

SPECIAL MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS

May 22, 2008

The Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority ("Authority" or "JMAA") met in the Community Room, Main Terminal Building, at Jackson-Evers International Airport ("JEIA") in Jackson, Mississippi, at 7:30 a.m. on Thursday, May 22, 2008 (the "Meeting"), pursuant to proper notice. A copy of the notice is attached as an exhibit to the minutes of the Meeting.

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

Chair Sylvia Stewart presided, called the Meeting to order, and called the roll of Commissioners.

The following Commissioners were present in person at the Meeting.

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

Chair Stewart 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
Gary Cohen, JMAA Chief Financial Officer
Kenneth Randolph, JMAA Airport Police Commander
Denson Stasher, JMAA Director of Operations and Security
Woody Wilson, JMAA Vice President for Facilities
René Woodward, JMAA Director of Human Resources & Administration
Joyce Tillman, JMAA Facilities Engineer
Jack Weldy, JMAA Properties Manager
Michael L. Lee, JMAA Police Officer
James Myers, JMAA Police Officer
Alan L. Moore, Baker Donelson Bearman Caldwell & Berkowitz, P.C.
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz, P.C.
Chuck Lott, Neel-Schaffer, Inc.

II. APPROVAL AND EXECUTION OF MINUTES.

A. Administration Committee Meeting on April 28, 2008.

B. Regular Monthly Board Meeting on April 28, 2008.

The Board considered the minutes of the Administration Committee Meeting on April 28, 2008, and the Regular Monthly Board Meeting on April 28, 2008.

After discussion, upon motion duly made by Commissioner Jones, seconded by Commissioner Patton, and unanimously approved by the affirmative votes of all Commissioners present, the minutes 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, Ending April 30, 2008.
2. Airport Activity Statistics Report, Ending April 30, 2008.

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. Southwest Airlines.

Mr. Vanderleest said that the staff continued to work with Nashville airport staff members to encourage Southwest Airlines to develop direct flights between Nashville, Jackson and Dallas.

4. Transportation Security Administration.

Mr. Vanderleest advised the Board that, as previously authorized by the Board, the staff had successfully negotiated and executed an agreement with the Transportation Security Administration ("TSA") for reimbursement of certain public safety expenses incurred and to be incurred by JMAA in cooperation with security measures at JEIA. Mr. Vanderleest said that the agreement could result in reimbursement of up to approximately \$238,000.00 to the Authority.

5. Employee Recognitions.

a. Employee of the Month.

- (1) May 2008: Robert Stephens, Public Safety Coordinator, Public Safety Department.

Mr. Vanderleest said that Mr. Stephens would be recognized at the June Board meeting as Employee of the Month for May 2008.

b. Professional Development Recognitions.

- (1) James Myers, Certified Police Officer, Public Safety Department.

- (a.) Completion of the National Rifle Association of America's Firearm's Instructor Training.

Mr. Vanderleest introduced and commended Mr. Myers on his completion of the National Rifle Association of America's Firearm's Instructor Training course.

c. Professional Awards.

- (1) Sergeant Michael Lee, Police Sergeant, Public Safety Department.

- (a.) Metro Top Cop Award, Mississippi Center for Police & Sheriffs.

Mr. Vanderleest introduced and commended Mr. Lee on receiving the Metro Top Cop Award from the Mississippi Center for Police and Sheriffs.

B. Attorney.

Mr. Moore discussed the following issues with the Board.

1. Incident Reports.

During the 2008 Mississippi Legislative Session, a bill was enacted to clarify that incident reports, as differentiated from investigative reports, are public records subject to requests for disclosure under the Public Records Act. Incident reports usually include the name of the person arrested, the date and time of the incident, and the charges. Information dealing with specific evidence, confidential informants, etc., which are usually included in investigative reports, may be exempt from public disclosure.

2. Amendments to Airport Authorities Act.

During the 2008 Mississippi Legislative Session, the code section which grants general and special authority to airport authorities was amended to specifically authorize airport authorities to (i) construct and maintain roads of ingress and egress leading to and from airports and (ii) authorize airports to utilize design/build contracts.

3. Statements of Economic Interest.

During the 2008 Mississippi Legislative Session, a bill was enacted to require airport directors and commissioners of airport authorities to file Statements of Economic Interest with the Mississippi Ethics Commission. Mr. Moore distributed to each Commissioner a memo summarizing this requirement and attaching a copy of the relevant statute and form. During discussion, Mr. Moore said that this amendment would not require such statements to be filed until 2009.

4. Tax Study Commission.

Mr. Moore said that Governor Barbour's Tax Study Commission had been organized into subcommittees, one of which will consider "consumption taxes," including the sales tax on gasoline and public parking, both of which raise substantial revenue for MDOT, which then reallocates some of that revenue to airports through the Multi-Modal Transportation Improvement Fund and to help match federal grants through the Airports Improvement Program. Mr. Moore said that it was important to monitor this issue to make sure that any change in those taxes does not reduce the amount of State assistance to airports.

V. ACTION ITEMS.

A. Financial Matters.

1. Financial Reports for April 2008: Accept.

a. Balance Sheet.

b. Income Statement.

2. Claims Docket for March 2008: Approve.

Mr. Vanderleest discussed with the Board the Financial Reports for the Authority for the month of April 2008, and the Claims Docket for April 2008, as found in the Packet.

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 ACCEPTING FINANCIAL REPORTS FOR APRIL 2008
AND APPROVING AND AUTHORIZING PAYMENT OF CLAIMS
DOCKET FOR APRIL 2008**

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 April 30, 2008 (the "Financial Reports"), and (ii) the Claims Docket of the Authority for the month of April 2008 (the "Claims"), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board prior to the May 22, 2008, 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 \$ 568,557.26.

B. Service Agreements.

1. Professional Services Agreement with The Boyd Group, JEIA: Approve Agreement.

Mr. Vanderleest directed the Board's attention to the memorandum dated May 9, 2008, 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 Jones, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION APPROVING AND AUTHORIZING PROFESSIONAL
SERVICES AGREEMENT WITH THE BOYD GROUP**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the "Authority") has recommended that the Board of Commissioners (the "Board") of the Authority approve and authorize negotiation and execution of a professional services agreement (the "Agreement") with The Boyd Group ("Boyd") for assistance with all air service development issues, including the monitoring of incumbent carrier performance metrics and continuing review of and advocacy with airlines for new air service options at Jackson-Evers International Airport (the "Services"), all as more particularly described in that certain memorandum dated May 9, 2008, which was (i) included in the packet distributed to the Board prior to the May 22, 2008, Special Meeting of the Board, and (ii) incorporated herein by reference (the "Memorandum") ; and

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

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, approve and authorize negotiation and execution of the Agreement, said 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.

C. Construction Projects.

1. JMAA Project No. 013-08, Contract No. 013-08-286, Storm Water Drainage Improvements, HKS: Authorize Addendum to Professional Services Agreement; Authorize Advertisement for Bids.
2. JMAA Project 004-08, Passenger Boarding Bridges, JEIA: Reject Bids, Authorize Re-advertisement for Bids.
3. JMAA Project No. 026-06, Airport Security and Access Control Systems (ACS) Improvements Project, JEIA: Authorize Professional Services Agreement; Authorize Acceptance of Grants.

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

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

**RESOLUTION APPROVING AND AUTHORIZING CERTAIN ACTIONS
WITH RESPECT TO CERTAIN 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 May 22, 2008, 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 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 approves and authorizes (i) negotiation and execution of an addendum (the "NS Addendum") to the professional services agreement with Neel-Schaffer, Inc. to provide certain additional design and related engineering services in connection with certain proposed, phased drainage improvements at Hawkins Field Airport (the "Drainage Project"), all as more particularly described in the Memorandum dated April 11, 2008, relating to this matter, said NS Addendum 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; and (ii) publication of an advertisement (or advertisements) for bids for construction of the Drainage Project
2. The Board (i) rejects all bids received for the purchase and installation of three new Passenger Boarding Bridges for Jackson-Evers International Airport (the "Passenger Bridge Project") and (ii) authorizes and directs the staff of the Authority to re-advertise the Passenger Bridge Project for bids.
3. The Board approves and authorizes (i) negotiation and execution of a professional services agreement (the "URS Agreement") with URS Corporation to provide certain professional design, engineering and architectural services in connection with the Airport Security and Access Control Systems Improvements Project (the "URS Services"), all as more particularly described in the Memorandum dated May 21, 2008, relating to this matter, said URS Agreement to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof; and (ii) applying for and accepting any grant offers from the Federal Aviation Administration and/or the Mississippi Department of Transportation relative to the URS Services.

D. Procurements.

1. International Sports Properties, Inc., JMAA: Promotional Agreement: Authorize Agreement.
2. OPSEC Vehicle Replacement, JEIA: Approve Purchase.

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

During discussion, Commissioner Stewart suggested that the staff ask other airlines, in addition to Southwest Airlines, to consider providing free tickets to promote their service. In addition, Commissioner Glover suggested that the Authority notify other state universities and colleges of its willingness to consider marketing opportunities through the respective sports programs.

After discussion, 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 the following resolution.

**RESOLUTION APPROVING AND AUTHORIZING CERTAIN ACTIONS
REGARDING PROCUREMENTS**

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 procurements, as more particularly described in certain memoranda (i) included in the packet distributed to the Board prior to the May 22, 2008, 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 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 approves and authorizes negotiation and execution of an agreement (the “ISP Agreement”) with International Sports Properties, Inc., pursuant to which ISP will provide marketing opportunities for the Authority, as more particularly described in that certain Memorandum dated May 8, 2008, relating to this matter, said ISP Agreement to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
2. The Board approves and authorizes the purchase of a new vehicle for use by the Director of Operations and Security by the expenditure of funds provided to the Authority under the Federal Equitable Sharing Program, all as more particularly described in that certain Memorandum dated May 9, 2008, relating to this matter.

E. Lease and Concession Agreements.

There was no discussion of Lease and Concession Agreements at the Meeting.

F. Other Matters.

There was no discussion of other matters not indicated on the Agenda for the Meeting.

VI. DISCUSSION: STRATEGIC INITIATIVES.

There was no further discussion of Strategic Initiatives at the Meeting.

VII. ADJOURNMENT.

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

Respectfully submitted,

Dr. Sylvia Stewart, Chair

Dr. Glenda Glover, Vice Chair

George E. Irvin, Sr.

Earle Jones

Johnnie P. Patton, R. PH.