

**SPECIAL MEETING OF JACKSON MUNICIPAL  
AIRPORT AUTHORITY BOARD OF COMMISSIONERS  
JULY 13, 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 Special Meeting in the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi, at 10:00 a.m., on Thursday, July 13, 2017 (the “Meeting”), pursuant to proper notice. A copy of the Notice is attached as an Exhibit to the July 13, 2017 Special Meeting Minutes.

Chairman Evelyn O. Reed presided, called the Meeting to order at 10:01 a.m. and called the roll of Commissioners.

The following Commissioners were present, in person, during roll call for a quorum at the Special Board Meeting:

Evelyn O. Reed, Commissioner and Chairman  
Rosie L.T. P. Johnson, Ph.D., Commissioner and Vice Chairman  
Vernon W. Hartley, Sr., Commissioner  
LaWanda D. Harris, Commissioner

The following Commissioner was present, telephonically, at the Board Meeting:

Pastor James L. Henley, Jr., Commissioner and Vice Chairman

Chairman Reed, announced that a quorum was present at the Special 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 Special Meeting of the Board scheduled for 10:00 a.m. on Thursday, July 13, 2017 in the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi. The following other persons were also present at the Meeting:

Carl D. Newman, A.A.E., JMAA Chief Executive 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 7-13-17**

**II. INVOCATION**

Vice Chairman Dr. Johnson gave the Invocation.

### **III. ACCEPTANCE OF NOTICE**

- A.** Notice of the Special Meeting of the Board of Commissioners (“The Board”) of the Jackson Municipal Airport Authority (“JMAA”) on July 13, 2017 at 10:00 a.m. in the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport in Jackson, Mississippi.

#### **RESOLUTION CY-2017-89**

#### **APPROVAL OF THE NOTICE OF THE JULY 13, 2017 SPECIAL MEETING**

After discussion and review, and upon the motion made by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, and approved by majority vote 4-1-0, the following resolution was made and entered.

**RESOLVED**, that the Board hereby approves the Notice of the July 13, 2017 Special Meeting and directs that said notice be filed in the appropriate minute book and records of the Authority.

Yeas: Harris, Hartley, Johnson, Reed

Nays: Henley

Abstentions: None

July 13, 2017

#### **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. Commissioner Hartley then moved that the Board go into a Closed Session to discuss whether to go into an Executive Session to consider a matter that he believed could be discussed in Executive Session and Vice Chairman Dr. Johnson seconded the motion.

The Board resolved to close the session by majority vote 4-1-0, Commissioner Pastor Henley voted “Nay”. 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.

Commissioner Pastor Henley, in accordance with Article II, Section 8D of the Bylaws of the Jackson Municipal Airport Authority, verbally affirmed the following:

- i. that the device that he was using to participate in the July 13, 2017, Special Meeting of the Board of Commissioners does not potentially allow persons other than him to hear the Meeting’s proceedings;

- ii. that in the location where he is participating in the July 13, 2017, Special Meeting of the Board of Commissioners, no other person is able to hear any of the Meeting's proceedings;
- iii. that neither he nor any other person or entity is currently or will be recording the Executive Session; and
- iv. that he will immediately inform the other Commissioners participating in the Meeting if any of the above matters, affirmed by him, cease to exist during the course of the Executive Session and, in the event that occurs, he shall immediately terminate his participation in the Executive Session by disconnecting the device that he is using to participate in the Meeting of the Board of Commissioners.

The Board went into Closed Session at 10:05 a.m.

### **CLOSED SESSION**

Commissioner Hartley then moved that the Board enter Executive Session to discuss one (1) potential litigation matter, regarding recently enacted legislation and one (1) personnel matter regarding the budget of JMAA. Vice Chairman Dr. Johnson 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 10:15 a.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 Executive Session to consider one (1) potential litigation matter regarding recently enacted legislation and one (1) personnel matter regarding the budget of JMAA.

Chairman Reed asked all present, except for 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 10:17 a.m.

### **EXECUTIVE SESSION**

During the Executive Session, the Board discussed one (1) potential litigation matter regarding recently enacted legislation and one (1) personnel matter regarding the budget of JMAA.

1. *The Board took no action as to one (1) potential litigation matter regarding recently enacted legislation.*
2. *The Board took no action as to one (1) personnel matter regarding the budget of JMAA.*

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, and by unanimous approval, the Executive Session ended at 12:05 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 12:06 p.m.

Chairman Reed announced that the meeting was once again open. She then announced that no action was taken as one (1) potential litigation matter regarding recently enacted legislation and one (1) personnel matter regarding the budget of JMAA.

### **IV. PUBLIC COMMENTS**

None.

### **V. ACTION ITEMS**

#### **A. OTHER MATTERS**

##### **1. *Employee Announcement***

Mr. Newman then recognized and introduced Ms. Robin Byrd, Procurement Manager, and requested that she approach the podium to make an employee announcement.

Ms. Byrd then addressed the Board, introduced herself and announced that Mr. Chad Parker, Procurement Specialist, received a promotion within JMAA and will be serving as JMAA's Property Manager. The Board and Staff along with others attending, expresses congratulations and applauded Mr. Parker for his being promoted.

Next, Mr. Newman recognized and introduced Ms. Renee Antoine, Human Resources & Administration Director and requested that she approach the podium to introduce an employee.

Ms. Antione then introduced Ms. Cheryl Jones as the new Human Resource Manager at JMAA. Ms. Jones then introduced herself and provided her education and some of

her previous experience. She stated that she is excited to be a part of JMAA and is looking forward to being a great team member. The Board and Staff along with others attending, applauded Ms. Jones and welcomed her to JMAA.

Commissioner Harris departed the Special Meeting at 12:18 p.m.

2. ***JMAA Fiscal Year 2018 Operating Maintenance Budget Presentation by Carl D. Newman, A.A.E. and CEO and Arnetrius Branson, CFO.....Page 1***

Mr. Carl D. Newman, CEO, addressed the Commissioners and informed them that a draft of the Fiscal Year 2018 budget was being presented for their consideration, for them to be fully informed and have all their questions and concerns addressed. He also added that he will ensure that the Board Members receive the additional information that has been requested. Mr. Newman provided information concerning the draft budget contained in the JMAA Fiscal Year 2018 Annual Budgets Presentation at pages 1-3, while Mrs. Arnetrius Branson, JMAA's Chief Financial Officer, provided information as to the draft budget at pages 4-26. The JMAA Fiscal Year 2018 Annual Budget Presentation is attached as an exhibit to the July 13, 2017 Special Meeting Minutes. The components of the Budget Presentation included the following: "Financial Targets" (page 3); Statement of Income and Expenses - FY18 Budget vs FY17 Forecast" (page 9) "Major Operating Revenue Changes FY 2018 Budget" (pages 11-12); "Major Operating Expense Changes" (pages 15-17); "2018 Capital Budget" (page 24).

All of the Commissioners participating in the meeting, in person and telephonically, asked questions about the draft budget and information provided during the presentations. Mr. Newman, CEO, Mrs. Arnetrius Branson, CFO, and Ms. Renee Antoine, Director of Human Resources & Administration, responded to the questions asked by the Commissioners.

Mr. Newman asked the Commissioners to provide feedback, including any requests for changes to the budget, to the Staff prior to the Work Session on July 20, 2017. This is because the budget will be discussed during the Work Session on July 20, 2017. Afterward, Staff will be requesting the Board to approve the budget at the July 27, 2017 Rescheduled Board Meeting.

## **VII. ADJOURNMENT**

Thereafter, it was moved by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, and resolved by majority vote 3-1-0 of the Commissioners present (Commissioner Pastor Henley voted "nay") that the Special Meeting of the Board be ADJOURNED at 1:17 p.m.

Respectfully submitted,

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Ms. Evelyn O. Reed, Commissioner and Chairman

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Rosie L.T.P. Johnson, Ph.D., Commissioner and Vice Chairman

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Ms. LaWanda D. Harris, Commissioner

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Mr. Vernon W. Hartley, Sr., Commissioner

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Pastor James L. Henley, Jr., Commissioner