hartley, Sr.

Commissioner Hartley addressed the Board and the meeting attendees and encouraged them to research and become knowledgeable about the leaders, past and present, of West Jackson. The leaders identified by him were the late Medgar Evers, the late Mayor Chokwe Lumumba, Jackson City Councilman Charles Tillman, Jackson City Councilman Kenneth Stokes and State Representative Alyce Clarke. He encouraged the JMAA's Commissioners and Staff to practice the decency, respect, dignity, fairness and integrity practiced by the West Jackson Leadership. Commissioner Hartley stated that what qualifies individuals to be in the West Jackson Leadership Group is not their resumes, but instead their commitment to the people and the community. In closing, Commissioner Hartley encouraged the Commissioners and JMAA Staff to learn more about the West Jackson leaders who he identified so they will be inspired to be better persons and do a better job.

V. REPORTS

A. Report from the Chairman

Chairman Reed greeted and thanked everyone for attending the Board Meeting. She then announced that she attended the 31st Annual Aviation Issues Conference, hosted by AAAE, January 8-12, 2017 and provided a report highlighting the Conference. Chairman Reed's complete written report is attached as an Exhibit to the January 23, 2017, Board Meeting Minutes.

She then introduced Mr. Newman, CEO, to present his reports.

B. Chief Executive Officer

Staff Member Introduction

Mr. Carl D. Newman, CEO, acknowledged and introduced Mr. Bobby Tillman as JMAA's new Chief of Police. Mr. Tillman introduced himself to the Board, provided some of his experience working in law enforcement which included 26 years with the FBI and 7 ½ years as a Monroe LA policeman. He thanked the Board for the opportunity. The Board applauded and welcomed Mr. Tillman to the JMAA Staff.

Mr. Newman then acknowledged and recognized Interim Chief Corliss Harris for a job well done during his tenure as Interim Chief and thanked him for working to ensure a successful transition.

1. ***Airport Project Manager Summary, Period Ending
December 31, 2016.....Page 1***¹
 2. ***Airport Activity Statistics Report, Period Ending
December 31, 2016.....Page 14***
- C. Attorney**

Attorney John L. Walker announced that the Board needs to consider a Resolution concerning proposed travel for Commissioner Vernon W. Hartley, Sr. Therefore, he recommended that Chairman Reed present the Resolution for consideration during the Board Travel portion of the Agenda.

Next, Attorney Walker announced that there was one (1) matter that he recommended the Board takes up during an Executive Session. Accordingly, he recommended that Chairman Reed present the matter for consideration at the appropriate time.

VI. ACTION ITEMS

A. Financial Matters

1. Financial Reports for December 2016:

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

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

RESOLUTION CY-2017-2

RESOLUTION ACCEPTING/APPROVING DECEMBER 2016 FINANCIAL REPORTS: BALANCE SHEET AND INCOME STATEMENT

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

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 December 31, 2016, which were included in the Packet, at pages 27-31, and distributed to the Board prior to the January 23, 2017 Monthly Meeting of the Board.

IT IS, THEREFORE, RESOLVED that the Board hereby accepts and approves the

¹ The page numbers herein are the page numbers contained in the Meeting Packet which is attached as an Exhibit to the January 23, 2017 Regular Board Meeting Minutes.

December 2016 Financial Reports: Balance Sheet and Income Statement for December 2016.

Yeas: Hartley, Pridgen, Reed

Nays: None

Abstentions: Harris, Henley

January 23, 2017

c. Claims Docket for December 2016: Approve.....Page 32

RESOLUTION CY-2017-3

RESOLUTION APPROVING THE CLAIMS DOCKET FOR THE MONTH AND PERIOD ENDING DECEMBER 31, 2016

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

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered the Authority's Claims Docket ("Claims") for the month and period ending December 31, 2016, which was included in the Packet, at pages 32-36, and was distributed to the Board prior to the January 23, 2017 Monthly Meeting of the Board.

IT IS, THEREFORE, RESOLVED that the Board hereby authorizes payment of the Claims in the amount of \$709,315.33.

Yeas: Hartley, Pridgen, Reed

Nays: None

Abstentions: Harris, Henley

January 23, 2017

d. Quarterly Statistics.....Page 37

There were no actions taken pertaining to the Quarterly Statistics.

B. Construction Projects

1. Maintenance Facility Roof Replacement, JAN: Authorization to Advertise for Competitive Bids.....Page 40

RESOLUTION CY-2017-4

RESOLUTION AUTHORIZING STAFF TO SOLICIT BIDS FOR REPLACEMENT OF THE MAINTENANCE FACILITY ROOF AND APPROVAL OF THE PROJECT

BUDGET

Upon motion by Vice Chairman Dr. Pridgen, 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) advertise for competitive bids to replace the maintenance facility roof; and (ii) establish a project budget of \$85,000.00, including a ten percent (10%) construction contingency; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated January 2, 2017, found on pages 40-41 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized to: advertise for competitive bids to replace the maintenance facility roof; and (ii) establish a project budget of \$85,000.00, including a ten percent (10%) construction contingency; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that said requests are fully explained in the Memorandum dated January 2, 2017, found on pages 40-41 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Pridgen, Reed,

Nays: None

Abstentions: None

January 23, 2017

C. Procurements

1. *Virtual Server Hardware and Software, JMAA: Authorization to Execute Agreement (Crystal Clear Computer Solutions).....Page 42*

In response to Commissioner Pastor Henley's questions, Mr. Bryan Helaire, IT Director, informed the Board that JMAA's Staff worked diligently to confirm that Crystal Clear Computer Systems ("CCCS") could perform the work associated with this project. Staff contacted the references included in the proposal submitted by the company and verified that the company is certified in use of the VM Software, JMAA's virtual software system. He also stated that CCCS did not have any past work experience in the aviation industry or with an airport, according to the contents of CCC's bid proposal submittal.

RESOLUTION CY-2017-5

RESOLUTION AUTHORIZING THE PURCHASE OF NETWORK SERVERS, SUPPORTING SOFTWARE, MAINTENANCE PACKAGE, AND WARRANTY AND APPROVAL OF PROJECT COST

Upon motion by Vice Chairman Dr. Pridgen, seconded by Commissioner Hartley, the

following **RESOLUTION** was made and approved by majority vote (3-2-0).

WHEREAS, the Board has considered Staff’s request for: (i) authority to purchase from Crystal Clear Computer Solutions (“CCCS”), a Mississippi limited liability company headquartered in Southaven, MS, two (2) computer network servers, one (1) Storage Area Network (“SAN”), supporting software, a software maintenance package, and a five (5) year equipment warranty; and (ii) approval of the total project cost of \$80,061.74; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated January 23, 2017, and the list of hardware, equipment, and software, attached to said Memorandum, found on pages 42-44 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) JMAA’s Staff is authorized to purchase from Crystal Clear Computer Solutions (“CCCS”), two (2) computer network servers, one (1) Storage Area Network (“SAN”), supporting software, a software maintenance package, and a five (5) year equipment warranty; and (ii) the total project cost of \$80,061.74 is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that said requests are fully explained in the Memorandum dated January 23, 2017, and the list of hardware, equipment, and software, attached to said Memorandum, found on pages 42-44 of the Meeting Packet.

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

January 23, 2017

D. Grants

None

E. Other Matters

1. *Airport Use Permit and Lease Agreement, JAN: Authorization to Execute Amendment (American Airlines).....Page 45*

RESOLUTION CY-2017-6

RESOLUTION AUTHORIZING AMENDMENT TO THE USE PERMIT AND LEASE AGREEMENT WITH AMERICAN AIRLINES FOR ADDITONAL SPACE AND PASSENGER SEATING AT THE JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Pridgen, the following **RESOLUTION** was made and approved by unanimous vote.

WHEREAS, the Board has considered Staff's request for: (i) authority to execute an amendment to the current Airport Use Permit and Lease Agreement ("Agreement") between the Jackson Municipal Airport Authority ("JMAA") and American Airlines Group, Inc. ("AA"), to add approximately 1,470 square feet of Exclusive Use Premises to the current lease at the rental rate of \$77.99 per square foot annually; and (ii) approval to purchase additional passenger seating and replace the carpet currently installed in the newly leased space, in an amount not to exceed \$15,000.00; and

WHEREAS, the effective date of the Agreement will be February 1, 2017; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated December 26, 2016, and Exhibit A attached to said Memorandum found on pages 45-47 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) Staff is authorized to execute an amendment to the current Airport Use Permit and Lease Agreement ("Agreement") between the Jackson Municipal Airport Authority ("JMAA") and American Airlines Group, Inc. ("AA"), to add approximately 1,470 square feet of Exclusive Use Premises to the current lease at the rental rate of \$77.99 per square foot annually; and (ii) approved to purchase additional passenger seating and replace the carpet currently installed in the newly leased space, for an amount not to exceed \$15,000.00; and

IT IS, THEREFORE, FURTHER RESOLVED that the effective date of the Agreement will be February 1, 2017; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated December 26, 2016, and Exhibit A attached to said Memorandum, found on pages 45-47 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Pridgen, Reed,

Nays: None

Abstentions: None

January 23, 2017

Commissioner Hartley encouraged Staff and Mr. Newman, CEO, to continue seeking out and finding opportunities for expansion such as these.

2. *News and Gift Concession Agreement, JAN: Authorization to Execute Agreement (AMS-AJA Jackson J.V.).....Page 48*

Mr. Newman informed the Board that the Minimum Annual Guarantee("MAG") amount may vary in that it can only increase in accordance with the percentage of sales. He

confirmed that the MAG amount is the guaranteed lowest amount JMAA will receive from AMS-AJA each year.

RESOLUTION CY-2017-7

RESOLUTION AUTHORIZING STAFF TO EXECUTE A CONCESSIONS AGREEMENT WITH AMS-AJA JACKSON JV TO PROVIDE RETAIL NEWS AND GIFTS CONCESSIONS

Upon motion by Vice Chairman Dr. Pridgen, seconded by Commissioner Hartley, the following **RESOLUTION** was made and approved by unanimous vote.

WHEREAS, the Board has considered Staff's request for authority to execute a Concessions Agreement ("Agreement") with AMS-AJA Jackson JV ("AMS-AJA"), a Joint Venture, to provide Retail News and Gifts Concessions at the Jackson-Medgar Wiley Evers International Airport ("JAN"); and

WHEREAS, the Joint Venture is comprised of Airport Management Services, a Delaware Limited Liability Company, based in East Rutherford, New Jersey; and AJA Management & Technical Services, Inc., a Mississippi corporation, with its principal office located in Jackson, Mississippi; and

WHEREAS, AMS-AJA will pay a Minimum Annual Guarantee ("MAG") amount of \$184,247.00, which is effectively 11.67% of projected sales, to JMAA and make a capital investment in the amount of \$1,042,482.00 or \$304.00 per square foot regarding the three concessions locations to be operated by it; 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 stage of the project as to the development of design and construction documents. This is necessary for the refurbishment and expansion of existing news and gifts facilities;
- (ii) The Interim Period will commence May 3, 2017, and continue through August 31, 2017, for the stage of the project as to the active construction and refurbishment of the facilities. While active construction is ongoing, news and gifts concession services will be provided via temporary kiosk facilities at three (3) locations at JAN. During this time period, rent for the facilities will be based on a percentage of sales by category;
- (iii) The Operating Period will commence September 1, 2017, and end ten (10) calendar years from the commencement date; and

WHEREAS, AJA Management & Technical Services, Inc., a Certified Disadvantaged Business Enterprise, shall have a 33% interest in AMA-AJA; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated December 26, 2016, found on pages 48-51 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 AMS-AJA Jackson JV ("AMS-AJA"), a Joint Venture, to provide Retail News and Gifts Concessions at the Jackson-Medgar Wiley Evers International Airport ("JAN"); and

IT IS, THEREFORE, FURTHER RESOLVED that AMS-AJA will pay a Minimum Annual Guarantee ("MAG") amount of \$184,247.00, which is effectively 11.67% of projected sales, to JMAA and make a capital investment in the amount of \$1,042,482.00 or \$304.00 per square foot regarding the three concessions locations to be operated by it; and

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

- (iv) The Pre-Occupancy Period will commence on the date of execution of the Agreement and continue through May 2, 2017, for the stage of the project as to the development of design and construction documents. This is necessary for the refurbishment and expansion of existing news and gifts facilities;
- (v) The Interim Period will commence May 3, 2017, and continue through August 31, 2017, for the stage of the project as to the active construction and refurbishment of the facilities. While active construction is ongoing, news and gifts concession services will be provided via temporary kiosk facilities at three (3) locations at JAN. During this time period, rent for the facilities will be based on a percentage of sales by category;
- (vi) The Operating Period will commence September 1, 2017, and end ten (10) calendar years from the commencement date; and

IT IS, THEREFORE, FURTHER RESOLVED that AJA Management & Technical Services, Inc., a Certified Disadvantaged Business Enterprise, shall have a 33% interest in AMA-AJA; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated December 26, 2016, found on pages 48-51 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Pridgen, Reed,

Nays: None

Abstentions: None

January 23, 2017

3. *Agreement to Lease Real Estate, JAN: Authorization to Execute Agreement (Freedom Real Estate).....Page 52*

RESOLUTION CY-2017-8

RESOLUTION AUTHORIZING EXTENSION OF OPTION TO LEASE CONTRACT AND APPROVAL TO NEGOTIATE AND EXECUTE LEASE AGREEMENT WITH FREEDOM REAL ESTATE

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Pridgen, the following **RESOLUTION** was made and approved by unanimous vote.

WHEREAS, the Board has considered Staff's request for: (i) authorization to extend the Contract for Option to Lease Real Estate executed on December 15, 2015, by and between the Jackson Municipal Airport Authority ("JMAA") and Freedom Real Estate, LLC ("Freedom"), through February 6, 2017; and (ii) approval to negotiate and execute a commercial Ground Lease Agreement ("Ground Lease") for up to eighty-two and 37/100^{ths} (82.37) acres of land, the exact acreage contingent upon the outcome of a wetland study requested and being paid for by Freedom; and

WHEREAS, the annual lease payment will be \$4,901.67 per acre per year; and

WHEREAS, the Ground Lease will be for an initial period of forty (40) years from the date of execution of the agreement with an exercisable option by Freedom of two (2) consecutive extensions of five (5) years each upon provision of timely notice to JMAA by Freedom of its intent to exercise each option, if any; and

WHEREAS, each fifth (5th) year during the initial 40-year term of the Ground Lease, Freedom's lease payment to JMAA will be adjusted in an amount commensurate with the percentage change in the Consumer Price Index (All Urban Consumers, Southern Region, 1982-84=100). However, in no case shall the rent paid by Freedom to JMAA be reduced from the prior year's rental amount; and

WHEREAS, the rent to be paid to JMAA under any extension of the initial 40-year lease shall be determined by re-appraisal of the property in accordance with Miss Code of 1972, as amended, Section 61-3-19, the Airport Authorities Law, and any applicable federal statutes and regulations; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated January 17, 2017, along with the attached location map, zoning map, and Duncan Engineering survey map, found on pages 52-57 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that Staff is: (i) authorized to extend the Contract for Option to Lease Real Estate executed on December 15, 2015, by and between the Jackson Municipal Airport Authority (“JMAA”) and Freedom Real Estate, LLC (“Freedom”), through February 6, 2017; and (ii) approved to negotiate and execute a commercial Ground Lease Agreement (“Ground Lease”) for up to eighty-two and 37/100^{ths} (82.37) acres of land, the exact acreage contingent upon the outcome of a wetland study requested and being paid for by Freedom; and

IT IS, THEREFORE, FURTHER RESOLVED that the annual lease payment will be \$4,901.67 per acre per year; and

IT IS, THEREFORE, FURTHER RESOLVED that the Ground Lease will be for an initial period of forty (40) years from the date of execution of the agreement with an exercisable option by Freedom of two (2) consecutive extensions of five (5) years each upon provision of timely notice to JMAA by Freedom of its intent to exercise each option, if any; and

IT IS, THEREFORE, FURTHER RESOLVED that each fifth (5th) year during the initial 40-year term of the Ground Lease, Freedom’s lease payment to JMAA will be adjusted in an amount commensurate with the percentage change in the Consumer Price Index (All Urban Consumers, Southern Region, 1982-84=100). However, in no case shall the rent paid by Freedom to JMAA be reduced from the prior year's rental amount; and

IT IS, THEREFORE, FURTHER RESOLVED that the rent to be paid to JMAA under any extension of the initial 40-year lease shall be determined by re-appraisal of the property in accordance with Miss Code of 1972, as amended, Section 61-3-19, the Airport Authorities Law, and any applicable federal statutes and regulations; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated January 17, 2017, along with the attached location map, zoning map, and Duncan Engineering survey map, found on pages 52-57 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Pridgen, Reed,

Nays: None

Abstentions: None

January 23, 2017

F. Service Agreements

None

G. New Business

1. **Board Travel – Aviation Issues Conference Updates**

(a) AAAE 31st Annual Aviation Issues Conference, January 8-12, 2017

Chairman Reed previously reported about her attendance at the AAAE 31st Annual Aviation Issues Conference, January 10-14, 2016, during the above “Chairman’s Report” portion of the Agenda.

Vice Chairman Dr. Pridgen provided some highlights of the conference and presented a short report concerning it. The report is attached as an exhibit to the January 23, 2017, Board Meeting Minutes. The AAAE’s Aviation Issues Conference Agenda is also attached, as stated above.

Commissioner Pastor Henley provided some of the highlights of the Conference as well. The salient points of his presentation were as follows:

One of the points stressed at the Conference was to fully inform local communities about Passenger Facility Charges (“PFCs”) and possibly change their name. This is because currently the term “PFC” has a negative connotation and certain opponents of “PFCs” have done a good job marketing the term in that manner. Further ACI and AAAE are trying to identify ways to explain to the community that a PFC is simply a user fee, instead of a tax, as categorized by opponents of PFCs. He then identified some of the issues involved with adopting a new name for “PFCs”.

FAA re-authorization was a major topic of discussion, particularly, because of the lack of knowledge concerning the position of the administration of the current President on this issue.

A highlight of the Conference, for Commissioner Pastor Henley, was the presentation as to JMAA’s federal lobbyist, Sam Whitehorn, during the “Morning New Show” segment of the Program. During that segment, Mr. Whitehorn was recognized as being able to effectively represent both sides on any issues, without any problems, and get paid for doing so.

(b) ACI-International World Environmental Standing Committee 35 Meeting March 8-9, 2017, Novotel Citygate, Hong Kong, China

Commissioner Hartley confirmed that the Meeting is in Hong Kong, China. He stated that the trip will provide him with the opportunity to observe the meeting during which he will learn about environmental matters and issues and afterward provide information to JMAA about them.

RESOLUTION CY-2017-9

RESOLUTION APPROVING COMMISSIONER VERNON W. HARTLEY, SR. TRAVELING TO AND PARTICIPATING IN THE AIRPORTS COUNCIL

INTERNATIONAL WORLD ENVIRONMENT STANDING COMMITTEE 35 MEETING

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

WHEREAS, the AIRPORTS COUNCIL INTERNATIONAL (ACI) World Environmental Standing Committee Meeting brings together key members of the World Environment Standing Committee for in-depth discussions of guidelines, policies and recommended practices concerning environmental issues at airports; and

WHEREAS, the 2017 meeting will offer a multi-day format with opportunities for meeting attendees to attend presentations concerning aviation issues related to recommended policies and practices, climate change, air quality, noise standards, alternative fuels, airport's health effects and public awareness and meeting attendees will be able to exchange information with other meeting attendees about a multitude of environmental issues of importance to the Jackson Municipal Airport Authority ("JMAA" or "Authority"), as set forth in the attached Draft Agenda for the 2017 Conference; and

WHEREAS, the Board of Commissioners of JMAA recommends, approves and authorizes the travel, lodging and related expenses for Commissioner Vernon W. Hartley, Sr. to attend and participate in the 2017 ACI World Environment Standing Committee 35 Meeting, March 8-9, 2017 at the Novotel Citygate, Hong Kong, China for the reasons cited above; and

WHEREAS, the current Travel Policy for the Board ("Travel Policy") states that travel outside the continental limits of the United States by a Commissioner on behalf of the Authority shall not be permitted at Authority's expense unless there is specific prior approval by the Board and a determination by the Board that such travel would be "extremely beneficial" to the Authority; and

WHEREAS, based on the above, the Board of Commissioners finds that it will be extremely beneficial to the Authority for Commissioner Vernon W. Hartley, Sr. to attend and participate in the 2017 ACI World Environment Standing Committee Meeting.

NOW, THEREFORE, BE IT RESOLVED, the Board hereby: (i) finds and determines that participation by Commissioner Vernon W. Hartley, Sr. in the ACI World Environment Standing Committee Meeting, March 8-9, 2017, Novotel Citygate, Hong Kong, China will be extremely beneficial to the Authority for the reasons cited above, and (ii) approves and authorizes payment and reimbursement for travel, lodging and related expenses for Commissioner Vernon W. Hartley, Sr. to attend and participate in the 2017 ACI World Environment Standing Committee Meeting as described above, all in accordance with the Travel Policy of JMAA.

Yeas: Hartley, Pridgen, Reed,

Nays: None

Abstentions: Harris, Henley

January 23, 2017

2. **Expression/Comments**

Vice Chairman Dr. Pridgen commended and expressed appreciation to the Staff for their service in greeting and “rolling out the white carpet” for the arrival of Dr. Mary Breaux Wright, Zeta Phi Beta Sorority, Incorporated’s International President when she arrived at the Jackson-Medgar Wiley Evers International Airport on Saturday, January 21, 2017. She thanked Staff for the attention paid to details. Further, she thanked Mr. Kelly Elliot, Operations Manager, and his team for their efforts concerning the arrival of Dr. Wright. She added that Dr. Wright was very impressed with the treatment and service that she received from the Staff of JMAA.

Next, Commissioner Hartley informed the Board that he received a positive comment from Ms. Evelyn Bumper, Executive Director of the Mississippi Transportation Association, as to Mr. Jack Thomas, Director of DBE & Community Development, and the Aviation Industry Day event coordinated by Mr. Thomas. He added that Ms. Bumper informed him that it was an excellent program and an outstanding event. Therefore, Ms. Bumper hopes that JMAA continues to host the event.

Then, Mr. Newman recognized Mr. Charles Theus with Freedom Realty. Mr. Theus addressed Board and thanked the Board for resolving to move forward with the lease agreement project.

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. Pridgen then moved that the Board go into a Closed Session to discuss whether to go into an Executive Session to consider a matter 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 4:51 p.m.

CLOSED SESSION

Vice Chairman Dr. Pridgen then moved that the Board enter into Executive Session to discuss one (1) pending litigation matter, the Tony Yarber, et al. vs. Governor Dewey Phillip “Phil” Bryant, et al lawsuit. Commissioner Hartley 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 4:56 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 into Executive Session to consider one (1) pending litigation matter, the Tony Yarber, et al. vs. Governor Dewey Phillip “Phil” Bryant, et al lawsuit.

Chairman Reed asked all present, with the exception of 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 4:58 p.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed one (1) pending litigation matter the Tony Yarber, et al. vs. Governor Dewey Phillip “Phil” Bryant, et al lawsuit.

The Board took no action as to one (1) pending litigation matter, the Tony Yarber, et al. vs. Governor Dewey Phillip “Phil” Bryant, et al lawsuit.

Upon motion by Vice Chairman Dr. Pridgen, seconded by Commissioner Hartley, and unanimous approval, the Executive Session was ended at 5:27 p.m.

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 5:28 p.m.

Chairman Reed announced that the meeting was once again open. She then announced that during Executive Session the Board discussed one (1) pending litigation matter, the Tony Yarber, et al. vs. Governor Dewey Phillip “Phil” Bryant, et al lawsuit and took no action concerning the matter.

VII. ADJOURNMENT

Thereafter, it was moved by Commissioner Hartley, seconded by Vice Chairman Dr. Pridgen, and resolved by a majority vote of the Commissioners 4-1-0 (Commissioner Henley voted “Nay”) that the meeting of the Board is ADJOURNED at 5:29 p.m.

Respectfully submitted,

Ms. Evelyn O. Reed, Commissioner and Chairman

Rosie L.T. Pridgen, Ph.D., Commissioner and Vice Chairman

Ms. LaWanda D. Harris, Commissioner

Mr. Vernon W. Hartley, Sr., Commissioner

Pastor James L. Henley, Jr., Commissioner