

EMERGENCY MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS

May 29, 2007

The Board of Commissioners (the "Board") of the Jackson Municipal Authority ("Authority" or "JMAA") met in the Community Room at Jackson-Evers International Airport ("JEIA") in Jackson, Mississippi, at 9:30 a.m. on Tuesday, May 29, 2007 (the "Meeting"), pursuant to proper notice, a copy of which is attached as an exhibit to the minutes of this Meeting.

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

Chairman J. R. Jones presided, called the Meeting to order, and called the roll of Commissioners. The following Commissioners were present in person at the meeting:

J. R. Jones, Chairman
Dr. Sylvia Stewart, Vice Chair
Johnnie Patton

Chairman J. R. Jones noted that a quorum was present and announced that the Meeting was competent to proceed with the business at hand.

The following other persons were also present at the Meeting.

Dirk B. Vanderleest, JMAA Chief Executive Officer
Bonnie Wilson, JMAA Chief Operating Officer
Alan L. Moore, Baker Donelson Bearman Caldwell & Berkowitz
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz

II. ACTION ITEMS.

Chairman Jones called on Mr. Moore to explain the purpose of the call of the Meeting and the limitations on actions that could be taken at the Meeting.

Mr. Moore said that the Meeting had been called as an "Emergency Meeting" under Article 2, Section 7 of the Bylaws of the Authority because a quorum would not be present at the Special Meeting previously called for 4:00 p.m. on Tuesday, May 29, 2007. Mr. Moore said that Section 7 allowed "Emergency Meetings" of the Board to be called if a quorum of Commissioners "determines in good faith that such an emergency meeting is necessary to protect (i) the safety of the public or others at Authority facilities or (ii) the property or facilities of the Authority...." Mr. Moore said that Mr. Wagner and he, as legal counsel to the Authority, agreed with Mr. Vanderleest and Ms. Wilson that each of the items presented for action at this Meeting

qualified under Section 7 for consideration and action at this Meeting; however, the Board must make that determination for each matter presented for discussion and action at the Meeting.

A. Claims Docket for April 2007: Approve Certain Claims.

Mr. Vanderleest and Ms. Wilson distributed the Claims Docket for April 2007 to the Board, and then identified and discussed with the Board certain claims which they believed should be paid immediately in order to protect (i) the safety of the public or others at JMAA's facilities and/or (ii) the property and facilities of JMAA.

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

**RESOLUTION APPROVING AND AUTHORIZING PAYMENT OF CERTAIN
CLAIMS ON THE CLAIMS DOCKET FOR APRIL 2007**

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") was unable to convene its regular monthly meeting or a special meeting in the month of May because of the absence of a quorum; and

WHEREAS, a quorum of the Board called an emergency meeting of the Board to be held at 9:30 a.m. on May 29, 2007 (the "Meeting") in accordance with Article 2, Section 7 of the Bylaws of the Authority in order to consider and take action on certain matters necessary in order to protect (i) the safety of the public or others at the Authority's facilities and/or (ii) the property and facilities of the Authority; and

WHEREAS, the staff of the Authority has recommended that certain claims (individually, a "Claim"; collectively, the "Claims") on the Claims Docket of the Authority for the month of April 2007 be paid immediately in order to protect (i) the safety of the public or others at the Authority's facilities and/or (ii) the property and facilities of the Authority, a list of said Claims being attached as an exhibit to the minutes of this Meeting; and

WHEREAS, legal counsel to the Authority has reviewed each Claim and agreed with said recommendation by the staff of the Authority; and

WHEREAS, the Board has reviewed each Claim and has considered the justification for and recommendation to approve and authorize, at this Meeting, payment of each Claim;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby (i) determines that payment of each of the Claims is necessary in order to protect (a) the safety of the public or others at the Authority's facilities and/or (b) the property and facilities of the Authority, and (ii) approves and authorizes payment of said Claims immediately.

B. Grant Offer for Airport Improvement Program (“AIP”) Project No. 3-28-038-009-2007, Purchase of Runway Sweeper, HKS: Authorize Acceptance of Grant Offer.

Mr. Vanderleest directed the Board’s attention to a memorandum dated May 16, 2007, to him from Ms. Wilson, which described this matter (the “Memorandum”). As set forth therein, the staff recommended that the Board approve and authorize acceptance of (i) a grant in the amount of \$90,250.00 from the federal Airport Improvement Program and (ii) an additional grant in the amount of \$2,375.00 from the State of Mississippi, both grants to be used for the purchase of a new runway sweeper for Hawkins Field. Mr. Vanderleest said that the total cost of the new sweeper was estimated to be approximately \$97,000.00. A copy of the Memorandum is attached as an exhibit to the minutes of this Meeting.

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

RESOLUTION APPROVING AND AUTHORIZING RECEIPT OF FEDERAL AND STATE GRANTS FOR PURCHASE OF NEW RUNWAY SWEEPER FOR HAWKINS FIELD

WHEREAS, the Jackson Municipal Airport Authority (the “Authority”) previously applied for (i) a grant from the federal Airport Improvement Program (the “AIP Grant”) and (ii) a grant from the State of Mississippi (the “State Grant”), both to be used to fund the purchase of a new runway sweeper (the “Sweeper”) for Hawkins Field, a general aviation airport in Jackson, Mississippi, which is operated by the Authority; and

WHEREAS, the staff of the Authority has advised the Board of Commissioners (the “Board”) of the Authority that the applications for both the AIP Grant and the State Grant have been approved, and that it is necessary and appropriate at this time for the Board to approve and authorize acceptance of the AIP Grant and the State Grant, in the amounts of \$90,250.00 and \$2,375.00, respectively; and

WHEREAS, the Board has 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, the Board hereby does: (i) approve and authorize acceptance of the AIP Grant in the amount of \$90,250.00 and the State Grant in the amount of \$2,375.00, and (ii) authorizes and directs the staff of the Authority to take all other steps necessary and appropriate to accomplish receipt of the AIP Grant and the State Grant.

C. JMAA Project No. 046-06, 800 MHz Radio Replacements and Service Agreement, JMAA Project No. 004-07, Radio System Baseline Upgrade: Authorize Equipment Purchase, Authorize Hardware and Software Upgrade, Authorize Application to the Mississippi Wireless Communications Commission, Confirm Sources and Uses of Funds.

Mr. Vanderleest referred the Board to a certain memorandum dated May 21, 2007, to Mr. Vanderleest from Ms. Wilson, which described this matter (the "Memorandum"). As set forth therein, the staff recommended that the Authority purchase 113 new 800/700 MHz radios, upgrade the Authority's radio system to make it fully digital, and execute a new warranty/service agreement for repair and replacement of the Authority's radios. All such purchases and service would be from M/A-COM, the current provider of public safety radio equipment to the Authority. During discussion, Mr. Vanderleest said that the radios would be acquired directly from M/A-COM at a cost less than provided under the Express Products List published by the Mississippi Department of Information Technology Services. A copy of the Memorandum is attached as an exhibit to the minutes of this Meeting.

Mr. Vanderleest also advised the Board that, in accordance with current Mississippi law, an application for approval for this procurement would have to be filed with the Mississippi Wireless Communications Commission. During discussion of this requirement, Ms. Wilson advised the Board that the proposed procurements and the Authority's radio system would be compatible with the State of Mississippi's new 700 MHz radio system.

Mr. Vanderleest also asked the Board to review and approve the specific sources and uses of funds for this procurement.

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

**RESOLUTION APPROVING AND AUTHORIZING PROCUREMENT OF
RADIOS, UPGRADE OF RADIO SYSTEM, EXECUTION OF
WARRANTY/SERVICE AGREEMENT, USE OF CERTAIN FUNDS, AND AN
APPLICATION FOR APPROVAL TO THE MISSISSIPPI WIRELESS
COMMUNICATIONS COMMISSION**

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:

- (i) the purchase of one hundred thirteen (113) new 800/700 MHz radios (the "Radios") from M/A-COM, the current provider of public safety radio equipment to the Authority, said Radios to be acquired at a cost less than provided under the Express Products List published by the Mississippi Department of Information Technology Services;

- (ii) the procurement of certain software and hardware from M/A-COM to upgrade the Authority's existing radio system to be fully digital (the "System Upgrade");
- (iii) the negotiation and execution of a standard warranty/service agreement with M/A-COM for repair or replacement of the Radios, System Upgrade, and other equipment (the "Warranty and Service Agreement");
- (iv) the use of certain funds for payment for the Radios, the System Upgrade, and the Warranty and Service Agreement, as more particularly set out on Exhibit A attached hereto and incorporated herein by reference (the "Funds Memo"); and
- (v) the filing an application for approval of the purchase of the Radios, the System Upgrade, and the Warranty and Service Agreement with the Mississippi Wireless Communications Commission; and

WHEREAS, the Board has considered said 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, the Board hereby does, approve and authorize:

- (i) the procurement of the Radios, the System Upgrade, and the Warranty and Service Agreement from M/A-COM in accordance with the foregoing;
- (ii) the use of certain funds for payment for the Radios, the System Upgrade, and the Warranty and Service Agreement, as more particularly set out in the Funds Memo;
- (iii) an application for approval by the Mississippi Wireless Communications Commission of the procurement of the Radios, the System Upgrade, and the Warranty and Service Agreement; and
- (iv) upon the granting of such approval by the Mississippi Wireless Communications Commission, the taking of all other action necessary and appropriate to accomplish the procurement of the Radios, the System Upgrade, and the Warranty and Service Agreement from M/A-COM in accordance with the foregoing.

D. Special Board Meeting.

The Board then discussed the need for a Special Meeting to complete approval of the Claims Docket for April 2007 and to take certain other actions. After discussion, the Board agreed to call a Special Meeting for 3:00 p.m. on Wednesday, June 6, 2007, in the Community Room in the Main Terminal Building at Jackson-Evers International Airport.

III. ADJOURNMENT.

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

Respectfully submitted,

J. R. Jones, Chairman

Dr. Sylvia Stewart, Vice Chair

Dr. Glenda Glover

Earle Jones

Johnnie Patton