

SPECIAL MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS
JULY 19, 2012

The Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority” or “JMAA”) met in the Community Room, Main Terminal Building, Jackson – Medgar Wiley Evers International Airport (“JAN”), Jackson, Mississippi, at 3:00 p.m. on Thursday, July 19, 2012 (the “Meeting”), pursuant to proper notice, a copy of which is attached as an exhibit to the minutes of the Meeting.

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

Chair Glenda Glover presided, called the Meeting to order, and called the roll of Commissioners.

The following Commissioners were present in person at the Meeting.

Dr. Glenda B. Glover, Chair
George E. Irvin, Sr.
Dr. Sylvia Stewart

Commissioner Johnnie P. Patton, R. Ph. participated in the Meeting by telephone. She could hear everyone who spoke during the Meeting, and everyone at the Meeting could hear her.

Chair Glover 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 Police Commander
Denson Stasher, JMAA Director of Operations and Security
Jack Thomas, JMAA Director of Disadvantaged Business Enterprise
(DBE) and Community Development

Cindy Crotchett, JMAA Executive Assistant
Jack Weldy, JMAA Properties Manager
Kimberly Farmer, JMAA Administrative Project Support
Doris Higginbotham, JMAA Airport Security Liaison
Garry Montgomery, JMAA Maintenance Manager
Chad Parker, JMAA Employee Development Specialist
Joyce Tillman, JMAA Facilities Engineer
Xavier Marian, JAN Maintenance Summer Intern
Duranta Reed, JAN Administration Summer Intern
Liston Sage, JMAA Summer Aviation Intern
Avery Winston, HKS Maintenance Summer Intern
Tom Henderson, Neel-Schaffer, Inc.
Jim White, Waggoner Engineering, Inc.
Alan Moore, Baker Donelson Bearman Caldwell & Berkowitz
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz
Alexander Martin, Baker Donelson Bearman Caldwell & Berkowitz

II. APPROVAL AND EXECUTION OF MINUTES.

- A. **Open Session and Executive Session of the Special Work Session of the Board of Commissioners, June 21, 2012.**
- B. **Regular Monthly Meeting of the Board of Commissioners, June 25, 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 June 30, 2012.***
 2. ***Airport Activity Statistics Report, Period Ending June 30, 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.

During discussion of the Airport Activity Statistics Report for the period ending June 30, 2012, Mr. Vanderleest advised the Board that passenger traffic was down 4.5% when compared to the same period for the prior year. However, because of the decrease in flights and, in some instances, decrease in seats, load factors were good.

In response to a question from the Board, Mr. Vanderleest said that he had no indication of when to expect a decision by the FAA regarding allocation of the DCA slot application filed by US Airways for flights to and from JAN.

3. *Employee Recognitions.*

- a. Employee of the Month, July 2012: Doris Higginbotham, Airport Security Liaison, Department of Operations & Security.

Mr. Vanderleest recognized and commended Ms. Higginbotham for being named Employee of the Month for July 2012.

4. *Summer Youth Intern Recognitions.*

Mr. Vanderleest recognized the following individuals for participating in the Authority’s summer intern program.

- a. Xavier Marion, JAN Maintenance Summer Intern.
- b. Duranta Reed, JAN Administration Summer Intern.
- c. Liston Sage, JAN Aviation Intern.

Chair Glover thanked the summer interns, on behalf of the Board, for their work with JMAA during the summer.

5. *Aviation Management Program Intern Recognition.*

- a. Avery Winston, JAN Maintenance Summer Intern.

Mr. Vanderleest recognized Mr. Winston for participating in the Authority’s aviation management intern program.

Chair Glover thanked Mr. Winston, on behalf of the Board, for his work with JMAA during the summer.

6. *Professional Recognitions.*

- a. Jackson Municipal Airport Authority: 2012 Best Places to Work in Mississippi, Mississippi Business Journal.

Mr. Vanderleest said that JMAA has been selected as one of the best places to work in Mississippi by the Mississippi Business Journal for the third year in a row.

- b. Dr. Sylvia Stewart: AMAC Hall of Fame.

Mr. Vanderleest and the other Board members recognized and honored Commissioner Sylvia Stewart for being named to the AMAC Hall of Fame. Mr. Vanderleest, Chair Glover and Commissioner Irvin offered special comments and congratulations to Dr. Stewart for this outstanding achievement for her, personally, and JMAA.

B. Attorney.

Mr. Moore said he had nothing to report at this time.

V. ACTION ITEMS.

A. Financial Matters.

1. *Financial Reports for June 2012.*

- a. Balance Sheet: Accept.
b. Income Statement: Accept.
c. Claims Docket for June 2012: Approve.
d. Quarterly Statistics.

Mr. Vanderleest directed the Board's attention to the above referenced financial reports for June 2012, and the Claims Docket for June 2012, all of which were included in the Packet.

Mr. Vanderleest also reminded the Board that quarterly statistics for the quarter ending June 30, 2012, could be found in the Packet on page 49.

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 FINANCIAL REPORTS
FOR APRIL 2012 AND APPROVING AND
AUTHORIZING PAYMENT OF CLAIMS DOCKET
FOR APRIL 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 June 30, 2012 (the “Financial Reports”) and (ii) the Claims Docket of the Authority for the month of June 2012 (the “Claims”), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board prior to the July 19, 2012, Special 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 \$1,052,702.39.

B. Service Agreements.

There was no discussion of service agreements at the Meeting.

C. Construction Projects.

1. ***JMAA Project No. 009-08, South Terminal Building Renovation, HKS: Award Contract.***
2. ***JMAA Project No. 011-11, Power Resources Evaluation and Improvement, JAN/HKS: Authorize Amendment and Revise Project Budget.***
3. ***JMAA Project No. 011-11, Power Resources Evaluation and Improvement – Boiler Plant Modification, JAN: Award Contract.***
4. ***JMAA Project No. 008-12, Runway Pavement Assessment and Overlay Runway 16/34, HKS: Authorize Agreement and Negotiations.***
5. ***JMAA Contract No. 018-12-124-24-1, FAA Building ADO Local Area Network Relocation and Conference/Break Room Modification, JAN: Authorize Amendment.***
6. ***JMAA Contract No. 009-12-036, East Parallel Runway 16L/34R Pavement Rehabilitation, Phase II, JAN.***

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

During discussion, Chair Glover suggested and the Board agreed by consensus to defer discussion of Item 6 above until later in the Meeting because some aspects of this matter would have to be discussed in Executive Session.

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

**RESOLUTION APPROVING AND AUTHORIZING
CERTAIN ACTIONS WITH RESPECT TO CERTAIN
CONSTRUCTION PROJECTS**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the "Authority") has recommended that the Board of Commissioners (the "Board") of the Authority approve and authorize certain actions with respect to certain construction projects identified below, all as more particularly described in

certain memoranda (i) included in the packet distributed to the Board prior to the July 19, 2012, Special 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 hereby (i) accepts the bid by Mid State Construction of MS, LLC (“Mid State”) in the amount of \$583,000 as the lowest and best bid for JMAA Project No. 009-08, South Terminal Building Renovation at Hawkins Field (the “HKS Terminal Project”) and awards the contract for the HKS Terminal Project to Mid State; and (ii) authorizes and directs the staff of the Authority to negotiate and execute an appropriate agreement with Mid State to accomplish the HKS Terminal Project (the “Mid State Agreement”), all as more particularly described in the Memorandum dated July 14, 2012, which describes this matter, said Mid State Agreement to be in such form and to contain such terms and conditions consistent with the HKS Terminal Project and said Memorandum, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

2. The Board (i) approves and authorizes negotiation and execution of an amendment to the professional services agreement with I. C. Thomasson Associates, Inc. (“ICT”), pursuant to which ICT will provide additional professional services in connection with JMAA Project No. 011-11, Power Resources Evaluation and Improvements at Hawkins Field and Jackson – Medgar Wiley Evers International Airport (the “Power Resources Project”), with the additional cost not to exceed \$11,760 for a new total of \$372,260 (the “ICT Amendment”); (ii) approves and authorizes an expansion of the scope of work for the Power Resources Project; and (iii) authorizes and accepts an increase to the proposed budget for the Power Resources

Project in the amount of \$1,700,000, for a new total project budget \$6,524,860, all as more specifically described in that certain Memorandum dated July 14, 2012, which describes this matter, said ICT 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 hereby (i) accepts the bid by Metro Mechanical, Inc. (“MMI”) in the amount of \$655,900 as the lowest and best bid for JMAA Project No. 011-11, Power Resources Evaluation and Improvements, Boiler Plant Modification Element, at Hawkins Field and Jackson – Medgar Wiley Evers International Airport (the “Boiler Plant Project”) and awards the contract for the Boiler Plant Project to MMI; and (ii) authorizes and directs the staff of the Authority to negotiate and execute an appropriate agreement with MMI to accomplish the Boiler Plant Project (the “MMI Agreement”), all as more particularly described in the Memorandum dated July 14, 2012, which describes this matter, said MMI Agreement to be in such form and to contain such terms and conditions consistent with the Boiler Plant Project and said Memorandum, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
4. The Board hereby approves and authorizes (i) negotiation and execution of a professional services agreement with SOL Engineering Services, LLC (“SOL”), whereby SOL will provide third-party scope and fee assessment of engineering services in connection with JMAA Project No. 008-12, Pavement Assessment and Overlay, Runway 16/34 at Hawkins Field (the “HKS Runway Project”) as required by the Federal Aviation Administration (the “SOL Agreement”), said SOL Agreement to be in such form and to contain such terms and conditions consistent with the HKS Runway Project and the Memorandum dated July 16, 2012, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof; and (ii) negotiation of a scope of work and fees for engineering services with Aviation Group of Mississippi, LLC

(“AGM”), whereby AGM will provide engineering design and construction administration services for the HKS Runway Project, the final form of any such agreement to be subject to approval by the Board prior to execution, all as more particularly described in the Memorandum dated July 16, 2012, relating to this matter.

5. The Board approves and authorizes negotiation and execution of an addendum to the professional services agreement with Canizaro Cawthon Davis (“CCD”), whereby CCD will provide additional architectural design and construction oversight services in connection with the Federal Aviation Administration Airport District Office Local Area Network Relocation and Conference/Break Room Modification (JMAA Project No. 018-12) (the “FAA LAN Project”) at a cost not to exceed \$3,600 (the “CCD Amendment”), said CCD Amendment to be in such form and to contain such terms and conditions consistent with the Memorandum dated July 3, 2012, 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 of procurements at the Meeting.

E. Grants.

There was no discussion of grants at the Meeting.

F. Other Matters.

1. *Authorize Amendment to General Services Administration/ Transportation Security Administration Lease.*

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 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
RENEWAL OF LEASE AGREEMENT BETWEEN THE
AUTHORITY AND TRANSPORTATION SECURITY
ADMINISTRATION**

WHEREAS, the Transportation Security Administration – U. S. General Services Administration (“GSA”) currently leases approximately 2,967 square feet of terminal office and break room space in the Main Terminal Building at Jackson-Medgar Wiley Evers International Airport (the “Leased Premises”) (the “Existing GSA Lease”); and

WHEREAS, GSA has expressed a desire to enter into an amendment to the Existing GSA Lease, whereby GSA would lease an additional 2,229 square feet of space (the “Additional Leased Space”); and

WHEREAS, the staff of the Jackson Municipal Airport Authority (the “Authority”) has recommended that the Board of Commissioners (the “Board”) of the Authority approve and authorize negotiation and execution of an amendment to the Existing GSA Lease for the Additional Leased Space based on terminal rent rates comparable to rates currently paid by other Authority tenants (the “GSA Lease Amendment”), all as more particularly described in that certain memorandum dated July 12, 2012, which is (i) included in the packet distributed to the Board prior to the July 19, 2012, Special Meeting of the Board, and (ii) incorporated herein by reference (the “Memorandum”); and

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

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, approve and authorize negotiation and execution of the GSA Lease Amendment, said GSA Lease Amendment 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 dated July 11, 2012, 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 Irvin, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolutions.

**RESOLUTION DECLARING VEHICLES AS SURPLUS
AND AUTHORIZING TRANSFER OF SAID VEHICLES TO
THE CITY OF HICKORY, MISSISSIPPI**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the "Authority") has advised the Board of Commissioners (the "Board") of the Authority that certain vehicles currently in the Authority's inventory are no longer needed by the Authority for the conduct of its business and should be declared surplus (the "Hickory Surplus Vehicles"), said Hickory Surplus Vehicles being identified in and more particularly described in that certain memorandum dated July 11, 2012, (i) included in the packet distributed to the Board prior to the July 19, 2012, Special Meeting of the Board, and (ii) incorporated herein by reference (the "Memorandum"); and

WHEREAS, the staff of the Authority has further advised the Board that the City of Hickory, Mississippi (the "City of Hickory"), has expressed a need for the Hickory Surplus Vehicles and a willingness to pay a nominal amount to the Authority for the Hickory Surplus Vehicles, 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 Hickory Surplus Vehicles are surplus and no longer needed for Authority purposes and are not to be used in the Authority's operations; (ii) the City of Hickory has expressed a need and use for the Hickory Surplus Vehicles, as set out in the Memorandum; and (iii) the sale of the Hickory Surplus Vehicles to the City of Hickory 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 of Hickory, 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 Hickory Surplus Vehicles to the City of Hickory for \$1.00 each, as described in the Memorandum, subject to proper documentation in accordance with applicable law.

**RESOLUTION DECLARING VEHICLE AS SURPLUS AND
AUTHORIZING TRANSFER OF SAID VEHICLE TO THE
CITY OF WEBB, MISSISSIPPI**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the “Authority”) has advised the Board of Commissioners (the “Board”) of the Authority that a certain vehicle currently in the Authority’s inventory is no longer needed by the Authority for the conduct of its business and should be declared surplus (the “Webb Surplus Vehicle”), said Webb Surplus Vehicle being identified in and more particularly described in that certain memorandum dated July 11, 2012, (i) included in the packet distributed to the Board prior to the July 19, 2012, Special Meeting of the Board, and (ii) incorporated herein by reference (the “Memorandum”); and

WHEREAS, the staff of the Authority has further advised the Board that the City of Webb, Mississippi (the “City of Webb”), has expressed a need for the Webb Surplus Vehicle and a willingness to pay a nominal amount to the Authority for the Webb Surplus Vehicle, 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 Webb Surplus Vehicle is surplus and no longer needed for Authority purposes and is not to be used in the Authority’s operations; (ii) the City of Webb has expressed a need and use for the Webb Surplus Vehicle, as set out in the Memorandum; and (iii) the sale of the Webb Surplus Vehicle to the City of Webb 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 of Webb, 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 Webb Surplus Vehicle to the City of Webb for \$1.00, as described in the Memorandum, subject to proper documentation in accordance with applicable law.

**RESOLUTION DECLARING VEHICLE AS SURPLUS AND
AUTHORIZING TRANSFER OF SAID VEHICLE TO THE
CITY OF INVERNESS, MISSISSIPPI**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the “Authority”) has advised the Board of Commissioners (the “Board”) of the Authority that a certain vehicle currently in the Authority’s inventory is no longer needed by the Authority for the conduct of its business and should be declared surplus (the “Inverness Surplus Vehicle”), said Inverness Surplus Vehicle being identified in and more particularly described in that certain memorandum dated July 11, 2012, (i) included in the packet distributed to the Board prior to the July 19, 2012, Special Meeting of the Board, and (ii) incorporated herein by reference (the “Memorandum”); and

WHEREAS, the staff of the Authority has further advised the Board that the City of Inverness, Mississippi (the “City of Inverness”), has expressed a need for the Inverness Surplus Vehicle and a willingness to pay a nominal amount to the Authority for the Inverness Surplus Vehicle, 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 Inverness Surplus Vehicle is surplus and no longer needed for Authority purposes and is not to be used in the Authority’s operations; (ii) the City of Inverness has expressed a need and use for the Inverness Surplus Vehicle, as set out in the Memorandum; and (iii) the sale of the Inverness Surplus Vehicle to the City of Inverness 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 of

Inverness, 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 Inverness Surplus Vehicle to the City of Inverness for \$1.00, as described in the Memorandum, subject to proper documentation in accordance with applicable law.

**RESOLUTION DECLARING VEHICLE AS SURPLUS AND
AUTHORIZING TRANSFER OF SAID VEHICLE TO THE
CITY OF BURNSVILLE, MISSISSIPPI**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the “Authority”) has advised the Board of Commissioners (the “Board”) of the Authority that a certain vehicle currently in the Authority’s inventory is no longer needed by the Authority for the conduct of its business and should be declared surplus (the “Burnsville Surplus Vehicle”), said Burnsville Surplus Vehicle being identified in and more particularly described in that certain memorandum dated July 11, 2012, (i) included in the packet distributed to the Board prior to the July 19, 2012, Special Meeting of the Board, and (ii) incorporated herein by reference (the “Memorandum”); and

WHEREAS, the staff of the Authority has further advised the Board that the City of Burnsville, Mississippi (the “City of Burnsville”), has expressed a need for the Burnsville Surplus Vehicle and a willingness to pay a nominal amount to the Authority for the Burnsville Surplus Vehicle, 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 Burnsville Surplus Vehicle is surplus and no longer needed for Authority purposes and is not to be used in the Authority’s operations; (ii) the City of Burnsville has expressed a need and use for the Burnsville Surplus Vehicle, as set out in the Memorandum; and (iii) the sale of the Burnsville Surplus Vehicle to the City of Burnsville 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 of

Burnsville, 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 Burnsville Surplus Vehicle to the City of Burnsville for \$1.00, as described in the Memorandum, subject to proper documentation in accordance with applicable law.

**RESOLUTION DECLARING VEHICLE AS SURPLUS AND
AUTHORIZING TRANSFER OF SAID VEHICLE TO
MISSISSIPPI VALLEY STATE UNIVERSITY, PUBLIC
SAFETY DIVISION**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the “Authority”) has advised the Board of Commissioners (the “Board”) of the Authority that a certain vehicle currently in the Authority’s inventory is no longer needed by the Authority for the conduct of its business and should be declared surplus (the “MVSU Surplus Vehicle”), said MVSU Surplus Vehicle being identified in and more particularly described in that certain memorandum dated July 11, 2012, (i) included in the packet distributed to the Board prior to the July 19, 2012, Special Meeting of the Board, and (ii) incorporated herein by reference (the “Memorandum”); and

WHEREAS, the staff of the Authority has further advised the Board that the Public Safety Division of Mississippi Valley State University (“MVSU”) has expressed a need for the MVSU Surplus Vehicle and a willingness to pay a nominal amount to the Authority for the MVSU Surplus Vehicle, 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 MVSU Surplus Vehicle is surplus and no longer needed for Authority purposes and is not to be used in the Authority’s operations; (ii) MVSU has expressed a need and use for the MVSU Surplus Vehicle, as set out in the Memorandum; and (iii) the sale of the MVSU Surplus Vehicle to MVSU for a nominal amount will promote and foster the development and improvement of the Authority, the community in which it is

located, and MVSU, 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 MVSU Surplus Vehicle to MVSU for \$1.00, as described in the Memorandum, subject to proper documentation in accordance with applicable law.

**RESOLUTION DECLARING VEHICLE AS SURPLUS AND
AUTHORIZING TRANSFER OF SAID VEHICLE TO EAST
CENTRAL COMMUNITY COLLEGE, PUBLIC SAFETY
DIVISION**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the “Authority”) has advised the Board of Commissioners (the “Board”) of the Authority that a certain vehicle currently in the Authority’s inventory is no longer needed by the Authority for the conduct of its business and should be declared surplus (the “ECCC Surplus Vehicle”), said ECCC Surplus Vehicle being identified in and more particularly described in that certain memorandum dated July 11, 2012, (i) included in the packet distributed to the Board prior to the July 19, 2012, Special Meeting of the Board, and (ii) incorporated herein by reference (the “Memorandum”); and

WHEREAS, the staff of the Authority has further advised the Board that the Public Safety Division of East Central Community College (“ECCC”), has expressed a need for the ECCC Surplus Vehicle and a willingness to pay a nominal amount to the Authority for the ECCC Surplus Vehicle, 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 ECCC Surplus Vehicle is surplus and no longer needed for Authority purposes and is not to be used in the Authority’s operations; (ii) ECCC has expressed a need and use for the ECCC Surplus Vehicle, as set out in the Memorandum; and (iii) the sale of the ECCC Surplus Vehicle to ECCC for a nominal amount will promote and foster the development and improvement of the Authority, the community in which it is located, and ECCC, 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 ECCC Surplus Vehicle to ECCC for \$1.00, as described in the Memorandum, subject to proper documentation in accordance with applicable law.

3. *Early Issues.*

Mr. Vanderleest distributed to and discussed with the Board a memorandum regarding an early issue claim, a copy of which is attached as an exhibit to the minute of the Meeting.

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

**RESOLUTION APPROVING AND AUTHORIZING
PAYMENT OF EARLY ISSUE CLAIM TO DR. GLENDA
GLOVER**

WHEREAS, the Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority”) previously approved and authorized travel to and participation in the ACI-NA 21st Annual Conference and Exhibition in Calgary Canada, on September 9-12, 2012 (the “Conference”), including reimbursement of reasonable expenses incurred by Authority Commissioners in connection with attendance at the Conference; and

WHEREAS, Commissioner Glover has submitted to the Authority a request for reimbursement of travel related expenses totaling \$1,821.55 in connection with the Conference (the “Early Issue Claim”); and

WHEREAS, the staff of the Authority has recommended that the Board approve and authorize prompt payment of the Early Issue Claim, a copy of the Early Issue Claim being (i) attached as an exhibit to the minutes of the Regular Monthly Meeting of the Board on July 19, 2012, and (ii) incorporated herein by reference; and

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

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that the Early Issue Claim is an appropriate and proper expense incurred in connection with authorized responsibilities and duties of the Authority, and hereby approves and authorizes prompt payment of the Early Issue Claim in the total amount of \$1,821.55.

4. *Board Travel.*

There was no discussion of Board travel at the Meeting.

VI. CLOSED SESSION.

C. Construction Projects.

6. *JMAA Contract No. 009-12-036, East Parallel Runway 16L/34R, Pavement Rehabilitation Phase II, JAN.*

Mr. Moore recommended that the Board enter Closed Session for the limited purpose of considering whether to enter into Executive Session to discuss the current status of and strategy related to the arbitration and proposed mediation of the dispute between JMAA and Rifenburg Construction, Inc. (“Rifenburg”) regarding the East Runway construction project, which required confidential discussion and action, if any.

At approximately 3:45 p.m., after discussion, upon motion duly made by Commissioner Patton, seconded by Commissioner Irvin, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted a resolution authorizing the Board to enter Closed Session for the limited purpose of considering whether to enter into Executive Session for the limited purpose of discussing and taking action, if any, on the current status of and strategy for handling the dispute between JMAA and Rifenburg regarding the East Runway construction project, which is in arbitration and which requires confidential discussion and action, if any.

The Board asked Mr. Vanderleest, Ms. Wilson, Mr. Wilson, Mr. Moore, Mr. Wagner and Mr. Martin to remain during the Closed Session. Everyone else present at the Meeting left the Community Room at this time.

At approximately 3:46, the Board met in Closed Session.

VII. EXECUTIVE SESSION.

At approximately 3:47 p.m., upon motion duly made by Commissioner Patton, seconded by Commissioner Irvin, and unanimously approved by the affirmative votes of all Commissioners present, the Board voted to enter into Executive Session for the limited purpose of discussing and taking action, if any, on the current status of and strategy for handling the dispute between JMAA and Rifenburg regarding the East Runway construction project, which is in arbitration and which requires confidential discussion and action, if any.

The Board asked everyone present during the Closed Session to remain for the Executive Session.

Mr. Wagner informed those outside the Meeting that the Board had voted to enter Executive Session for the limited purpose of discussing and taking action, if any, on the current status of and strategy for handling the dispute between JMAA and Rifenburg regarding the East Runway construction project, which is in arbitration and which requires confidential discussion and action, if any.

At 3:47 p.m., the Board met in Executive Session.

VIII. OPEN SESSION.

At approximately 3:55 p.m., the Board reconvened the Meeting in Open Session. Mr. Wagner invited the staff of the Authority and the general public back into the Meeting, but no one did so.

Chair Glover reported that, during the Executive Session, the Board discussed issues relating to the calculation of damages due JMAA from Rifenburg because of its default, the schedule for mediation and the prospects for settlement during mediation, and other matters directly related to the Authority's strategy in connection with the arbitration of its dispute with Rifenburg, but no formal action was taken during the Executive Session.

At Chair Glover's and Mr. Vanderleest's request, Mr. Moore and Mr. Wagner, the Authority's legal counsel, then discussed with the Board certain changes in the contract specifications for Phase II of the East Parallel Runway 16L/34R Pavement Rehabilitation Project (JMAA Project No. 009-12). Mr. Moore and Mr. Wagner explained to the Board that the advertised bid specifications for this project had been revised after bids were accepted because of a survey error which resulted in inaccurate information being included in the bid documents relating to the amount of asphalt to be milled and replaced. When the error was discovered, the impact of the inaccurate bid specifications for milling and removing asphalt were deemed to be so "material" as to require that the project be re-bid. Accordingly, Mr. Moore and Mr. Wagner recommended that the Board reject all

bids previously received and adopt a resolution directing that this project be re-bid in accordance with applicable law with the accurate bid specifications.

During discussion, Mr. Vanderleest distributed to the Board a copy of a letter from the attorney for APAC – Mississippi, Inc., the lowest bidder for Phase II, which concurred with JMAA’s legal counsel’s conclusion that the change in bid specifications was “material” and required that the entire project be re-bid. A copy of this letter is included as an exhibit to the minutes of this Meeting.

Mr. Vanderleest also distributed to the Board a memorandum dated July 18, 2012, which described in more detail the actions recommended by Mr. Moore and Mr. Wagner. A copy of this memorandum is attached as an exhibit to the minutes of this Meeting.

During discussion, the Authority’s staff requested that the Board increase the project construction budget to \$10,491,768.58 and the total project budget to \$13,497,551.35 because of an expected increase in bids because of the change in bid specifications discussed above. Those amounts were different from and more accurate/up-to-date than those set out in the July 18, 2012, memorandum described above.

After discussion, upon motion duly made by Commissioner Irvin, seconded by Commissioner Patton, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolutions

**RESOLUTION APPROVING AND AUTHORIZING CERTAIN ACTIONS
WITH RESPECT TO JMAA PROJECT NO. 009-12, EAST PARALLEL
RUNWAY 16L/34R PAVEMENT REHABILITATION, PHASE II**

WHEREAS, at the June 25, 2012, Regular Monthly Meeting of the Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority”), the Board (i) accepted a bid by APAC-Mississippi, Inc. (“APAC”) as the lowest and best bid in connection with JMAA Project No. 009-12, East Parallel Runway 16L/34R Pavement Rehabilitation, Phase II (the “Phase II East Runway Project”) and (ii) approved and authorized negotiation and execution of an appropriate agreement with APAC to accomplish the Phase 2 East Runway Project (the “APAC Agreement”); and

WHEREAS, as a result of questions raised over the estimated quantities published in the bid documents for the Phase II East Runway Project, Hatch Mott MacDonald (“HMM”), the Authority’s engineer for the Phase II East Runway Project, re-surveyed the project site after bids for the Phase II East Runway Project were received (the “Re-Survey”), resulting in significant changes to the estimated amount of asphalt milling required as part of the Phase II East Runway Project, as more particularly described in that certain memorandum dated July 18,

2012, which was (i) included in the packet distributed to the Board prior to the July 19, 2012, Special Meeting of the Board, and (ii) incorporated herein by reference (the "Memorandum"); and

WHEREAS, legal counsel for the Authority has reviewed the results of the Re-Survey and has advised the Authority that the inaccuracies identified in the Re-Survey caused material inaccuracies in the bid documents for the Phase II East Runway Project; consequently, the Phase II East Runway Project must be re-advertised for bids; and

WHEREAS, in light of the foregoing, the staff of the Authority has recommended that the Board (i) rescind the prior award of the Phase II East Runway Project to APAC, (ii) approve and authorize a revision of the construction budget for the Phase II East Runway Project to \$10,491,768.58 and the total budget to \$13,497,551.35 to take into account the quantity changes identified in the Re-Survey, and (iii) approve and authorize publication of a re-advertisement for bids for the Phase II East Runway Pavement Project; and

WHEREAS, the Board has reviewed and considered the findings of the Re-Survey, the Memorandum and the recommendations of the Authority's staff and 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, (i) rescind the award of the Phase II East Runway Project to APAC; (ii) approve and authorize a revision to the construction budget to \$10,491,768.58 and the total budget to \$13,497,551.35 for the Phase II East Runway Pavement Project; and (iii) approve and authorize the staff of the Authority to publish a re-advertisement for bids for the Phase II East Runway Pavement Project.

IX. DISCUSSION: STRATEGIC INITIATIVES.

There was no discussion of strategic initiatives at the Meeting.

X. 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,

Dr. Glenda Glover, Chair

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

George E. Irvin, Sr.

Earle Jones

Dr. Sylvia Stewart