

REGULAR MONTHLY MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS

July 26, 2010

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, July 26, 2010 (the "Meeting"), pursuant to proper notice.

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

Chairman George E. Irvin, Sr. presided, called the Meeting to order, and called the roll of Commissioners.

The following Commissioners were present in person at the Meeting.

George E. Irvin, Sr., Chairman
Dr. Glenda Glover, Vice Chair
Earle Jones
Johnnie P. Patton, R. Ph.
Dr. Sylvia Stewart

Chairman Irvin 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 B. Vanderleest, JMAA Chief Executive Officer
Bonnie Wilson, JMAA Chief Operating Officer
Woody Wilson, JMAA Senior Director of Capital Planning
René Woodward, JMAA Director of Human Resources and Administration
Denson Stasher, JMAA Director of Operations and Security
Kenneth Randolph, JMAA Airport Police Commander
Jack Thomas, JMAA Director of Community Development and DBE Program
Cindy Crotchett, JMAA Executive Assistant
Kimberly Farmer, JMAA Administrative Assistant
Larry Gozdecki, JMAA Custodial Superintendent
Karen Hatten, JMAA Purchasing Agent
Arlester Johnson, JMAA Maintenance (HKS)
Kelvin King, JMAA Housekeeping Supervisor
Gary Montgomery, JMAA Maintenance Manager
Chad Parker, JMAA Employee Development Specialist
Johnny Thompson, JMAA Grounds Maintenance

Joyce Tillman, JMAA Facilities Engineer
Jack Weldy, JMAA Properties Manager
Adam Dunbar, JMAA Summer Intern
Jeremy Jackson, JMAA Summer Intern
Jeremy Lewis, JMAA Summer Intern
Quinn Lewis, JMAA Summer Intern
Chad Parker, JMAA Summer Intern
Crystal Nwagwu, JMAA Summer Intern
Alan Moore, Baker Donelson Bearman Caldwell & Berkowitz
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz
Chuck Lott, Neel-Schaffer, Inc.
Jim White, Waggoner Engineering, Inc.

II. APPROVAL AND EXECUTION OF MINUTES.

- A. **Hawkins Field Committee Meeting, June 28, 2010.**
- B. **Regular Monthly Meeting of the Board, June 28, 2010.**
- C. **Regular Monthly Work Session of the Board, July 22, 2010.**

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 minutes of (i) the Hawkins Field Committee Meeting on June 28, 2010; (ii) the Regular Monthly Meeting on June 28, 2010; and (ii) the Regular Monthly Work Session on July 22, 2010, 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, 2010.**
 - 2. **Airport Activity Statistics Report, Period Ending June 30, 2010.**

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, July 2010: Johnny Thompson, Grounds Maintenance II, Department of Maintenance.

Mr. Vanderleest recognized and commended Mr. Thompson for being named Employee of the Month for July 2010.

4. Professional Development Recognitions.

- a. Kelvin King, Housekeeping Supervisor, Department of Maintenance.

- (1) Basic Supervision I, II & III: Awarded by the Mississippi Manufacturers Association.

Mr. Vanderleest recognized and commended Mr. King for completing the Basic Supervision I, II & III courses offered by the Mississippi Manufacturers Association.

- b. Karen Hatten, Purchasing Agent, Department of Human Resources & Administration.

- (1) Certificate in Basic Supervisory Course: Awarded by the Mississippi State Personnel Board.

Mr. Vanderleest recognized and commended Ms. Hatten for receiving a Certificate in Basic Supervisory Course, awarded by the Mississippi State Personnel Board.

5. Professional Recognitions.

- a. Jack Thomas, Director of Community Development and DBE Program.

- (1) Leadership Greater Jackson.

Mr. Vanderleest recognized and commended Mr. Thomas for being selected for the Leadership Greater Jackson program.

6. Summer Youth Intern Recognition.

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

- a. Adam Dunbar – JMAA Aviation Intern.

- b. Jeremy Jackson – JEIA Outside Maintenance Summer Intern.

- c. Jeremy Lewis – HKS Outside Maintenance Summer Intern.
- d. Quinn Lewis – JEIA Inside Maintenance Summer Intern.
- e. Crystal Nwagwu – Customer Service Summer Intern.

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

B. Attorney.

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

V. ACTION ITEMS.

A. Financial Matters.

- 1. Financial Reports for June 2010.
 - a. Balance Sheet: Accept.
 - b. Income Statement: Accept.
 - c. Claims Docket for June 2010: Approve.

Mr. Vanderleest directed the Board's attention to the above financial reports for June 2010 and the Claims Docket for June 2010, all of which were included in the Packet.

During discussion, Mr. Vanderleest also discussed with the Board the FY2010 Year to Date, June 30, 2010, Variance Analysis to Budget on pages 37 – 38 in the Packet.

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

**RESOLUTION ACCEPTING FINANCIAL REPORTS FOR JUNE 2010
AND APPROVING AND AUTHORIZING PAYMENT OF CLAIMS
DOCKET FOR JUNE 2010**

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered (i) certain financial statements for the Authority for the month and period ending June 30, 2010 (the "Financial Reports"), and (ii) the Claims Docket of the Authority for the month of June 2010 (the "Claims"), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board prior to the July 26, 2010, 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 \$882,374.22.

B. Service Agreements.

1. Pest Control Services, JEIA: Rescind Prior Award and Authorize Execution of Agreement.
2. AMAC/AAAE Economic Forum, JMAA: Authorize Budget and Execution of Agreement for Reception Entertainment.

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 Patton, seconded by Commissioner Glover, and approved by the affirmative votes of Commissioners Irvin, Glover and Patton, with Commissioner Stewart voting nay and Commissioner Jones being absent at the time of the vote, 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 of the Authority (the "Board") 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 July 26, 2010, 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 action:

1. The Board hereby (i) rescinds the award of that certain contract for pest control services (the "Services") at Jackson-Evers International Airport ("JEIA") to Rivers Pest Control; (ii) waives the provision in the Request for Proposals for pest control services whereby one company would not be allowed to provide the Services at both JEIA and Hawkins Field; and (iii) approves and authorizes negotiation and execution of an agreement with Havard Pest Control ("Havard") to perform the Services at JEIA (the

“Havard Agreement”), said Havard Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated July 16, 2010, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

2. The Board hereby approves and authorizes the expenditures set out in the Memorandum dated July 19, 2010, which describes this matter, and authorizes and directs negotiation and execution of the agreements set out in said Memorandum, said agreements 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.

C. Construction Projects.

No action or discussion took place at the Meeting regarding construction projects.

D. Procurements.

No action or discussion took place at the Meeting regarding procurements.

E. Grants.

No action or discussion took place at the Meeting regarding grants.

F. Other Matters.

1. Utility Easements for United States Property and Fiscal Office (USPFO) Building, JEIA: Authorize Agreements.

Mr. Vanderleest directed the Board’s attention to the memorandum dated July 20, 2010, in the Packet, which described this matter, and discussed this matter with the Board.

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

**RESOLUTION APPROVING AND AUTHORIZING UTILITY
EASEMENTS WITH ENTERGY AND COMCAST CABLE AT JACKSON-
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 authorize negotiation and execution of an easement agreement (the “Easement Agreement”) to grant Entergy a new, 10-foot utility easement (the “Easement”) at Jackson-Evers International Airport (“JEIA”) in

connection with completion of the new United States Property and Fiscal Office located on that portion of JEIA leased to the Mississippi National Guard, as more particularly described in that certain memorandum dated July 20, 2010, and the attachments thereto (collectively, the “Memorandum”), which is (i) included in the packet distributed to the Board prior to the July 26, 2010, Regular Monthly Meeting of the Board and (ii) incorporated herein by reference; and

WHEREAS, as also described in the Memorandum, the staff has advised the Board that Comcast Cable (“Comcast”) has expressed a desire to co-locate its communication lines on the new utility poles to be constructed by Entergy and further recommended that the Board approve and authorize negotiation and execution of a utility agreement (the “Utility Agreement”) with Comcast to allow Comcast to co-locate in the Easement; and

WHEREAS, the Board has reviewed and considered the Memorandum and 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, the Board hereby does, approve and authorize negotiation and execution of the Easement Agreement and the Utility Agreement, both the Easement Agreement and Utility 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. Allocation of a Portion of the Proceeds of \$17,200,000 Jackson Municipal Airport Authority Airport Revenue Bonds, Series 2005A.

Mr. Vanderleest directed the Board’s attention to the memorandum dated July 20, 2010, in the Packet, which described this matter, and discussed this matter with the Board.

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

**RESOLUTION REGARDING \$17,200,000 JACKSON MUNICIPAL
AIRPORT AUTHORITY AIRPORT REVENUE BONDS, SERIES 2005A**

WHEREAS, on June 30, 2005, the Jackson Municipal Airport Authority (“JMAA” or the “Authority”) issued \$17,200,000 of its Airport Revenue Bonds, Series 2005A (the “2005A Bonds”) to provide a portion of the financing for renovating and improving various portions of Jackson-Evers International Airport (“JEIA”); and

WHEREAS, a portion of the proceeds of the 2005A Bonds (\$179,331) were used together with other funds provided by JMAA (\$55,737) to finance rehabilitation of the East Parking Lot at JEIA; and

WHEREAS, the 2005A Bonds were issued on a tax-exempt basis; and

WHEREAS, bond counsel for JMAA in connection with the issuance of the 2005A Bonds has recommended that the Authority provide a certain certification to evidence that sufficient funds were provided by JMAA from sources other than the 2005A Bonds to cover the cost of 32 parking spaces within the East Parking Lot at JEIA (the "Certificate"), all as more particularly set forth in that certain Memorandum dated July 19, 2010, (i) included in the packet distributed to the Board prior to the July 26, 2010, 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 recommendation therein;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby approves and authorizes execution of the Certificate by Dirk Vanderleest, Chief Executive Officer of the Authority (the "JMAA CEO"), said Certificate to be in such form consistent with the Memorandum as may be deemed appropriate by the JMAA CEO as evidenced by his execution thereof.

3. 25th Annual International Air Cargo Forum and Exposition in Amsterdam, Netherlands, on November 2-4, 2010

Chairman Irvin asked Mr. Vanderleest to provide the Board with additional information regarding the above referenced conference.

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

**RESOLUTION REGARDING 25TH ANNUAL INTERNATIONAL AIR
CARGO FORUM AND EXPOSITION IN AMSTERDAM,
NETHERLANDS, ON NOVEMBER 2 – 4, 2010**

WHEREAS, by resolution adopted on March 22, 2010, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") previously authorized and approved attendance by the Authority's Chief Executive Officer ("CEO") and Commissioners at the 25th International Air Cargo Forum and Exposition in Amsterdam, Netherlands, on November 2-4, 2010 (the "TIACA Forum");

NOW, THEREFORE, BE IT RESOLVED, the Board hereby encourages the Authority's CEO and each Commissioner planning to attend the TIACA Forum to advise the Authority's staff as soon as possible so that appropriate travel, lodging and conference reservations may be timely made.

4. Confidential Personnel Matter.

a. Closed Session.

At approximately 4:20 p.m., upon motion duly made by Commissioner Glover, seconded by Commissioner Patton, 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 Executive Session for the limited purposes of discussing and taking action regarding (i) a certain personnel matter, which required confidential treatment, and (ii) the Authority's response and strategy regarding the complaint filed with the U. S. Department of Transportation, Federal Aviation Administration ("FAA"), against JMAA under 49 CFR Part 26 (the "Part 16 Complaint"), which also required confidential treatment.

The Board requested that Mr. Vanderleest, Mr. Moore and Mr. Wagner remain with the Board during the Closed Session.

At approximately 4:21 p.m., during the Closed Session, upon motion duly made by Commissioner Glover, seconded by Commissioner Jones, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted a resolution authorizing the Board to enter Executive Session for the limited purpose of discussing and taking action regarding (i) a certain personnel matter, which required confidential treatment, and (ii) the Authority's response and strategy regarding the Part 16 Complaint, which also required confidential treatment.

The Board requested that Mr. Vanderleest, Mr. Moore and Mr. Wagner remain with the Board during the Executive Session.

Mr. Wagner stepped outside the meeting room to announce that the Board had voted to enter Executive Session for the limited purpose of discussing and taking action regarding (i) a certain personnel matter, which required confidential treatment, and (ii) the Authority's response and strategy regarding the Part 16 Complaint, which also required confidential treatment.

b. Executive Session.

At approximately 4:22 p.m., the Board met in Executive Session.

c. Open Session.

At approximately 4:41 p.m., Chairman Irvin reconvened the Meeting in Open Session, and Mr. Wagner went outside the Meeting to invite every one present to rejoin the Meeting, but no one joined the Meeting except those already present.

Chairman Irvin announced to those present that, during the Executive Session, the Board had considered (i) a certain personnel matter, which required confidential treatment, and (ii) the Authority's response and strategy regarding the Part 16 Complaint, which also required confidential treatment. However, the Board had taken no action during the Executive Session on either matter.

F. **Other Matters (Resumed).**

5. Airport Name Change.

Mr. Moore advised the Board that the City Attorney for Jackson had asked Mr. Wagner and Mr. Moore if they believed that only JMAA had the authority to change the name of Jackson-Evers International Airport, not the Jackson City Council. Mr. Moore said that he and Mr. Wagner had advised the City Attorney that they believed that since JMAA is a separate body politic, only the JMAA Board has the authority to change the name of Jackson-Evers International Airport, not the City Council. Mr. Moore said he did not know whether that issue had been or would be discussed by the City Attorney with Mayor Johnson or the Jackson City Council, but he wanted the Board to be aware of the issue in case they are asked about it.

VI. DISCUSSION: STRATEGIC INITIATIVES.

No discussion or action was taken at the Meeting regarding strategic initiatives.

VII. ADJOURNMENT.

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

Respectfully submitted,

George E. Irvin, Sr., Chairman

Dr. Glenda Glover, Vice Chair

Earle Jones

Johnnie P. Patton, R. PH.

Dr. Sylvia Stewart