

REGULAR MONTHLY MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS
JANUARY 28, 2013

The Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority” or “JMAA”) met in the Main Terminal Building, Hawkins Field, Jackson, Mississippi, at 4:00 p.m. on Monday, January 28, 2013 (the “Meeting”), pursuant to proper notice.

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

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 at this time.

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

Commissioner Glenda Glover participated in the Meeting by telephone. Commissioner Glover could hear everyone who spoke during the Meeting, and everyone at the Meeting could hear Commissioner Glover.

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
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
(DBE) and Community Development
Cindy Crotchett, JMAA Executive Assistant
Arnetrius Reed Branson, JMAA Comptroller

Kimberly Farmer, JMAA Administrative Project Support
Donald Miley, JMAA Housekeeper
Garry Montgomery, JMAA Maintenance Manager
Chuck Lott, Neel-Schaffer, Inc.
Jim White, Waggoner Engineering, Inc.
Barbara Blackmon, Blackmon and Blackmon
Alan Moore, Baker Donelson Bearman Caldwell & Berkowitz
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz
Marlena Pickering, Baker Donelson Bearman Caldwell & Berkowitz

II. APPROVAL AND EXECUTION OF MINUTES.

A. Special Meeting of the Board of Commissioners, December 20, 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, 2012.*
2. *Airport Activity Statistics Report, Period Ending December 31, 2012.*

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. *Images of Mississippi Unveiling Reception.*

Mr. Vanderleest thanked the staff of the Authority for their hard work in connection with the Images of Mississippi Reception which had been held on January 24, 2013, at Jackson-Medgar Wiley Evers International Airport ("JAN").

4. *East Runway Pavement, JAN.*

Mr. Vanderleest informed the Board that paving on Runway 16L/34R is going well, and that April 1, 2013 is the current target date for reopening the runway.

5. *Employee Recognitions.*

- a. Employee of the Month, January 2013: Donald Miley, Housekeeper I, Department of Maintenance

Mr. Vanderleest recognized and commended Mr. Miley for being named Employee of the Month for January 2013.

B. Attorney.

1. *JMAA 2013 Venue Legislation.*

Mr. Moore reminded the Board that, at the December 20, 2012, Special Meeting of the Board (the "December Meeting"), the Board had discussed proposed legislation to ensure that certain non-felony charges, such as traffic tickets, would be handled in the courts of the county in which an airport is located, rather than the county which is the principal site of the municipality which formed the airport (the "Proposed Legislation"). For JMAA purposes, that would shift judicial proceedings for those non-felonies committed at Jackson-Medgar Wiley Evers International Airport ("JAN") from Hinds County and City of Jackson Municipal Court to the courts in Rankin County. A copy of the Proposed Legislation is attached as an exhibit to the minutes of this Meeting.

Subsequent to the December Meeting and as directed by the Board, Mr. Moore met with representatives of the City of Jackson and Hinds County to discuss the Proposed Legislation and to ensure that Mayor Johnson and other elected officials were not opposed to the Proposed Legislation. After discussing the Proposed Legislation with Mayor Johnson, Mr. Moore had reported to the Board via email that the City of Jackson would not oppose the Pending Legislation. The Board then provided authorization, via email correspondence, for Mr. Moore to submit the Proposed Legislation to the 2013 Mississippi Legislation Session for consideration and adoption.

Mr. Moore said that it would be appropriate at this time for the Board to adopt a resolution indicating its support of and approval for the Proposed Legislation.

After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Glover, and approved by the affirmative votes of Commissioners Glover, Patton and Stewart, with Commissioner Irvin voting in the negative, the Board adopted the following resolution.

**RESOLUTION APPROVING AND AUTHORIZING
SUBMITTAL OF PROPOSED LEGISLATION TO 2013
MISSISSIPPI LEGISLATURE**

WHEREAS, legal counsel and senior staff for the Jackson Municipal Airport Authority (the “Authority”) have recommended that the Board of Commissioners (the “Board”) of the Authority approve and authorize certain proposed legislation which would provide for prosecution of non-felony offenses occurring at Jackson-Medgar Wiley Evers International Airport to be conducted in the courts of Rankin County, as opposed to Hinds County (the “Proposed Legislation”), a copy of said Proposed Legislation being attached to the minutes of the January 28, 2013, Regular Monthly Meeting of the Board; and

WHEREAS, the Board has reviewed the Proposed Legislation and considered said recommendation;

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 the Proposed Legislation and authorize and direct legal counsel and the staff of the Authority to submit the Proposed Legislation to the Legislature for consideration and adoption.

V. ACTION ITEMS.

A. Financial Matters.

- 1. *Financial Reports for December 2012.***
 - a. Balance Sheet: Accept.
 - b. Income Statement: Accept.
 - c. Claims Docket for December 2012: Approve.

Mr. Vanderleest directed the Board's attention to the above referenced financial reports for December 2012, and the Claims Docket for December 2012, 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 2012 AND APPROVING AND
AUTHORIZING PAYMENT OF CLAIMS DOCKET
FOR DECEMBER 2012**

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, 2012 (the "Financial Reports") and (ii) the Claims Docket of the Authority for the month of December 2012 (the "Claims"), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board prior to the January 28, 2013, 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 \$3,155,343.48.

- d. Fiscal Year 2012 Financial Audit: Approve.

Mr. Vanderleest reminded the Board that the FY2012 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 24, 2013. Mr. Vanderleest said that it was appropriate at this time for the Board to consider accepting the (i) letter dated January 28, 2013, to the Board describing significant audit findings (the "Letter re Significant Audit Findings"); (ii) Management Letter addressed to the Board dated September 30, 2012, 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, 2012 (the “Audited Financial Statements”) (collectively, the “FY2012 Audit Report”). Mr. Vanderleest directed that copies of the FY2012 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 2012 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 28, 2013, to the Board describing significant audit findings (the “Letter re Significant Audit Findings”); (ii) Management Letter addressed to the Board dated September 30, 2012, 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, 2012 (the “Audited Financial Statements”) (collectively, the “FY2012 Audit Report”); and

WHEREAS, the Board has reviewed and considered the FY2012 Audit Report;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby approves and accepts the FY2012 Audit Report.

a. Quarterly Statistics.

Mr. Vanderleest directed the Board’s attention to the summary of the First Quarter FY2013 statistics in the Packet. The Board discussed the First Quarter FY2013 statistics, but took no action.

B. Service Agreements.

1. *Employee Training, JMAA: Authorize Agreement.*
2. *MEA Medical Clinic Drug Testing Consortium, JMAA: Authorize Amendment to Agreement.*
3. *JMAA Contract No. 12-015, Federal Government Representation Retainer Agreement: Authorize Renewal.*
4. *JMAA Contract No. 11-009, Wildlife Hazard Assessment Training, JAN & HKS: 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.

After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Glover, 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 (the "Board") of the Authority 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 28, 2013, 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 with Mike Scott and Associates (“MSA”), whereby MSA will provide a customized, one-day interactive workshop training program for senior staff and JMAA managers to focus on increasing revenues and profits by improving accountability and productivity, with fees for such services not to exceed \$10,000 (the “MSA Agreement”), all as more particularly set out in the Memorandum dated December 28, 2012, which describes this matter, said MSA 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 an amendment to the existing agreement with MEA Medical Clinic Drug Testing Consortium (“MEA”) to provide certain drug and alcohol testing for Authority personnel to incorporate MEA’s new fee schedule (the “MEA Amendment”), said MEA Amendment to be in such form and to contain such terms and conditions consistent with the Memorandum dated January 15, 2013, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
3. The Board approves and authorizes negotiation and execution of a 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 with a special focus on economic stimulus opportunities, with fees for such services not to exceed \$60,000 plus out-of-pocket expenses (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 10, 2013, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
4. The Board approves and authorizes negotiation and execution of an amendment to the professional services

agreement with DeTect, Inc. (“DeTect”), whereby DeTect will provide professional wildlife management support and training at Jackson – Medgar Wiley Evers International Airport and Hawkins Field, with fees for such services not to exceed \$15,000 (the “DeTect Amendment”), said DeTect Amendment to be in such form and to contain such terms and conditions consistent with the Memorandum dated January 19, 2013, 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. 018-12-040, Federal Aviation Administration Building, Airports District Office Conference and Break Room Modification, JAN: Approve Change Order No. 1.***
2. ***JMAA Project No. 021-12 and Contract No. 021-12-043, Reconstruction of Former Catering Space and Delta Operations Area, JAN: Authorize Amendment to Agreement and Advertisement for Bid.***
3. ***JMAA Project No. 030-13, Northwest Ramp Repair and Repaving, HKS: 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.

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
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 28, 2013, 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 (i) execution and accomplishment of Change Order No. 1 to Contract No. 018-12-040 with Nicholas Acoustics & Specialty Company, Inc. (“NASC”) in connection with Project No. 018-12, Federal Aviation Administration Building, Airports District Office Conference and Break Room Modification at Jackson-Medgar Wiley Evers International Airport (“JAN”), as more particularly described in the Memorandum dated January 11, 2013, which describes this matter; and (ii) an increase to the total project budget by \$960 for a new total of \$119,965, as set forth in said Memorandum.
2. The Board (i) approves and authorizes negotiation and execution of an amendment to the professional services agreement with Scott C. Woods and Associates, P.A. (“SCWA”), pursuant to which SCWA will provide additional design and construction review and administrative services in connection with JMAA Project No. 021-12, Reconstruction of Former Catering Space and Delta Airlines Flight Operations Area (the “Catering Area Project”), with the additional cost not to exceed \$19,100 for a new total of \$46,035 (the “SCWA Amendment”); (ii) approves and authorizes publication of an advertisement for bids for construction of the Catering Area Project; and (iii) authorizes and accepts a project budget of \$639,235 for the Catering Area Project; all as more particularly described in the Memorandum dated January 19, 2013, which describes this matter, said SCWA 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.

3. The Board (i) approves and authorizes negotiation and execution of a professional services agreement with Neel-Schaffer, Inc. (“NSI”), pursuant to which NSI will provide engineering services for design and construction administration in connection with JMAA Project No. 005-13, Northwest Ramp Repair and Repaving at Hawkins Field (the “HKS Ramp Repair Project”); with fees and expenses not to exceed \$76,000 (the “NSI Agreement”); and (ii) approves, authorizes and directs the staff of the Authority to take all steps necessary and appropriate to apply for and accept Mississippi Department of Transportation Multi-Modal Transportation Improvement Program grant funds to support the HKS Ramp Repair Project; said NSI Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated January 19, 2013, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

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. ***Equipment Maintenance Service Operating Agreement, JAN: Authorize Agreement.***

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

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

**RESOLUTION APPROVING AND AUTHORIZING
SHORT-TERM OPERATING AGREEMENT WITH GFM
SERVICE, 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 negotiation and execution of a short-term equipment maintenance services operating agreement with GFM Service, Inc. (“GFM”) to allow GFM to provide ground service equipment maintenance and repair for Delta Air Lines at Jackson-Medgar Wiley Evers International Airport (the “GFM Agreement”), pursuant to which the Authority will receive three percent (3%) of the monthly gross revenues generated under the GFM Agreement, all as more particularly described in the memorandum dated January 19, 2013, which was (i) included in the packet distributed to the Board prior to the January 28, 2013, 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, approve and authorize negotiation and execution of the GFM Agreement, said GFM 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.

2. *Surplus Equipment and Sale: 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 Stewart, seconded by Commissioner Glover, 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
CITY OF PEARL, MISSISSIPPI**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the “Authority”) has compiled a list of certain communications equipment 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 19, 2013, (i) included in the packet distributed to the Board prior to the January 28, 2013, 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 City of Pearl, Mississippi (the “City”), 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) the City 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 the City for a nominal amount will promote and foster the development and improvement of the Authority, the community in which it is located, and the City, 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 the City, as identified in the Memorandum, for \$1.00 each, subject to proper documentation in accordance with applicable law.

3. ***University of Mississippi Medical Center, Hawkins Field Complex.***

Mr. Vanderleest reminded the Board that at the Board Work Session on January 24, 2013 (the "Work Session"), David Powe, Associate Vice Chancellor for Administration for the University of Mississippi Medical Center ("UMC"), had discussed a proposal whereby UMC would create a comprehensive health care education, communications and training center at Hawkins Field, including facilities to support helicopters and fixed wing aircraft utilized by UMC (the "Proposed UMC Complex"). Mr. Vanderleest asked the Board to consider approving and authorizing JMAA's representatives to negotiate the terms and conditions of a Memorandum of Understanding with UMC in connection with the Proposed UMC Complex, and to report thereon to the Board.

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
NEGOTIATION AND EXECUTION OF MEMORANDUM
OF UNDERSTANDING WITH THE UNIVERSITY OF
MISSISSIPPI MEDICAL CENTER**

WHEREAS, at the January 24, 2013, Work Session of the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority"), David Powe, Associate Vice Chancellor for Administration for the University of Mississippi Medical Center ("UMC") discussed a proposal whereby UMC would create a comprehensive health care education, communications and training center at Hawkins Field (the "Proposed UMC Complex"), said Proposed UMC Complex to include housing and support for helicopters and fixed wing aircraft used by UMC; and

WHEREAS, the staff of the Authority has recommended that the Board approve and authorize negotiation of a Memorandum of Understanding ("MOU") with UMC in connection with the Proposed UMC Complex; and

WHEREAS, the Board has considered the Proposed UMC Complex and the recommendation by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, approve and authorize negotiation of the MOU with UMC, and presentation of the MOU to the Board for further consideration.

4. *Potential Settlement in Tuma vs. Jackson Municipal Airport Authority.*

Mr. Vanderleest reminded the Board that, at the Board Work Session, legal counsel had advised the Board that the Authority's insurance carrier and legal counsel had recommended that the above referenced lawsuit against JMAA and others be settled for \$50,000 to be paid to the plaintiff, with the entire amount of the settlement being paid by JMAA's insurance carrier.

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 SETTLEMENT OF
LITIGATION STYLED HAROLD TUMA VS. JACKSON
MUNICIPAL AIRPORT AUTHORITY, CAROLINE
KIRKLAND, INDIVIDUALLY AND IN HER OFFICIAL
CAPACITY, NO. 3:09CV517, IN THE UNITED STATES
DISTRICT COURT FOR THE SOUTHERN DISTRICT OF
MISSISSIPPI, JACKSON DIVISION**

WHEREAS, Harold Tuma ("Tuma") filed suit against the Jackson Municipal Airport Authority (the "Authority", Caroline Kirkland, individually and in her office capacity, (collectively, the "Defendants") in Cause No. 3:09CV517 in the United States District Court for the Southern District of Mississippi, Jackson Division (the "Lawsuit"); and

WHEREAS, ACE Property and Casualty Insurance Company, the Authority's general liability insurance carrier ("ACE"), provided a defense for the Authority in connection with the Lawsuit; and

WHEREAS, ACE and the Authority's legal counsel have (i) advised the Board that, although both do not believe that the Defendants are liable to Tuma for any damages related to the Lawsuit, litigating the Lawsuit has been and will continue to be

expensive and there is no certainty of the outcome if the Lawsuit goes to trial; and (ii) have recommended that the Board of Commissioners (the "Board") of the Authority approve and authorize settlement of the Lawsuit by payment of \$50,000 to Tuma, with all of said payment being made by ACE and no portion of the payment being made by the Authority (the "Settlement Amount"); and

WHEREAS, the Board has considered the settlement proposal described above and the recommendations of ACE and the Authority's legal counsel;

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 (i) payment of the Settlement Amount to Tuma by ACE in full settlement of the Lawsuit, and (ii) execution of all documents necessary and appropriate to accomplish settlement of the Lawsuit.

5. *50th Anniversary Paris Air Show, Le Bourget, June 14-23, 2013.*

Mr. Vanderleest reminded the Board that, at the Work Session, he had advised the Board that the Mississippi Development Authority and the Greater Jackson Partnership had indicated that they will attend and host a reception at the 50th Anniversary Paris Air Show on June 14-23, 2013 (the "Paris Air Show"), highlighting aerospace opportunities in Mississippi, including at JAN. Both organizations had asked that the Authority consider sending a delegation to the Paris Air Show to participate in the reception and otherwise promote opportunities at JAN. Mr. Vanderleest recommended that the Board approve and authorize travel, lodging and related expenses for Mr. Vanderleest and JMAA Commissioners to attend and participate in the Paris Air Show as described above.

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

**RESOLUTION APPROVING TRAVEL TO AND
PARTICIPATION IN 50TH ANNIVERSARY PARIS AIR
SHOW ON JUNE 14-23, 2013**

WHEREAS, Dirk Vanderleest (“Mr. Vanderleest”), Chief Executive Officer of the Jackson Municipal Airport Authority (the “Authority”), has advised the Board of Directors of the Authority (the “Board”) that (i) the Mississippi Development Authority (“MDA”) and the Greater Jackson Partnership (“GJP”) will attend and host a reception at the 50th Anniversary Paris Air Show on June 14-23, 2013 (the “Paris Air Show”), highlighting aerospace opportunities in Mississippi, including at Jackson-Medgar Wiley Evers International Airport (“JAN”), and (ii) both MDA and GJP have requested that the Jackson Municipal Airport Authority (the “Authority”) consider sending a delegation to the Paris Air Show to participate in the reception and otherwise promote opportunities at JAN; and

WHEREAS, Mr. Vanderleest has recommended that the Board approve and authorize travel, lodging and related expenses for Mr. Vanderleest and members of the Board to attend and participate in the Paris Air Show; and

WHEREAS, the Board has considered the foregoing and the recommendation by Mr. Vanderleest, and has considered the benefits which would accrue to the Authority from attendance by Board members at the Paris Air Show; and

WHEREAS, the Travel Policy for the Authority’s Board, as adopted by the Board on February 28, 2011 (the “Travel Policy”), states that travel outside the continental limits of the United States by a Board member on behalf of the Authority shall not be permitted at Authority 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;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that participation by Mr. Vanderleest and the Authority’s Board members in the Paris Air Show would be extremely beneficial to the Authority, and hereby approves and authorizes payment and reimbursement for travel, lodging and related expenses for Mr. Vanderleest and Board members to attend and participate in the Paris Air Show as described above, all in accordance with the Travel Policy.

6. *Early Issues.*

Mr. Vanderleest distributed to the Board a list of early issue claims (the "Early Issue Claims"), and discussed the Early Issue Claims with the Board. A copy of the Early Issue Claims is attached as an exhibit to the minutes of the Meeting.

After discussion, upon motion duly made by Commissioner Glover, 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 January 28, 2013, Regular Monthly Meeting of the Board and incorporated herein; 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 \$5,154.59.

7. *Board Travel.*

Mr. Vanderleest asked the Board to advise the staff as soon as possible whether any Commissioner would attend the ACI Washington conference on March 19-21, 2013.

8. *Emergency Radio Equipment Purchase and Installation.*

Mr. Vanderleest distributed to the Board a memorandum dated January 28, 2013, which described this matter, and discussed this matter

with the Board. A copy of this memorandum is attached as an exhibit to the minutes of the Meeting.

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

**RESOLUTION ACCEPTING CERTIFICATE REGARDING
EMERGENCY RADIO EQUIPMENT PURCHASE AND
INSTALLATION, 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 accept that certain memorandum dated January 28, 2013, which (i) was distributed to the Board at the January 28, 2013, Regular Monthly Meeting of the Board, and (ii) sets forth the circumstances and justification for emergency repairs to certain radio equipment located on the water tower at Jackson-Medgar Wiley Evers International Airport, including the purchase and installation of certain damaged equipment (the “Certificate”); and

WHEREAS, the Board has reviewed the Certificate and considered the recommendation by the staff;

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 accept the Certificate.

9. *Report Regarding BP Oil Spill Fund.*

At Chairman Patton’s request, Barbara Blackmon of the law firm of Blackmon and Blackmon advised the Board that, after review the information provided by JMAA, her firm had determined that the Authority was not entitled to participate in any payments by BP relating to the Gulf oil spill.

VI. DISCUSSION: STRATEGIC INITIATIVES.

There was no discussion or action regarding strategic initiatives at the Meeting.

VII. ADJOURNMENT.

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

Respectfully submitted,

Johnnie P. Patton, R. Ph., Chair

Dr. Sylvia Stewart, Vice Chair

Dr. Glenda Glover

George E. Irvin, Sr.

Earle Jones