

**REGULAR MONTHLY MEETING OF JACKSON MUNICIPAL
AIRPORT AUTHORITY BOARD OF COMMISSIONERS
MAY 22, 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, May 22, 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
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, May 22, 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 05-22-17**

II. INVOCATION

Commissioner Pastor Henley gave the Invocation.

III. APPROVAL AND EXECUTION OF MINUTES

A. Rescheduled Regular Work Session of the Board of Commissioners, April 13, 2017

B. Rescheduled Regular Meeting of the Board of Commissioners, April 17, 2017

RESOLUTION CY-2017-61

**APPROVAL AND EXECUTION OF THE MINUTES OF THE APRIL 13, 2017
RESCHEDULED REGULAR WORK SESSION AND THE APRIL 17, 2017
RESCHEDULED REGULAR BOARD MEETING**

After discussion and review and upon the motion made by Vice Chairman Dr. Johnson, and seconded by Commissioner Hartley, the Minutes of the Rescheduled Regular Work Session, April 13, 2017, and the Rescheduled Regular Board Meeting, April 17, 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 Rescheduled Regular Work Session, April 13, 2017, and the Rescheduled Regular Board Meeting, April 17, 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: None

Abstentions: None

May 22, 2017

IV. PUBLIC COMMENTS

None.

V. REPORTS

A. Report from the Chairman

Chairman Reed greeted and thanked everyone for attending the Board Meeting.

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

B. Chief Executive Officer

1. **Airport Project Manager Summary, Period Ending
April 30, 2017.....Page 1¹**

¹ The page numbers herein are the page numbers contained in the Meeting Packet which is attached as an Exhibit to the May 22, 2017 Regular Board Meeting Minutes.

2. **Airport Activity Statistics Report, Period Ending
April 30, 2017.....Page 18**

C. Attorney

Attorney Walker announced that there are several matters that he recommends the Board take up during an Executive Session. Accordingly, he recommended that Chairman Reed present the matters for consideration at the appropriate time.

VI. ACTION ITEMS

A. Financial Matters

1. Financial Reports for April 2017:

(a) Balance Sheet: Accept.....Page 31

(b) Income Statement: Accept.....Page 33

RESOLUTION CY-2017-62

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

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

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 April 30, 2017, which were included in the Packet, at pages 31-35, and distributed to the Board prior to the May 22, 2017 Monthly Meeting of the Board.

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

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

May 22, 2017

c. Claims Docket for April 2017: Approve.....Page 36

Chairman Reed announced that Claim No. 93514 would not be considered for approval with the other items appearing on the Claims Docket, but it will be considered later on the Agenda.

Vice Chairman Dr. Johnson then encouraged the Board to pay the reduced amount of dues to the Greater Jackson Central Mississippi Growth Foundation.

The Board held further discussion concerning Claim No. 93514, and Chairman Reed announced that the claim is simply being held off to be considered and discussed at a later point on the Agenda.

RESOLUTION CY-2017-63

RESOLUTION APPROVING THE AMENDED CLAIMS DOCKET FOR THE MONTH AND PERIOD ENDING APRIL 30, 2017 WHICH TABLES AND EXCLUDES CLAIM NO. 93514, IN THE AMOUNT OF \$20,000.00

Upon motion by Commissioner Pastor Henley, seconded by Commissioner Hartley, the following **RESOLUTION** was made and approved by a majority vote 3-1-0.

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered the Authority's amended Claims Docket ("Claims") for the month and period ending April 30, 2017, which was included in the Packet, at pages 36-40, and distributed to the Board prior to the May 22, 2017 Monthly Meeting of the Board; and

WHEREAS, the distributed Claims Docket is amended to table and exclude Claim No. 93514, the \$20,000.00 payment to "GREATERJA Central Mississippi Growth Foundation, Inc."; and

WHEREAS, the Board approves the amended Claims Docket which tables and excludes Claim No. 93514, the \$20,000.00 payment to "GREATERJA Central Mississippi Growth Foundations, Inc."

IT IS, THEREFORE, RESOLVED that the Board hereby authorizes payment of the Claims in the amount of \$1,540,149.76.

Yeas: Hartley, Henley, Reed

Nays: Johnson

Abstentions: None

May 22, 2017

B. Construction Projects

1. *Terminal Upgrades, JAN: Authority to Advertise for Request for Bids for Construction.....Page 41*

RESOLUTION CY-2017-64

RESOLUTION AUTHORIZING JMAA TO SOLICIT BIDS FOR CONSTRUCTION WORK IN CONNECTION WITH TERMINAL UPGRADES

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

WHEREAS, the Board has considered Staff’s request for: (i) authority to advertise for competitive bids for construction services in connection with the Terminal Upgrades for the East and West Concourses, including installation of replacement carpet and a Hearing Loops system, at the Jackson-Medgar Wiley Evers International Airport (“JAN”); and (ii) approval of the total project budget of \$445,428.00; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated May 2, 2017, found on pages 41-43 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 the construction services in connection with the Terminal Upgrades for the East and West Concourses; and (ii) the total project budget of \$445,428.00 is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated May 2, 2017, found on pages 41-43 of the Meeting Packet.

Yeas: Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

May 22, 2017

C. Procurement

None

D. Service Agreements

1. *Redesign of Website (JMAA.com), JMAA: Authority to Award Contract*

RESOLUTION CY-2017-65

RESOLUTION AUTHORIZING STAFF TO EXECUTE AN AGREEMENT WITH ACEAPPLICATIONS, LLC FOR SERVICES IN SUPPORT OF PUBLISHING A ENTERPRISE WEBSITE

Upon motion by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, the following **RESOLUTION** was made and approved by majority vote 3-0-1.

WHEREAS, the Board has considered Staff’s request for: (i) authority to execute an agreement with AceApplications, LLC (“Ace”) headquartered in Orlando, Florida, to provide website design development, content migration, training, technical support, and hosting services in support of publishing a new enterprise website for the Jackson Municipal Airport Authority (“JMAA”); and (ii) approval of the maximum total agreement amount of \$55,000.00; and

WHEREAS, Ace is a Disadvantaged Business Enterprise and will perform 80% of the contract and will be supported by Clark Creative Communication; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated May 5, 2017, found on pages 44-47 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to execute an agreement with AceApplications, LLC (“Ace”) headquartered in Orlando, Florida, to provide website design development, content migration, training, technical support, and hosting services in support of publishing a new enterprise website for the Jackson Municipal Airport Authority (“JMAA”); and (ii) the maximum total agreement amount of \$55,000.00 is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated May 5, 2017, found on pages 44-47 of the Meeting Packet.

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

May 22, 2017

- 2. ***Enterprise Resource Planning (ERP) Solution, JAN: Authority to Advertise for Request for Proposals.....Page 48***

RESOLUTION CY-2017- 66

RESOLUTION AUTHORIZING JMAA TO SOLICIT PROPOSALS FOR SOFTWARE LICENSES, TECHNICAL SUPPORT AND HOSTING SERVICES IN SUPPORT OF AN ENTERPRISE RESOURCE PLANNING SOLUTION

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

WHEREAS, the Board has considered Staff’s request for: (i) authority to publish a Request for Proposals (“RFP”) to provide software licenses, technical support and hosting services in support of implementing an Enterprise Resource Planning (“ERP”) solution for the Jackson Municipal Airport Authority (“JMAA”); and (ii) approval of a maximum total project budget in the total amount of \$775,000.00; and

WHEREAS, the ERP solution will manage resources by collectively managing Financials, Human Capital and Enterprise/Capital Assets at Jackson-Medgar Wiley Evers International Airport and Hawkins Field Airport; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated May 5, 2017, found on pages 48-51 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to publish a Request for Proposals (“RFP”) to provide software licenses, technical support and hosting services in support of implementing an Enterprise Resource Planning (“ERP”) solution for the Jackson Municipal Airport Authority (“JMAA”); and (ii) a maximum total project budget in the amount of \$775,000.00 is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated May 5, 2017, found on pages 48-51 of the Meeting Packet.

Yeas: Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

May 22, 2017

- 3. *Parking Services Management, JAN: Authority to Execute Agreement*
.....Page 52

RESOLUTION CY-2017-67

RESOLUTION AUTHORIZING STAFF TO EXECUTE A MANAGEMENT

**AGREEMENT WITH SP PLUS CORPORATION-AIRPORT SERVICES DIVISION
FOR MANAGEMENT OF DESIGNATED PARKING AREAS AT JACKSON-
MEDGAR WILEY EVERS INTERNATIONAL AIRPORT**

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

WHEREAS, the Board has considered Staff's request for: (i) authority to enter a management agreement with SP Plus Corporation-Airport Services Division of Cleveland, OH ("SP Plus") for Management of Designated Parking Areas at Jackson-Medgar Wiley Evers International Airport ("JAN") for five (5) years beginning July 1, 2017 and ending June 30, 2022; and

WHEREAS, SP Plus shall partner with Global Parking Systems, LLC of New Orleans, LA ("Global Parking"), a JMAA-certified Airport Concessions Disadvantaged Business Enterprise ("ACDBE"), which will manage and operate shuttle services under the SP Plus management agreement, and Global Parking shall receive a minimum of 35.7% of the amount paid to SP Plus; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated May 4, 2017, found on pages 52-55 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized to enter a management agreement with SP Plus Corporation-Airport Services Division of Cleveland, OH ("SP Plus") for Management of Designated Parking Areas at Jackson-Medgar Wiley Evers International Airport ("JAN") for five (5) years beginning July 1, 2017 and ending June 30, 2022; and

IT IS, THEREFORE, FURTHER RESOLVED SP Plus shall partner with Global Parking Systems, LLC of New Orleans, LA ("Global Parking"), a JMAA-certified Airport Concessions Disadvantaged Business Enterprise ("ACDBE"), which will manage and operate shuttle services under the SP Plus management agreement, and Global Parking shall receive a minimum of 35.7% of the amount paid to SP Plus; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated May 4, 2017, found on pages 52-55 of the Meeting Packet.

Yeas: Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

May 22, 2017

E. Grants

None.

F. Other Matters

None.

G. New Business

1. April 2017 Claims Docket Claim No. 93514: Approval

Commissioner Hartley announced that he is not in support of providing full payment for membership in the Greater Jackson Alliance (“Alliance”) as JMAA is not getting the full benefit of the membership. He added, however, that JMAA needs to continue to participate in the partnership. He stated that participation in the partnership is vital for JMAA to continue to be informed about the status of economic development in the Central Mississippi area and the State of Mississippi.

Chairman Reed then suggested that the Board consider reducing the payment to Alliance to half of the amounts previously paid, which is \$15,000.00. She added that the partnership between JMAA and the Alliance is broken. Accordingly, she believes the reduced payment possibly will be an incentive for the Alliance to become a better partner with JMAA.

Mr. Newman, CEO, informed the Board that based on his understandings of the discussions during the April 2017 Board Meeting, he informed the Alliance that JMAA will pay \$20,000.00 membership dues. He assured the Board that the Alliance understood the reason for JMAA’s decision to reduce the membership fees paid by it.

Mr. Newman then added that there are no relationships more important than JMAA’s relationship with the Greater Jackson Chamber and the Alliance in terms of achieving some of JMAA’s goals. He explained several reasons related to economic development and air service concerning the importance of the relationships.

Commissioner Pastor Henley explained that the Greater Jackson Chamber understands that JAN and Hawkins Field are economic drivers for this community and any project that the Chamber is seeking to bring to this area relies on the airports to be a part of the project regardless of what amount JMAA pays the Chamber. He stated his position as to the amount of membership dues that JMAA should pay is zero \$0.00; however, he understands Mr. Newman’s position as to his representation to the Chamber. Therefore, he has no problem paying the \$20,000.00 amount for membership dues.

Vice Chairman Dr. Johnson recommended that the Board pay \$20,000.00 for dues. Further, she stated that the Board received information that explained how the Alliance operates. Accordingly, she said that it is prudent for JMAA to remain a partner to see what benefits JMAA will receive from the partnership.

The Board held further discussion concerning the payment of Claim No. 93514. Afterward,

the Board proceeded to consider and vote on the motion made to pay \$20,000.00 for dues.

RESOLUTION CY-2017-68

RESOLUTION APPROVING PAYMENT OF CLAIM NO. 93514 ON THE CLAIMS DOCKET FOR THE MONTH AND PERIOD ENDING APRIL 30, 2017 TO GREATERJXN CENTAL MISSISSIPPI GROWTH FOUNDATION

Upon motion by Commissioner Pastor Henley, seconded by Commissioner Hartley, the following **RESOLUTION** was made and approved by a unanimous vote of Commissioners present.

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered the payment to the GREATERJXN Central Mississippi Growth Foundation. claim No. 93514 on the Authority's original Claims Docket ("Claims"), for the month and period ending April 30, 2017, which was included in the Packet, at page 40, and distributed to the Board prior to the May 22, 2017 Monthly Meeting of the Board.

IT IS, THEREFORE, RESOLVED that the Board hereby authorizes payment of Claim No. 93514 in the amount of \$20,000.00 to the GREATERJXN Central Mississippi Growth Foundation appearing on the Claims Docket for the month and period ending, April 30, 2017.

Yeas: Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

May 22, 2017

The Board had further discussion about the relationship with the Greater Jackson Alliance ("Alliance") and the Mississippi Development Authority ("MDA"). During the discussion it was brought out that JMAA could register for the upcoming Farnborough Air Show even though JMAA would not be a part of the MDA group attending that event; that it is important for JMAA to have a presence at all economic development events such as the upcoming Farnborough Air Show; that JMAA's Board of Commissioners and Staff have greater expertise about JMAA than MDA; that it is too late to register, etc. for the upcoming Air Show this year; that JMAA should begin making plans for attending the Air Show that will be held in 2018; and that JMAA give notice to the Alliance and MDA that JMAA wants to receive notice of all upcoming economic development events so JMAA can actively participate in those events.

Regarding the upcoming Air Show, Mr. Newman explained that the Alliance voted to not participate in the event this year. Further that MDA is the only Mississippi entity participating in the Air Show and it is participating in its capacity as the state agency responsible for economic development.

Additionally, Mr. Newman brought to the attention of the Board that JMAA meets on a

quarterly basis with MDA. He added that during a recent meeting MDA discussed with JMAA various actions JMAA needs to take to enhance its marketing efforts. Based on recent activities of MDA and the Alliance, he stated that he anticipates some positive developments for JMAA in the near future.

2. Board Reports

Chairman Reed announced that she will submit her reports electronically because she was not able to finalize her reports prior to the Board Meeting.

Next Vice Chairman Dr. Johnson announced that she attended three (3) conferences and will submit full reports concerning each conference electronically. She gave summary reports on the three (3) conferences: (i) Mississippi Airports Association Annual Conference, April 19-21, 2017 in Bay St. Louis, MS; (ii) Airports Council International – North America Business of Airports Conference, April 24-26, 2017 in Palm Springs, CA; and (iii) 89th Annual AAAE Conference & Exposition, May 7-10, 2017 Long Beach CA. She provided important highlights of each and submitted printed reports. The reports are attached as exhibits to the May 22, 2017 Board Meeting Minutes. The Conference Agendas are also attached as exhibits to the May 22, 2017 Board Meeting Minutes.

At the close of her presentation, Vice Chairman Dr. Johnson thanked Mr. Newman for his leadership during his tenure as Chairman of AAAE and for his leadership of JMAA. She stated that the many accolades received by Mr. Newman during the AAAE conference and culminating at the annual conference banquet demonstrates his outstanding leadership. She congratulated Mr. Newman and the Board, Staff and audience members stood and applauded Mr. Newman.

Commissioner Hartley then gave a PowerPoint Presentation and explained some highlights of the three (3) conferences attended by him: (i) Mississippi Airports Association Annual Conference, April 19-21, 2017 in Bay St. Louis, MS; (ii) Airports Council International – North America Business of Airports Conference, April 24-26, 2017 in Palm Springs, CA; and (iii) 89th Annual AAAE Conference & Exposition, May 7-10, 2017 in Long Beach CA. The Conference Agendas are attached as exhibits to the May 22, 2017 Board Meeting Minutes.

Commissioner Pastor Henley then provided some important highlights on two (2) conferences: (i) Airports Council International – North America Business of Airports Conference, April 24-26, 2017 in Palm Springs, CA; and (ii) 89th Annual AAAE Conference & Exposition, May 7-10, 2017 in Long Beach CA.

Chairman Reed then congratulated Mr. Newman on his achievements, the high standards that he has set for JMAA and leading by example. She also stated that Mr. Newman raised the standing and image of the Jackson-Medgar Wiley Evers International Airport during his tenure as the first African American Chair of the AAAE and by being appointed by President Barack Obama to the National Infrastructure Aviation Council. She added that all the

Commissioners are proud of and appreciate him. She also thanked him for his service. The Board and Staff again applauded Mr. Newman.

Mr. Newman then thanked the Board and JMAA's Staff for their support.

OPEN SESSION

Chairman Reed stated that it was necessary for the Board to enter Closed Session to determine if an Executive Session is appropriate and that she would entertain a motion to do such. Commissioner Hartley then moved that the Board go into a Closed Session to discuss whether to go into an Executive Session to consider matters that he believed could be discussed in Executive Session and Vice Chairman Dr. Johnson seconded the motion.

The Board unanimously resolved to close the session. 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 5:00 p.m.

CLOSED SESSION

Commissioner Hartley then moved that the Board enter Executive Session to discuss two (2) pending litigation matters: (i) Minor et al. v. JMAA lawsuit; and (ii) In Re: Jim Hankins Air Service, Inc. Chapter 11 Bankruptcy. Vice Chairman Dr. Johnson seconded the motion to enter Executive Session, and the Commissioners voted 4-0-0 to enter Executive Session for the stated purposes.

The Closed Session ended at 5:12 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 two (2) pending litigation matters: (i) Minor et al. v. JMAA lawsuit; and (ii) 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 5:13 p.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed two (2) pending litigation matters: (i) Minor et al.

v. JMAA lawsuit; and (ii) In Re: Jim Hankins Air Service, Inc. Chapter 11 Bankruptcy.

1. *The Board took no action as to the pending litigation matter, Minor et al. v. JMAA lawsuit.*
2. *The Board took the following action as to the pending litigation matter, In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy.*

RESOLUTION CY-2017-69

RESOLUTION REGARDING THE NEGOTIATION AUTHORITY OF THE ATTORNEYS FOR JMAA AS TO THE JIM HANKINS AIR SERVICE BANKRUPTCY CASE

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

WHEREAS, LaToya Jeter, Esq., the bankruptcy attorney for JMAA as to In Re: Jim Hankins Air Service, Inc. Chapter 11 Bankruptcy recently received a settlement offer from the attorney for Jim Hankins Air Service, Inc.; and

WHEREAS, John L. Walker, Esq., General Counsel for JMAA explained to the Board the facts, considerations and circumstances regarding negotiations with Jim Hankins Air Service, Inc.

IT IS, THEREFORE, RESOLVED that the Board authorizes LaToya Jeter, Esq., to negotiate toward, a possible settlement as to the Re: Jim Hankins Air Service, Inc. Chapter 11 Bankruptcy pursuant to and in accordance with the terms and conditions specified during Executive Session.

Yeas: Hartley, Henley, Johnson, Reed

Nays: None

Abstentions: None

May 22, 2017

Upon motion by Commissioner Hartley, seconded by Commissioner Pastor Henley, and unanimous approval of the four (4) Commissioners present, the Executive Session ended at 6:09 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 6:10 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, Minor et al. v. JMAA lawsuit and as to the pending litigation matter, In Re Jim Hankins Air Service, Inc., Chapter 11, Bankruptcy, she announced that during Executive Session the Board voted to authorize JMAA's bankruptcy attorney to negotiate towards a possible settlement pursuant to the terms and conditions specified during Executive Session.

VII. ADJOURNMENT

Thereafter, it was moved by Commissioner Hartley, seconded by Vice Chairman Dr. Johnson, and resolved by majority vote 3-0-1 (Commissioner Pastor Henley abstained) that the meeting of the Board be ADJOURNED at 6:11 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