

**REGULAR MONTHLY MEETING OF JACKSON MUNICIPAL
AIRPORT AUTHORITY BOARD OF COMMISSIONERS
JUNE 26, 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 Regular Monthly Board Meeting in the Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi, at 4:00 p.m. on Monday, June 26, 2017 (the “Meeting”), pursuant to proper notice.

Chairman Evelyn O. Reed presided, called the Meeting to order at 4:00 p.m. and called the roll of Commissioners.

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

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

Chairman Evelyn O. Reed announced that a quorum was present at the 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 Regular Monthly Meeting of the Board scheduled for 4:00 p.m. on Monday, June 26, 2017, in the 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’s Chief Executive Officer
Perry Miller, JMAA’s Chief Operating 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 06-26-17**

II. INVOCATION

Vice Chairman Dr. Johnson gave the Invocation.

III. APPROVAL AND EXECUTION OF THE MAY 18, 2017 WORK SESSION MINUTES, THE MAY 22, 2017 REGULAR BOARD MEETING MINUTES AND THE JUNE 14, 2017 SPECIAL MEETING MINUTES

- A. Regular Work Session of the Board of Commissioners, May 18, 2017
- B. Regular Meeting of the Board of Commissioners, May 22, 2017

RESOLUTION CY-2017-72

APPROVAL AND EXECUTION OF THE MAY 18, 2017 REGULAR WORK SESSION MINUTES AND THE MAY 22, 2017 REGULAR BOARD MEETING MINUTES

After discussion and review and upon the motion made by Vice Chairman Dr. Johnson, and seconded by Commissioner Hartley, the Minutes of the Regular Work Session, May 18, 2017 and the Regular Board Meeting, May 22, 2017 were approved by unanimous vote of the Commissioners, and the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Minutes of the Regular Work Session, May 18, 2017 and the Regular Board Meeting, May 22, 2017, as presented, and directs that said Minutes be filed in the appropriate Minute Book and Records of the Authority.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

June 26, 2017

- C. Special Meeting of the Board of Commissioners, June 14, 2017

RESOLUTION CY-2017-73

APPROVAL AND EXECUTION OF THE JUNE 14, 2017 SPECIAL MEETING MINUTES

After discussion and review and upon the motion made by Commissioner Hartley, and seconded by Vice Chairman Dr. Johnson, the Minutes of the Special Board Meeting, June 14, 2017, were approved by majority vote, 4-1-0, of the Commissioners, and the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Minutes of the Special Board Meeting, June 14, 2017, as presented, and directs that said Minutes be filed in the appropriate Minute Book and Records of the Authority.

Yeas: Hartley, Henley, Johnson, Reed

Nays: Harris

Abstentions: None

June 26, 2017

IV. PUBLIC COMMENTS

Mr. Warren Miller, of WDM Enterprises, LLC, addressed the Board and informed it that his comments were about the Airport Security and Access Control Systems Improvements Project. He then distributed several documents to the Board and referenced them during his presentation. Mr. Miller reiterated the concerns he expressed during the June 22, 2017 Regular Work Session as to the Airport Security and Access Control Systems Improvements Project, and the need for inclusion of local DBEs by the prime contractor awarded the Project contract.

He then explained that it would not be difficult for JMAA to divide the Project into smaller scopes of work, as the Project has been very well organized by JMAA Staff. Mr. Miller believes that several of the DBE's partnering with the prime contractor recommended by JMAA Staff do not meet some requirements included in the RFB. Lastly, Mr. Miller again urged the Board to not award the contract to the prime contractor recommended by JMAA Staff.

Commissioner Harris requested Mr. Miller to explain his position that WDM Enterprises, LLC was not considered by the recommended prime contractor. In response, Mr. Miller explained that WDM Enterprises, LLC submitted bids to several prime contractors, including Johnson Controls, the recommended prime contractor. Afterward, Johnson Controls did not select WDM to be a subcontractor and refused to give WDM a reason for not selecting it.

In response to Vice Chairman Dr. Johnson's inquiry as to the amount of time it would take to reconsider awarding the contract and divide it into smaller contracts/scopes of work, Ms. Robin Byrd, Procurement Manager, and Darion Warren, Director of Capital Programming, addressed the Board.

Ms. Byrd informed the Board that the current bid would have to be rejected. Afterward, Staff would have to identify portions of the project scope that could be broken up and which portions would need to stay together. Following that new request for bids would need to be advertised.

Mr. Warren stated that restarting the process would require enough time for Staff to collaborate with the consultant to determine the best way to break up the scope of the project into smaller projects. Next, as to each smaller project, Staff would request authorization from the Board to request bids, advertise the request for bids, evaluate the bids received and request authorization to award contracts.

In response to Commissioner Harris's question, Mr. Newman informed the Board that Staff has been working on this project for more than two and a half (2.5) years.

Mr. Paul Koebbe, Faith Group Consultant, then addressed the Board. He explained the process regarding breaking up the project into smaller projects. According to him, attempting to break up a project of this magnitude would not be a simple task because the components are tightly coupled together.

In response to Commissioner Hartley's question, Mr. Miller said if he is awarded a portion of the contract, the number of jobs that would be created would depend on the scope of the contract awarded to him.

V. REPORTS

A. Report from the Chairman

Chairman Reed announced that she had no report.

She then recognized Mr. Carl D. Newman, CEO, to present his reports.

B. Chief Executive Officer

1. **Airport Project Manager Summary, Period Ending
May 31, 2017.....Page 1¹**
2. **Airport Activity Statistics Report, Period Ending
May 31, 2017.....Page 19**

C. Attorney

Attorney Walker announced that there is at least one (1) matter that he recommends the Board take up during an Executive Session. Accordingly, he recommended that Chairman Reed present the matter for consideration at the appropriate time.

VI. ACTION ITEMS

A. Financial Matters

1. Financial Reports for May 2017:

- (a) *Balance Sheet: Accept.....Page 32*
- (b) *Income Statement: Accept..... Page 34*

¹ The page numbers herein are the page numbers contained in the Meeting Packet which is attached as an Exhibit to the June 26, 2017 Regular Board Meeting Minutes.

RESOLUTION CY-2017-74

RESOLUTION ACCEPTING/APPROVING THE MAY 2017 FINANCIAL REPORTS: BALANCE SHEET AND INCOME STATEMENT

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and approved by unanimous vote.

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") reviewed and considered the Authority's Balance Sheet and Income Statement ("the Financial Reports") for the month and period ending May 31, 2017, which were included in the Packet, at pages 32-36 and distributed to the Board prior to the June 26, 2017 Monthly Meeting of the Board.

IT IS, THEREFORE, RESOLVED that the Board hereby accepts and approves the May 2017 Financial Reports: Balance Sheet and Income Statement for May 2017.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

June 26, 2017

c. **Claims Docket for May 2017: Approve.....Page 37**

RESOLUTION CY-2017-75

RESOLUTION APPROVING THE CLAIMS DOCKET FOR THE MONTH AND PERIOD ENDING MAY 31, 2017

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and approved by a majority vote 4-1-0.

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered the Authority's Claims Docket ("Claims") for the month and period ending May 31, 2017, which was included in the Packet, at pages 37-42, and distributed to the Board prior to the June 26, 2017 Monthly Meeting of the Board; and

IT IS, THEREFORE, RESOLVED that the Board hereby authorizes payment of the Claims in the amount of \$2,655,277.99.

Yeas: Harris, Hartley, Reed, Johnson

Nays: Henley

Abstentions: None

June 26, 2017

2. **Early Issues.....Page 43**

- (a) 2017 Celebrate Jackson Inaugural Committee, JMAA: Approve Early Issue Payment

Mr. Newman, CEO, announced that the Staff is requesting authority to make an early issue payment to the 2017 Celebrate Jackson Inaugural Committee for advertising the Jackson Municipal Airport Authority in connection with the Inauguration of Mayor-Elect Chokwe Antar Lumumba and members of the City Council for the City of Jackson, MS.

RESOLUTION CY-2017-76

RESOLUTION AUTHORIZING AN EARLY ISSUE PAYMENT FOR ADVERTISING TO THE 2017 CELEBRATE JACKSON INAUGURAL COMMITTEE

Upon motion by Commissioner Harris, seconded by Commissioner Pastor Henley, the following **RESOLUTION** was made and approved by unanimous vote.

WHEREAS, the Board has considered the request of JMAA's Staff for the authority to make a payment of \$5,000.00, for advertising the Jackson Municipal Airport Authority in connection with the Inauguration of Mayor-Elect Chokwe Antar Lumumba and members of the City Council for the City of Jackson, MS; and

WHEREAS, the Board finds that such request, which is fully explained in a Memorandum dated June 26, 2017, at page 43 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized to pay the amount of \$5,000.00, for advertising the Jackson Municipal Airport Authority in connection with the Inauguration of Mayor-Elect Chokwe Antar Lumumba and members of the City Council for the City of Jackson, MS; and

IT IS, THEREFORE, FURTHER RESOLVED that such request is fully explained in the Memorandum dated June 26, 2017, at page 43 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

June 26, 2017

**3. Budget Amendment for FY17, JMAA: Authority to Amend the FY17
Operating and Maintenance Budget (“O&M”).....Page 44**

RESOLUTION CY-2017-77

**RESOLUTION AUTHORIZING AMENDMENT #2 TO THE FISCAL YEAR 2017
OPERATING AND MAINTENANCE BUDGET**

Upon motion by Commissioner Pastor Henley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and approved by unanimous vote.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to amend the Fiscal Year 2017 Operating and Maintenance Budget (“O&M”), for any month(s) necessary, by: (i) realigning approved funds among various expense accounts; (ii) reducing the anticipated federal grant revenue by \$18,510,737.00, for a revised budget estimate of \$5,000,000.00; and (iii) reducing state grant revenue by \$676,666.00, for a revised budget estimate of \$250,000.00; and

WHEREAS, since the time of the approval and adoption of the Fiscal Year 2017 budget and the approval and adoption of the first amendment to the Fiscal Year 2017 budget, certain expense accounts have exceeded projected spending levels while others are below projections; and

WHEREAS, because of the exceeded projected levels and those below projections, budgeted expense funds will be realigned in accordance with projected spending; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated June 13, 2017, at pages 44-45 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to amend the Fiscal Year 2017 Operating and Maintenance Budget (“O&M”) for any month(s) necessary by: (i) realigning approved funds among various expense accounts; (ii) reducing the anticipated federal grant revenue by \$18,510,737.00, for a revised budget estimate of \$5,000,000.00; and (iii) reducing state grant revenue by \$676,666.00, for a revised budget estimate of \$250,000.00; and

IT IS, THEREFORE, FURTHER RESOLVED that since the time of the approval and adoption of the Fiscal Year 2017 budget and the approval and adoption of the first amendment to the Fiscal Year 2017 budget, certain expense accounts have exceeded projected spending levels while others are below projections; and

IT IS, THEREFORE, FURTHER RESOLVED that because of the exceeded projected levels and those below projections, budgeted expense funds will be realigned in accordance with projected spending; and

IT IS, THEREFORE, FURTHER RESOLVED that such request is fully explained in the Board Memorandum dated June 13, 2017, at pages 44-45 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

June 26, 2017

B. Construction Projects

1. *Roof Fall Protection (West Concourse), JAN: Authority to Advertise for Bids and Approval of the Total Project Budget.....Page 46*

RESOLUTION CY-2017-78

RESOLUTION AUTHORIZING JMAA TO SOLICIT BIDS FOR FURNISHING AND INSTALLING A ROOF FALL PROTECTION SYSTEM AND APPROVAL OF THE CONSTRUCTION BUDGET

Upon motion by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the requests of JMAA's Staff for authority to: (i) advertise for competitive bids for furnishing and installing a roof fall protection system for the West Concourse Terminal at the Jackson-Medgar Wiley Evers International Airport ("JAN"); and (ii) approval of the construction budget amount not to exceed \$117,500.00.

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated June 26, 2017, found on pages 46-48 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) JMAA's Staff is authorized to publish a Request for Bids for furnishing and installing a roof fall protection system for the West Concourse Terminal at the Jackson-Medgar Wiley Evers International Airport ("JAN"); and (ii) the construction budget amount not to exceed \$117,500.00 is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated June 26, 2017, found on pages 46-48 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

June 26, 2017

2. *Airport Security and Access Control Systems Improvements, JAN: Authority to Award Construction Contract (Johnson Controls).....Page 49*

Commissioner Pastor Henley commented that section 49 of the Code of Federal Regulations (“CFR”), which was referred to by Mr. Miller during his public comments, does not apply to passenger facility charges (“PFC”). He also confirmed that the Airport Security and Access Control Systems Improvements project involves PFC funding. He then stated that because the project involves PFC funding, section 49 of the CFR does not assist JMAA’s Board in attempting to provide opportunities to DBEs, etc. He also announced that hopefully in the future, the Board can do a better job on the front end of the process of breaking down projects to provide DBEs, etc. with more opportunities.

Vice Chairman Dr. Johnson expressed her concern with altering the course of action on this project at this point in the process and that doing so possibly could affect JMAA’s grant funding for the project. She also stated that she was empathetic to the issues raised by Mr. Miller as it relates to DBE participation.

Commissioner Hartley expressed that JMAA is open to input from individuals that will enhance the contract award process. This is because JMAA wants a fair and open process regarding the handling of JMAA’s business.

RESOLUTION CY-2017-79

RESOLUTION AUTHORIZING STAFF TO EXECUTE A CONTRACT WITH JOHNSON CONTROLS, INC. FOR CONSTRUCTION SERVICES FOR THE AIRPORT SECURITY AND ACCESS CONTROL SYSTEMS IMPROVEMENTS PROJECT

Upon motion by Commissioner Hartley, seconded by Commissioner Harris, the following **RESOLUTION** was made and approved by majority vote 4-1-0.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to: (i) award the agreement as to the construction services for the Airport Security and Access Control Systems Improvements project at the Jackson-Medgar Wiley Evers International Airport to Johnson Controls, Inc. (“Johnson Controls”), a Wisconsin Corporation; and (ii) execute a contract with Johnson Controls in the amount of \$10,435,000.00; and

WHEREAS, JMAA received one (1) bid in connection with the construction services for the Airport Security and Access Control Systems Improvements project at JAN; and

WHEREAS, the bids were reviewed by Staff and the project consultant, Faith Group, LLC (“Faith Group”); and

WHEREAS, it is both Staff and Faith Group’s recommendation that the contract be awarded to the lowest responsible and responsive bidder, Johnson Controls, in the amount of \$10,435,000.00; and

WHEREAS, Johnson Controls will be supported by the following certified Disadvantaged Business Enterprises (“DBE”): Sanjo Security of Jackson, Mississippi; Burton Construction of Meridian, Mississippi; and Ultimate Technical Solutions, Inc. (“UTSI”) of Harvey, Louisiana, which jointly shall receive 15.3% of the contract amount paid to Johnson Controls; and

WHEREAS, Johnson Controls will also be supported by Perfect Touch of Jackson, MS which has a pending application for DBE status with JMAA; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated June 26, 2017, found on pages 49-53 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to: (i) award the agreement as to the construction services for the Airport Security and Access Control Systems Improvements project at the Jackson-Medgar Wiley Evers International Airport to Johnson Controls, Inc. (“Johnson Controls”), a Wisconsin Corporation; and (ii) execute a contract with Johnson Controls in the amount of \$10,435,000.00; and

IT IS, THEREFORE, FURTHER RESOLVED that Johnson Controls will be supported by the following certified Disadvantaged Business Enterprise (“DBE”): Sanjo Security of Jackson, Mississippi; Burton Construction of Meridian, Mississippi; and Ultimate Technical Solutions, Inc. (“UTSI”) of Harvey, Louisiana, which jointly shall receive 15.3% of the contract amount paid to Johnson Controls; and

IT IS, THEREFORE, FURTHER RESOLVED that Johnson Controls will also be supported by Perfect Touch of Jackson, MS which has a pending application for DBE status with JMAA; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that said requests are fully explained in the Memorandum dated June 26, 2017, found on pages 49-53 of the Meeting Packet.

Yeas: Harris, Hartley, Johnson, Reed

Nays: Henley

Abstentions: None

June 26, 2017

3. *Upper Roadway Vehicular Bridge, JAN: Authority to Award Professional Services Contract, JAN: (Neel-Schaffer).....Page 54*

RESOLUTION CY-2017-80

RESOLUTION AUTHORIZING THE AWARD OF A CONTRACT REGARDING ENGINEERING, DESIGN, AND RELATED PROFESSIONAL SERVICES IN CONNECTION WITH THE UPPER ROADWAY “VEHICULAR BRIDGE” REHABILITATION PROJECT

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to: (i) award the professional services agreement as to the engineering, design, and related professional services in connection with the Upper Roadway “Vehicular Bridge” Rehabilitation project at Jackson-Medgar Wiley Evers International Airport (“JAN”) to Neel-Schaffer, Inc. (“Neel-Schaffer”) of Jackson, Mississippi; and (ii) execute a contract with Neel-Schaffer in an amount not to exceed \$219,750.00; and

WHEREAS, JMAA received three (3) Statements of Qualifications in connection with the engineering, design, and related professional services contract for the Upper Roadway “Vehicular Bridge” Rehabilitation project at JAN; and

WHEREAS, the Statements of Qualifications were reviewed by JMAA’s Selection Committee and evaluated in accordance with the Selection Process that includes the Board approved selection criteria; and

WHEREAS, JMAA’s Selection Committee recommends that the contract be awarded to the preferred consultant, Neel-Schaffer, in an amount not to exceed \$219,750.00; and

WHEREAS, Neel-Schaffer will be supported by the following certified Disadvantaged Business Enterprise (“DBE”): Crown Engineering, PLLC of Jackson, MS, which shall receive 30% of the contract amount paid to Neel-Schaffer; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated June 26, 2017, found on pages 54-58 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to: (i) award the professional services agreement as to the engineering, design, and related professional services in connection with the Upper Roadway “Vehicular Bridge” Rehabilitation project at Jackson-Medgar Wiley Evers International Airport (“JAN”) to Neel-Schaffer, Inc. (“Neel-Schaffer”) of Jackson, Mississippi; and (ii) execute a contract with Neel-Schaffer in an amount not to exceed \$219,750.00; and

IT IS, THEREFORE, FURTHER RESOLVED that Neel-Schaffer will be supported by the following certified Disadvantaged Business Enterprise (“DBE”): Crown Engineering, PLLC of Jackson, MS, which shall receive 30% of the contract amount paid to Neel-Schaffer; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated June 26, 2017, found on pages 54-58 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

June 26, 2017

4. *Rehabilitation of Taxiway Alpha, Phase 2, JAN: Authority to Reject Bids and Re-Advertise the Project for Bid with a Modified Scope.....Page 59*

RESOLUTION CY-2017-81

RESOLUTION AUTHORIZING THE REJECTION OF BIDS RECEIVED AND AUTHORIZING RE-ADVERTISEMENT

Upon motion by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, on June 16, 2017, JMAA received two (2) bids in connection with construction services for the Rehabilitation of Taxiway Alpha, Phase 2 at the Jackson-Medgar Wiley Evers International Airport (“JAN”); and

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to: (i) reject the bid received; and (ii) re-advertise the project with a modified scope; and

WHEREAS, the bids were reviewed by Staff and the project management support services consultant Kimley-Horn and Associates, Inc. (“Kimley-Horn”); and

WHEREAS, the bids received exceeded the authorized project budget amount for construction; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated June 21, 2017, found on pages 59-61 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to: (i) reject the bid received; and (ii) re-advertise the project with a modified scope; and

IT IS, THEREFORE, FURTHER RESOLVED that the bids received in connection with construction services for the Rehabilitation of Taxiway Alpha, Phase 2 at JAN exceeded the authorized project budget amount for construction; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are

fully explained in the Memorandum dated June 21, 2017, found on pages 59-61 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

June 26, 2017

C. Procurement

None

D. Service Agreements

1. *Lawn and Landscaping Maintenance, JAN: Authority to Enter into a Service Agreement (Mississippi Yard Barber, LLC).....Page 62*

RESOLUTION CY-2017-82

RESOLUTION AUTHORIZING THE EXECUTION OF A CONTRACT WITH MS YARD BARBER, LLC REGARDING LAWN AND LANDSCAPING SERVICES

Upon motion by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA's Staff for authority to enter into a service agreement with MS Yard Barber LLC, a Mississippi limited liability company, headquartered in Madison, MS ("MYB") to provide lawn and landscaping services for seventy-two (72) acres of grass and landscape at the Jackson-Medgar Wiley Evers International Airport ("JAN"); and

WHEREAS, these services will be performed near or around the following locations at JAN: (a) main terminal; (b) parking garage and surface parking lot; (c) long-term parking lots on International Drive, South Hangar Drive, and Freightways Drive; (d) Federal Aviation Administration Building; (e) West Employee Parking Lot and; (f) East Employee/Guest Parking Lot; and

WHEREAS, the proposed term of the agreement will be effective on a date to be determined, for two (2) calendar years and consist of a fixed monthly fee in the amount of \$9,261.33 (\$111,135.96 annually) and a maximum annual cost of \$40,000.00 for supplies, the total annual cost for services and supplies shall not exceed \$151,135.96 annually; and

WHEREAS, the total amount for services and supplies for the two (2) year proposed term of the contract shall not exceed \$302,271.92; and

WHEREAS, the DBE participation level for this project is 93%, as MYB is a certified Disadvantaged Business Enterprise (DBE). Therefore, the DBE participation level for this project is 93%; and

WHEREAS, MYB will subcontract the application of chemicals and seasonal plantings to Simmons Landscaping LLC of Ridgeland, MS for an annual sum of \$10,780.69 or \$21,561.38 total; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated June 10, 2017, found on pages 62-65 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to enter into a non-professional service agreement with MS Yard Barber LLC, a Mississippi limited liability company, headquartered in Madison, MS (“MYB”) to provide lawn and landscaping services for seventy-two (72) acres of grass and landscape at Jackson-Medgar Wiley Evers International Airport (“JAN”); and

IT IS, THEREFORE, FURTHER RESOLVED that the proposed term of the agreement will be effective on a date to be determined, for two (2) calendar years and consist of a fixed monthly fee in the amount of \$9,261.33 (\$111,135.96 annually) and a maximum annual cost of \$40,000.00 for supplies, the total annual cost for services and supplies shall not exceed \$151,135.96 annually; and

IT IS, THEREFORE, FURTHER RESOLVED that the total amount for services and supplies for the two (2) year proposed term of the contract shall not exceed \$302,271.92; and

IT IS, THEREFORE, FURTHER RESOLVED that the DBE participation level for this project is 93%, as MYB is a certified Disadvantaged Business Enterprise (DBE). Therefore, the DBE participation level for this project is 93%; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated June 10, 2017, found on pages 62-65 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed
Nays: None
Abstentions: None

June 26, 2017

- 2. *Queue Monitoring Solution, JAN: Authority to Execute an Agreement (Infax, Inc.).....Page 66*

RESOLUTION CY-2017-83

RESOLUTION AUTHORIZING THE EXECUTION OF AN AGREEMENT WITH

INFAX, INC. FOR EQUIPMENT, SOFTWARE, TECHNICAL SUPPORT AND INSTALLATION SERVICES RELATED TO THE QUEUE MONITORING SOLUTION

Upon motion by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to execute an agreement with Infax, Inc. (“Infax”), headquartered in Duluth, Georgia, to provide equipment, software, technical support and installation services in support of the deployment of an automated Queue Monitoring Solution for the Jackson Municipal Airport Authority (“JMAA”) for a maximum total agreement amount of \$80,000.00; and

WHEREAS, the Queue Monitoring Solution will be installed at the Jackson-Medgar Wiley Evers International Airport (“JAN”), and will specifically monitor the two (2) security screening checkpoints at JAN operated by Transportation Security Administration (“TSA”); and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated June 15, 2017, found on pages 66-69 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to execute an agreement with Infax, Inc. (“Infax”), headquartered in Duluth, Georgia, to provide equipment, software, technical support and installation services in support of the deployment of an automated Queue Monitoring Solution for the Jackson Municipal Airport Authority (“JMAA”) for a maximum total agreement amount of \$80,000.00; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated June 15, 2017, found on pages 66-69 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

June 26, 2017

E. Grants

None.

F. Other Matters

- 1. *Ground Lease Agreement, JAN: Authorize Execution of Ground Lease Agreement (State of Mississippi Department of Finance and***

Administration-Office of Air Transport Services (OATS).....Page 70

RESOLUTION CY-2017-84

RESOLUTION AUTHORIZING THE EXECUTION OF A LEASE AGREEMENT WITH THE STATE OF MISSISSIPPI’S DEPARTMENT OF FINANCE AND ADMINISTRATION OFFICE OF AIR TRANSPORT SERVICES

Upon motion by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to execute a ground lease agreement for 12,500 square feet of land at the Jackson-Medgar Wiley Evers International Airport (“JAN”) with the State of Mississippi Department of Finance and Administration – Office of Air Transport Services (“OATS”) for the term of one (1) year, in the amount of \$3,125.00; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated June 26, 2017, found on page 70 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to execute a ground lease agreement for 12,500 square feet of land at the Jackson-Medgar Wiley Evers International Airport (“JAN”) with the State of Mississippi Department of Finance and Administration – Office of Air Transport Services (“OATS”) for the term of one (1) year, in the amount of \$3,125.00; and

IT IS, THEREFORE, FURTHER RESOLVED that such request is fully explained in the Memorandum dated June 26, 2017, found on page 70 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

June 26, 2017

2. *Lease Agreement, JAN: Authorize Execution of Lease Agreement (Jackson Air Charter).....Page 71*

RESOLUTION CY-2017-85

RESOLUTION AUTHORIZING THE EXECUTION OF A LEASE AGREEMENT WITH THE JACKSON AIR CHARTER

Upon motion by Vice Chairman Dr. Johnson, seconded by Commissioner Hartley, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA's Staff for authority to execute a ten (10) year lease agreement with Jackson Air Charter ("JAC") for a total of 71,022 square feet of Hangar space, Commercial Improved Land, an Asphalt Apron and a Vehicle parking lot; and

WHEREAS, the property is owned by the Jackson Municipal Airport Authority ("JMAA") and is located on Hangar Drive at the Jackson-Medgar Wiley Evers International Airport ("JAN"); and

WHEREAS, the term of the new, proposed lease will begin July 1, 2017 and run through June 30, 2027; and

WHEREAS, JAC has also requested, and Staff is recommending, that JAC be given the option to exercise two (2) consecutive five (5) year extensions at the end of the initial ten (10) year term of the lease, which will extend the lease to run through June 30, 2037, if exercised; and

WHEREAS, the rent for the initial term will be \$3,750.00 monthly, totaling \$45,000 per year, the fuel flowage fee will be \$.07/gallon during the initial term of the lease and upon each extension of the lease, if any, an adjustment will be made to the rental amount to be paid by JAC to JMAA based on the Consumer Price Index ("CPI"), and in no case, shall the rent for the successive year be less than the prior year; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated June 26, 2017, found on pages 71-72 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized to execute a ten (10) year lease agreement with Jackson Air Charter ("JAC") for a total of 71,022 square feet of Hangar space, Commercial Improved Land, an Asphalt Apron and a Vehicle parking lot; and

IT IS, THEREFORE, FURTHER RESOLVED that the term of the new, proposed lease will begin July 1, 2017, and run through June 30, 2027, and JAC will have the option to exercise two (2) consecutive five (5) year extensions at the end of the initial ten (10) year term of the lease, which will extend the lease to run through June 30, 2037, if exercised; and

IT IS, THEREFORE, FURTHER RESOLVED that JAC will pay JMAA rent for the initial term in the amount of \$3,750.00 monthly, totaling \$45,000 per year, the fuel flowage fee will be \$.07/gallon during the initial term of the lease and upon each extension of the lease, if any, an adjustment will be made to the rental amount to be paid by JAC to JMAA based on the Consumer Price Index ("CPI"), and in no case, shall the rent for the successive year be less than the prior year; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated June 26, 2017, found on pages 71-72 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Johnson, Reed
Nays: None
Abstentions: None

June 26, 2017

- 3. *Federal Legislative Consulting Services, JAN: Authorize Execution of a Professional Services Agreement (The Signal Group Consulting, LLC).....Page 73*

RESOLUTION CY-2017-86

RESOLUTION AUTHORIZING THE EXECUTION OF A PROFESSIONAL SERVICE AGREEMENT WITH THE SIGNAL GROUP CONSULTING, LLC

Commissioner Hartley made a motion to accept the recommendation of the JMAA’s Staff regarding executing a professional services agreement with the Signal Group Consulting, LLC, as explained in the Memorandum dated June 26, 2017, found on pages 73-76 of the Meeting packet.

Commissioner Pastor Henley raised his hand and he was recognized by Chairman Reed. Commissioner Pastor Henley said he wanted to make a substitute motion. In response, Commissioner Hartley withdrew his motion.

Commissioner Pastor Henley then moved to enter into a professional services contract with the Signal Group Consulting, LLC (“Signal”) for a one (1) year term beginning on the date of execution of the agreement with the provisions for renewal, at the option of JMAA, upon approval by JMAA’s Board, for one (1) additional year, on two (2) occasions. Commissioner Harris seconded the motion subject to Commissioner Pastor Henley agreeing to a friendly amendment which provided that Signal shall provide to the Board quarterly reports, either in person or by video conferencing, at the Work Sessions of the Board in March, June, September, and December. Commissioner Pastor Henley accepted the friendly amendment of Commissioner Harris and the following **RESOLUTION** was made and approved by unanimous vote.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to execute a professional service agreement with The Signal Group Consulting, LLC (“Signal”), a Delaware Limited Liability Company, to provide federal legislative consulting services (“Services”) to the Jackson Municipal Airport Authority (“JMAA”); and

WHEREAS, the Board modifies Staff's request, as follows: (i) the term of the agreement will be for one (1) year, with the option of JMAA to renew, upon approval by JMAA's Board, for one (1) additional year, on two (2) occasions; and (ii) Signal is required to provide the Jackson Municipal Airport Authority Board of Commissioners with quarterly updates, either by video conferencing or in-person appearance, during the Work Sessions of the Board of JMAA in the months of March, June, September, and December of each year; and

WHEREAS, the fee for Services will be \$8,333.33 per month or \$100,000.00 annually, and the maximum fee amount shall not exceed \$100,000.00 annually, inclusive of expenses; and

WHEREAS, upon authorization of a renewal option, the fee for Services shall be \$8,333.33 per month or \$100,000.00 annually; and

WHEREAS, services will begin on the date of the execution of the agreement; and

WHEREAS, Signal will be supported by the following JMAA certified Disadvantaged Business Enterprise ("DBE"): Exstare Federal Services Group ("Exstare") of Alexandria, Virginia, which shall receive \$25,000.00 or 25% of the annual contract amount paid to Signal; and

WHEREAS, Signal is registered to do business in the State of Mississippi and will maintain good standing with the Secretary of State's office at its own expense throughout the term of its agreement with JMAA; and

WHEREAS, the Board finds that such request, which is explained, in part, in the Memorandum dated June 26, 2017, found on pages 73-76 of the Meeting Packet, which is modified as stated above, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized to execute a professional service agreement with The Signal Group Consulting, LLC ("Signal"), a Delaware Limited Liability Company, to provide federal legislative consulting services ("Services") to the Jackson Municipal Airport Authority ("JMAA"); and

IT IS, THEREFORE, FURTHER RESOLVED that the agreement with Signal will include the following terms: (i) the term of the agreement is for one (1) year, with the option of JMAA to renew, upon approval by JMAA's Board, for one (1) additional year, on two (2) occasions; and (ii) Signal is required to provide the Jackson Municipal Airport Authority Board of Commissioners with quarterly updates by video conferencing or in-person appearance during Work Sessions of JMAA's Board during the months of March, June, September, and December of each year;

IT IS, THEREFORE, FURTHER RESOLVED that the fee for Services will be \$8,333.33 per month or \$100,000.00 annually, and the maximum fee amount shall not exceed \$100,000.00 annually, inclusive of expenses; and

IT IS, THEREFORE, FURTHER RESOLVED that if the renewal option is authorized, the fee for Services shall be \$8,333.33 per month or \$100,000.00 annually; and

IT IS, THEREFORE, FURTHER RESOLVED that services will begin on the date of the execution of the agreement; and

IT IS, THEREFORE, FURTHER RESOLVED that Signal will be supported by the following JMAA certified Disadvantaged Business Enterprise (“DBE”): Exstare Federal Services Group (“Exstare”) of Alexandria, Virginia, which shall receive \$25,000.00 or 25% of the annual contract amount paid to Signal; and

IT IS, THEREFORE, FURTHER RESOLVED that Signal is registered to do business in the State of Mississippi and will maintain good standing with the Secretary of State’s office at its own expense throughout the term of its agreement with JMAA; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is explained, in part, in the Memorandum dated June 26, 2017, found on pages 73-76 of the Meeting Packet, which is modified as stated above.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

June 26, 2017

G. New Business

1. Board Reports

Vice Chairman Dr. Johnson announced that she attended the AMAC Annual Airport Business Diversity Conference, June 16-20, 2017 in Houston, TX and that she will submit a full report concerning the conference electronically. She then gave a summary report on the conference. The printed report is attached as an exhibit to the June 26, 2017 Board Meeting Minutes. The Conference Agenda is also attached as an exhibit to the June 26, 2017 Board Meeting Minutes.

Commissioner Hartley then echoed the sentiments of Vice Chairman Dr. Johnson and explained some highlights of the conference as well. He also noted that Vice Chairman Dr. Johnson’s son, Reginald Thompson, presented at the Conference and stated that he did an outstanding job. The Conference Agenda is attached as an exhibit to the June 26, 2017 Board Meeting Minutes.

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. Vice Chairman Dr. Johnson then moved that the Board go into a Closed Session to discuss whether to go into an

Executive Session to consider matters that she believed could be discussed in Executive Session and Commissioner Pastor Henley seconded the motion.

The Board unanimously resolved to close the Meeting. 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.

The Board went into Closed Session at 4:46 p.m.

CLOSED SESSION

Commissioner Pastor Henley then moved that the Board enter Executive Session to discuss one (1) pending litigation matter: (i) In Re: Jim Hankins Air Service, Inc. Chapter 11 Bankruptcy. Vice Chairman Dr. Johnson seconded the motion to enter Executive Session, and the Commissioners unanimously resolved to enter Executive Session for the stated purposes.

The Closed Session ended at 4:49 p.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) pending litigation matter: (i) In Re: Jim Hankins Air Service, Inc. Chapter 11 Bankruptcy.

Chairman Reed asked all present, except for Mr. Carl Newman, CEO, Mr. Perry Miller, COO, 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 4:51 p.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed one (1) pending litigation matter: (i) In Re: Jim Hankins Air Service, Inc. Chapter 11 Bankruptcy.

- 1. The Board took no action as to the pending litigation matter, In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy.***

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, and by unanimous approval, the Executive Session ended at 4:57 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 4:59 p.m.

Chairman Reed announced that the meeting was once again open. She then announced that no action was taken as to the pending litigation matter, In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy.

2. *Amendment to Contract with Attorney Latoya Jeter and Brown, Bass & Jeter, PLLC*

RESOLUTION CY-2017-87

RESOLUTION ADOPTING THE RESOLUTION APPROVING AMENDMENT #1 TO THE AGREEMENT FOR LEGAL SERVICES WITH LATOYA JETER AND BROWN, BASS & JETER, PLLC

Upon motion by Commissioner Pastor Henley, seconded by Commissioner Harris, the following **RESOLUTION** was made and approved by unanimous vote.

WHEREAS, the Board, in Resolution CY-2017-28, authorized Latoya T. Jeter, Esq. and Brown Bass & Jeter, PLLC to represent and protect the interest of JMAA in the In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy proceedings pending in US Bankruptcy Court for the Southern District of Mississippi; and

WHEREAS, the Bankruptcy proceedings pending in US Bankruptcy Court for the Southern District of Mississippi is ongoing and there is a need to amend the contract to increase the maximum amount of the contract to the amount of \$11,000.00; and

IT IS THEREFORE, RESOLVED that the Board approves amending the Professional Services Agreement with Latoya T. Jeter, Esq. and Brown Bass & Jeter, PLLC, regarding the pending In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy proceedings, to increase the maximum amount payable to Latoya T. Jeter, Esq. and Brown Bass & Jeter, PLLC to the amount of \$11,000.00, plus expenses such as court fees, court reporter fees, etc.

Yeas: Harris, Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

June 26, 2017

3. *Amendment to Contract with Retired Justice Fred Banks and Phelps Dunbar LLP*

re litigation expenses.

The Board held some discussion concerning the contract amendment. Attorney John Walker informed the Board that the increase is necessary for the JMAA to continue having representation as to the Yarber vs. Bryant et al. lawsuit. Attorney Walker informed the Board of the remaining authorized amount for payment to retired Justice Fred Banks and Phelps Dunbar LLP, and explained that the litigation will continue beyond the amount of time that the amount remaining will cover.

Attorney Walker informed the Board that the amendment gives JMAA the ability to pay retired Justice Fred Banks and Phelps Dunbar LLP up to the maximum amount authorized, in the event the litigation requires them to expand time to provide legal services beyond the time currently permitted by their current maximum contract amount.

RESOLUTION CY-2017-88

RESOLUTION AUTHORIZING AMENDMENT TO CONTRACT WITH RETIRED JUSTICE FRED BANKS AND PHELPS DUNBAR LLP

Upon motion by Commissioner Hartley, seconded by Commissioner Pastor Henley, the following **RESOLUTION** was made and approved by a majority vote 4-0-1.

WHEREAS, the Board, in Resolution CY-2015-45, authorized the filing of litigation by retired Justice Fred L. Banks, Jr., and Phelps Dunbar LLP and John L. Walker, Esq. and Walker Group, PC regarding SB 2162; and

WHEREAS, the litigation was filed in the United District Court for the Southern District of Mississippi, the litigation is ongoing and there is a need to approve Amendment #5 to the Professional Services Agreement to increase the maximum amount of the contract in the amount of \$100,000.00; and

IT IS THEREFORE, RESOLVED that the Board approves Amendment #5 of the Professional Services Agreement with retired Justice Fred L. Banks, Jr., and Phelps Dunbar LLP, regarding the ongoing litigation, to increase the maximum amount payable to retired Justice Banks and Phelps Dunbar in the amount of \$100,000.00, plus expenses such as court fees, court reporter fees, etc.

Yeas: Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: Harris

June 26, 2017

VII. ADJOURNMENT

Thereafter, it was moved by Commissioner Pastor Henley, seconded by Commissioner Hartley, and resolved by majority vote 4-0-1 (Commissioner Harris abstained) that the meeting of the Board be ADJOURNED at 5:14 p.m.

Respectfully submitted,

Ms. Evelyn O. Reed, Commissioner and Chairman

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

Ms. LaWanda D. Harris, Commissioner

Mr. Vernon W. Hartley, Sr., Commissioner

Pastor James L. Henley, Jr., Commissioner