

**REGULAR MONTHLY MEETING OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
JANUARY 27, 2014**

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 (“HKS”), in Jackson, Mississippi at 4:00 p.m. on Monday, January 27, 2014 (the “Meeting”), pursuant to proper notice.

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

Vice Chair Dr. Sylvia Stewart, presided, called the Meeting to order, and called the roll of Commissioners.

The following Commissioners were present in person at the Meeting.

Dr. Sylvia Stewart, Vice Chair
Mr. Vernon W. Hartley, Sr., Commissioner
Pastor James L. Henley, Jr., Commissioner
Jeffery A. Stallworth, Commissioner
Evelyn O. Reed, Commissioner

Vice Chair Stewart noted that a quorum was present as required by the Bylaws, and announced that the Meeting would proceed.

Vice Chair Stewart requested and Commissioner Stallworth offered an invocation.

The following other persons were also present at the Meeting.

Dirk Vanderleest, JMAA Chief Executive Officer
René Woodward, JMAA Chief Administrative Officer
Bonnie Wilson, JMAA Chief Operating Officer
Cindy Crotchett, JMAA Executive Assistant
John L. Walker, Walker Group, PC Attorneys at Law
Phillip J. Brookins, Walker Group, PC Attorneys at Law
Rita Thomas, Walker Group, PC Attorneys at Law
D. Jeffrey Wagner, Baker Donelson Bearman Caldwell & Berkowitz, PC
A. Brent Saunders, CPA, Breazeale, Saunders & O'Neil, Ltd.
J. Patrick Baldwin, CPA Breazeale, Saunders & O'Neil, Ltd.
Woody Wilson, JMAA Senior Director of Capital Planning
Gary Cohen, JMAA Chief Financial Officer
Kenneth Randolph, JMAA Airport Police Chief
Jack Thomas, JMAA Director of Disadvantaged Business Enterprise
Gene Moore, JMAA Director of Marketing and Communications

Shawn Hanks, JMAA Information Technology Manager
Rhonda Knight, JMAA Human Resources Manager
Kelly Elliott, JMAA Aviation Operations Manager
William Dickson, JMAA Airport Security Manager
Garry Montgomery, JMAA Maintenance Manager
Joyce Tillman, JMAA Facilities Engineer
Jack Weldy, JMAA Properties Manager
Patrick Minor, JMAA Acting Communication Supervisor
Kimberly Farmer, JMAA Administrative Project Support
Charles A. Lott, Jr. P.E., Neel-Schaffer, Inc.
Thomas C. Henderson, IV, P.E., Neel-Schaffer, Inc.

II. APPROVAL AND EXECUTION OF MINUTES.

A. Special Meeting of the Board of Commissioners, December 19, 2013.

After discussion, upon motion duly made by Commissioner Hartley, seconded by Commissioner Henley, 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.

IV. ELECTION OF THE CHAIRMAN OF THE BOARD

A. Introduction of the Action

Commissioner Stallworth requested the Board consider the Election of the Chairman of the Board at this point in the meeting. Vice Chair Stewart agreed with the request and called for motions of nomination.

Commissioner Stallworth nominated Commissioner Henley to serve as Chairman, Commissioner Reed seconded the nomination.

Vice Chair Stewart called for any discussion. Commissioner Hartley requested that it be recorded in the minutes that in accordance with the Bylaws of the Authority, the Board is expected to elect a Chairman and Vice Chairman at the Regular Monthly Meeting of the Board in September of each year to serve during the next fiscal year of the Authority. Therefore, in the case of this election, the effective date of the term of Chairman will be January 27, 2014 through September 30, 2014, or until the naming of a successor via election.

After discussion, upon motion duly made by Commissioner Stallworth, seconded by Commissioner Reed and approved by the affirmative votes of all the Board adopted the following resolution.

**RESOLUTION ELECTING BOARD OFFICERS FOR
FISCAL YEAR 2014**

WHEREAS, the Bylaws of the Jackson Municipal Airport Authority (the “Authority”) provide that the Board of Commissioners (the “Board”) of the Authority should elect a Chairman each year to serve during the fiscal year of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby elects Pastor James L. Henley, Jr., to serve as Chairman of the Board during the remainder of Fiscal Year 2014 and until the taking of office of **his** successor.

V. REPORTS.

A. Chief Executive Officer.

1. *Airport Project Manager Summary, Period Ending December 31, 2013.*
2. *Airport Activity Statistics Report, Period Ending December 31, 2013.*

Mr. Vanderleest directed the Board’s attention to the Airport Project Manager Summary and the Airport Activity Statistics Report as found in the packet distributed to the Board prior to the Meeting (the “Packet”), and discussed these reports with the Board. A copy of the Packet is attached as an exhibit to the minutes of the Meeting.

3. *Employee and Organizational Recognitions.*

- a. Employee of the Month, January 2014: Officer Eric Quick, Certified Police Officer, Department of Public Safety

Mr. Vanderleest recognized and commended Mr. Quick for being named Employee of the Month for January 2014.

- b. Employee of the Year 2013: Christopher Rogers, Airport Security Liaison, Airport Security Department

Mr. Vanderleest recognized and commended Mr. Rogers for being named Employee of the Year for 2013.

B. Attorney

Mr. Walker said that the attorneys had nothing of a specific nature to report at this time but did provide the Commissioners with copies of the resolutions proposed for that day's meeting.

Chairman Henley said that, as requested and affirmed by resolution of the Board of Commissioners introduced and passed at the Special Meeting of the Board on December 19, 2013, he had received a report from Baker Donelson ("BD") regarding the status of various open legal matters and wished to introduce a resolution to clarify the division of assignments as they relate to services provided by Walker Group, PC ("WG") and BD.

Chairman Henley then introduced the proposed action, reading it into the record of the meeting as follows:

Regarding the identified matters and projects contained in the December 31, 2013, Baker Donelson memo as to the status of matters and projects being handled by BD, the following shall take place:

Walker Group shall immediately begin handling the following numbered matters and projects:

1. Airline Permits
2. Board Governance
3. Concession Agreements
10. General Administration
11. Grants
12. Ground Transportation
13. Labor and Employment
14. Law Enforcement except for the matter identified in 14(a)
17. Procurements

Baker Donelson shall continue to handle the other numbered matters and projects until further notice to include:

4. Construction Projects.

- (a) Storm Water Drainage at Jackson-Medgar Wiley Evers International Airport.
- (b) Terminal Improvements at Jackson Medgar Wiley Evers International Airport.
- (c) Airport Security and Access Control Systems Improvements/Premises Distribution System at Jackson-Medgar Wiley Evers International Airport.
- (d) Northwest Ramp Repair and Repaving at Hawkins Field Airport.
- (e) Quick Turn Around Rental Car Facility at Jackson- Medgar Wiley Evers International Airport.
- (f) Roof Repair and Replacement at Hawkins Field Airport.
- (g) Catering Kitchen Renovation at Jackson-Medgar Wiley Evers International Airport.
- (h) Construction Improvements to the West Runway at Jackson-Medgar Wiley Evers International Airport.
- (i) Runway, Taxiway and Ramp Marking Maintenance at Jackson-Medgar Wiley Evers International Airport.
- (j) Assessment and Repair of Aircraft Aprons at Jackson-Medgar Wiley Evers International Airport.
- (k) Power Resources Evaluation and Improvements - Vault and Generator at Jackson- Medgar Wiley Evers International Airport.
- (l) Power Resources Evaluation and Improvements - Boiler Construction at Jackson- Medgar Wiley Evers International Airport.

- (m) Pavement Assessment /Overlay Runway 16/34 at Hawkins Field Airport.
 - (n) FAA Building Site Drainage and Stabilization at Jackson-Medgar Wiley Evers International Airport.
 - (o) Roadway Signage Improvement at Jackson–Medgar Wiley Evers International Airport.
 - (p) Renovation/Build Out of Atlantic Aviation Building at Jackson-Medgar Wiley Evers International Airport.
 - (q) HVAC Project on Fifth Floor of Jackson-Medgar Wiley Evers International Airport.
 - (r) Lighting Assessment Services at Jackson-Medgar Wiley Evers International Airport.
5. Economic Development.
- (a) Project 7 Up
 - (b) Mercury Air.
 - (c) Mississippi Healthcare Corridor Commission.
6. East Metro Corridor Commission.
7. Federal Aviation Administration.
- (a) The Federal Aviation Administration (“FAA”) leases.
 - (i) A building designed and built by JMAA for the FAA; and
 - (ii) Terminal space at Jackson-Medgar Wiley Evers International Airport.
 - (b) Compliance and regulatory matters.
8. Finance and Bond Issues.
9. Fixed Base Operators.

14. Law Enforcement exclusively in the matter of State of Mississippi v. Julie Melissa Gilliland,
18. Real Estate Matters.
19. Service Agreements.

As regards legislation and litigation the following:

15. Legislation: Baker Donelson shall work in conjunction with Walker Group
16. Litigation: Baker Donelson shall handle the current arbitration until final resolution however Baker Donelson shall give Walker Group monthly status reports.

Baker Donelson regarding matters and projects handled by it shall provide to Walker Group all information and documents requested by Walker Group.

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

RESOLUTION DELINEATING ASSIGNMENT OF LEGAL MATTERS TO THE WALKER GROUP, PC, AND BAKER DONELSON, PC, RESPECTIVELY

WHEREAS, the Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority”) has reviewed and considered (i) a memorandum dated December 31, 2013, prepared by Baker Donelson (“BD”) regarding the status of open legal matters (the Memorandum”) incorporated herein by reference; and (ii) has determined that certain matters shall be addressed by the Walker Group, PC (“WG”) and other matters by BD in coordination with WG;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby directs that (i) WG shall immediately begin handling the matters and projects identified above and more specifically detailed in the Memorandum; and (ii) BD shall continue to address matters and projects identified above and more specifically detailed in the Memorandum; and (iii) As regards legislation BD shall work in conjunction with WG; and (iv) as regards litigation BD shall handle the current arbitration until final resolution however Baker Donelson

shall give WG monthly status reports; and (v) BD regarding matters and projects handled by it shall provide to WG all information and documents requested by WG.

VI. ACTION ITEMS.

A. Financial Matters.

1. *Financial Reports for December 2013.*

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

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

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

RESOLUTION ACCEPTING FINANCIAL REPORTS FOR DECEMBER 2013, AND APPROVING AND AUTHORIZING PAYMENT OF CLAIMS DOCKET FOR DECEMBER 2013

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered (i) the Balance Sheet and Income Statement for the Authority for the month and period ending December 2013 (the "Financial Reports"), and (ii) the Claims Docket for the Authority for the month of December 2013 (the "Claims"), each of which was (i) included in the packet distributed to the Board prior to the January 27, 2014, 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 \$1,293,458.04.

- d. Fiscal Year 2013 Financial Audit: Accept.

Mr. Vanderleest reminded the Board that the FY2013 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 23, 2014.

Mr. Vanderleest said that it was appropriate at this time for the Board to consider accepting the (i) letter dated January 27, 2014, to the Board describing significant audit findings (the “Letter re Significant Audit Findings”); (ii) Management Letter addressed to the Board dated September 30, 2103 (the “Management Letter”); and the (iii) Audited Financial Statements and Independent Auditors’ Reports on Internal Accounting Controls and Compliance, September 30, 2013 (the “Audited Financial Statements”) (collectively, the “Financial Reports”).

Mr. Vanderleest directed that copies of the FY2013 Audit Report be attached as exhibits to the minutes of the Meeting.

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

**RESOLUTION ACCEPTING FISCAL YEAR 2013
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) the Audited Financial Statements and Independent Auditors’ Reports on Internal Accounting Controls and Compliance dated September 30, 2013; (ii) the Management Letter dated September 30, 2013; and (iii) a letter dated January 27, 2014, describing the Auditors’ responsibilities and the scope and timing of the audit (collectively, the “FY2013 Audit Report”); and

WHEREAS, the Board has reviewed and considered the FY 2013 Audit Report;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby approves and accepts the FY2013 Audit Report.

- e. Quarterly Financial Reports: Accept

Mr. Vanderleest directed that copies of the financial reports (“Quarterly Report”) for the First Quarter FY2014 be attached as exhibits to the minutes of the Meeting.

A. Service Agreements.

Mr. Vanderleest directed the Board's attention to the memoranda in the Packet, which described these matters, and discussed these matters with the Board.

1. *JMAA Contract No. 12-010, General Aviation Consulting Services, JMAA: Authorize Extension of Agreement (Aviation Management Consulting Group, Inc.).*

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

**RESOLUTION APPROVING AND AUTHORIZING
EXTENSION OF THE EXISTING PROFESSIONAL SERVICE
AGREEMENT WITH
AVIATION MANAGEMENT CONSULTING GROUP, INC.**

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 the service agreements identified below, as more particularly described in a memorandum (i) included in the packet distributed to the Board prior to the January 27, 2014, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference; and

WHEREAS, the Board has reviewed the Memorandum and considered the recommendations therein by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, take the following actions:

The Board approves and authorizes extension of the existing professional services agreement with Aviation Management Consulting Group, Inc. ("AMCG"), whereby AMCG will provide general aviation consulting services for a period of one calendar year, with fees for such services not to exceed \$9,511.80 (the "AMCG Agreement"), all as more particularly set out in the Memorandum dated January 17, 2014, which describes this matter, said AMCG 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 (the “CEO”), as evidenced by his execution thereof.

2. ***Air Service Development Consulting, JMAA: Approve Agreement (Boyd Group International).***

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

RESOLUTION APPROVING AND AUTHORIZING EXTENSION OF THE EXISTING PROFESSIONAL SERVICE AGREEMENT WITH THE REGIONAL AIRLINE MANAGEMENT SYSTEMS, INC., A COLORADO CORPORATION DOING BUSINESS AS BOYD GROUP INTERNATIONAL

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 the service agreements identified below, as more particularly described in a memorandum (i) included in the packet distributed to the Board prior to the January 27, 2014, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference; and

WHEREAS, the Board has reviewed the Memorandum and considered the recommendations therein by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, take the following actions:

The Board approves and authorizes negotiation and execution of a professional services agreement with Regional Airline Management Systems, Inc., a Colorado corporation doing business as Boyd Group International (“BGI”), whereby BGI will assist JMAA with air service development and retention, with fees for such services not to exceed \$65,000 (the “BGI Agreement”), all as more particularly set out in the Memorandum dated January 9, 2014, which describes this matter, said BGI Agreement to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the CEO, as evidenced by his execution thereof.

3. ***Airport Security Surveillance Camera Repairs, JAN: Authorize Agreement (Global Sector Services, Inc.).***

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

**RESOLUTION APPROVING AND AUTHORIZING NEGOTIATION
AND EXECUTION OF A SERVICES AGREEMENT WITH
GLOBAL SECTOR SERVICES, INC.**

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 the service agreements identified below, as more particularly described in a memorandum (i) included in the packet distributed to the Board prior to the January 27, 2014, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference; and

WHEREAS, the Board has reviewed the Memorandum and considered the recommendations therein by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, take the following actions:

The Board approves and authorizes negotiation and execution of a services agreement with Global Sector Services, Inc. (“GSSI”), whereby GSSI will provide repair services, including replacement equipment, for the existing airport security closed circuit television (CCTV) surveillance system, with total fees and expenses for such services not to exceed \$50,000 (the “GSSI Agreement”), all as more particularly set out in the Memorandum dated January 21, 2014, which describes this matter, said GSSI Agreement to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the CEO, as evidenced by his execution thereof.

C. **Construction Projects.**

Mr. Vanderleest directed the Board’s attention to the memorandum in the Packet, which described these matters, and discussed these matters with the Board.

1. ***JMAA Contract No. 014-11-092, Airport Security and Access Control System Improvements; Premises Distribution System, JAN: Approve Change Order No. 2 (Webster Electric Co. Inc.,).***

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

**RESOLUTION APPROVING AND AUTHORIZING
CERTAIN ACTION WITH RESPECT TO A CERTAIN
CONSTRUCTION PROJECT**

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 by a memorandum (i) included in the packet distributed to the Board prior to the January 27, 2014, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference; and

WHEREAS, the Board has reviewed the Memorandum and considered the recommendations therein by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, take the following actions:

1. The Board approves and authorizes (i) execution and accomplishment of Change Order No. 2 to Contract No. 014-14-092 with Webster Electric Co., Inc. in connection with JMAA Project No. 014-11, Airport Security and Access Control System Improvements; Premises Distribution System at JAN as more particularly described in the Memorandum dated January 17, 2014, which describes this matter.

D. Procurements.

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

E. Grants.

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

F. Other Matters.

1. *Obsolete Furniture, JMAA: Declare Equipment Surplus and Authorize Sale.*

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

**RESOLUTION DECLARING CERTAIN EQUIPMENT AS
SURPLUS AND AUTHORIZING TRANSFER TO THE
ROWAN MIDDLE SCHOOL
IN THE CITY OF JACKSON, MISSISSIPPI**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the "Authority") has compiled a list of certain school room style combination desk chairs that are no longer needed by the Authority for the conduct of its business (the "Surplus Equipment"), said list of Surplus Equipment being described in that certain memorandum dated January 13, 2014, (i) included in the packet distributed to the Board prior to the January 27, 2014, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (the "Memorandum"); and

WHEREAS, the staff of the Authority has (i) advised the Board of Commissioners (the "Board") of the Authority that the Surplus Equipment is no longer needed by the Authority for the conduct of its business and should be declared surplus and has further advised the Board that the Rowan Middle School, in the City of Jackson, Mississippi ("Rowan"), has expressed a need for the Surplus Equipment and a willingness to pay a nominal amount to the Authority for said Surplus Equipment, as set out in 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 finds and determines that (i) the Surplus Equipment is surplus and no longer needed for Authority purposes and is not to be used in the Authority's operations; (ii) Rowan has expressed a need and use for the Surplus Equipment, as set out in the Memorandum; and (iii) the sale of the Surplus Equipment to

Rowan for a nominal amount will promote and foster the development and improvement of the Authority, the community in which it is located, and Rowan, and the civic, social, educational, cultural, moral, economic or industrial welfare thereof; and

RESOLVED, FURTHER, the Board hereby approves and authorizes the sale of the Surplus Equipment to Rowan, as identified in the Memorandum, for \$1.00, subject to proper documentation in accordance with applicable law.

2. *Legislation: Support and Endorse*

Mr. Vanderleest directed the Board's attention to the memoranda in the Packet, which described these matters, and discussed these matters with the Board and provided a brief overview of the legislation, noting that all three bills have been endorsed by the Mississippi Airports Association.

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

**RESOLUTION ENDORSING CERTAIN LEGISLATION
AND AUTHORIZING ATTORNEY ALAN MOORE OF BAKER
DONELSON BEARMAN CALDWELL AND BERKOWITZ TO
UNDERTAKE LOBBYING EFFORTS TO ENSURE PASSAGE**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the "Authority") has identified certain legislation before the Mississippi Legislature beneficial to the Authority and airports in the state of Mississippi generally, (the "Legislation"), and the Legislation has been endorsed by the Mississippi Airport Association, said Legislation being described in that certain memorandum dated January 21, 2014, (i) included in the packet distributed to the Board prior to the January 27, 2014, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (the "Memorandum"); and

WHEREAS, the Board has reviewed the Memorandum and considered the recommendations therein by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, take the following actions:

The Board approves and authorizes (i) the endorsement of the

Legislation addressing (i) a proposed Mississippi Air Service Incentive Program; (ii) authorizing municipal airport authorities to utilize “new markets tax credits” to finance improvements and capital development; and (iii) Internet Sales of Surplus Property, to revise the current requirement to advertise the sale surplus airport property in newspapers and allow these sales to be advertised on internet sites reaching a wider audience and potentially enhancing the revenue generated by these sales; as more particularly described in the Memorandum dated January 17, 2014, which describes this matter.

3. *Early Issues.*

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

4. *Board Travel.*

Mr. Vanderleest stated that he, Ms. Woodward, JMAA’s Chief Administrative Officer, Mr. Gene Moore, JMAA’s Director of Marketing and Communications, and Mr. Duane O’Neil have scheduled a meeting with United Airlines (“United”) in Chicago, Illinois, for February 7, 2014, to discuss the potential for United Airlines to provide service from JAN to Denver at which time they intend to provide United with information on JMAA’s marketing assistance policies. As background, Mr. Vanderleest reminded the Board that United Airlines will be adding an additional flight from JAN to Chicago O’Hare International Airport, and to George Bush Intercontinental Airport commencing June 5, 2014.

Commissioner Reed expressed an interest in attending the meeting with United.

After discussion, upon motion duly made by Commissioner Hartley, seconded by Commissioner Stallworth, 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
COMMISSIONER REED**

WHEREAS, Commissioner Evelyn O. Reed, (“Commissioner Reed”) a member of the Jackson Municipal Airport Authority Board of Commissioners (the “Board”) Dirk Vanderleest, Chief Executive Officer of the Jackson Municipal Airport Authority (the “Authority”) Mr. Duane O’Neil, President of the Greater Jackson Partnership and certain members of the staff of the Authority have scheduled a meeting with representatives of United Airlines (“United”) at United’s corporate headquarters in Chicago, Illinois on February 7,

2014, to discuss commercial passenger air service between Jackson – Medgar Wiley Evers International Airport and Denver International Airport as well as certain other air service development issues (the “United Meeting”);

NOW, THEREFORE, BE IT RESOLVED, the Board hereby (i) determines that attendance at the United Meeting by Commissioner Reed, 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 Commissioner Reed in connection with her attendance at the United Meeting, all in accordance with the Authority’s Travel Policy.

VI. ADJOURNMENT.

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

Respectfully submitted,

Pastor James L. Henley, Jr. Chairman

Dr. Sylvia Stewart, Vice Chair

Mr. Vernon W. Hartley, Sr.

Jeffery A. Stallworth, Commissioner

Evelyn O. Reed, Commissioner