

**REGULAR MEETING OF JACKSON MUNICIPAL AIRPORT AUTHORITY  
BOARD OF COMMISSIONERS  
JANUARY 28, 2019**

**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 January 28, 2019 Regular Board Meeting in the Terminal Building, Hawkins Field Airport (“HKS”), West Ramp Road, in Jackson, Mississippi, at 4:00 p.m. on Monday, January 28, 2019 (the “Meeting”), pursuant to proper notice.

Chairman LaWanda D. Harris, 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:

LaWanda D. Harris, Chairman  
Lee A. Bernard Jr., Vice-Chairman  
Pastor James L. Henley Jr., Commissioner  
LTC(R) Lucius Wright, Commissioner  
Robert E. Martin, Commissioner

Chairman Harris 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 Board Meeting scheduled for Monday, January 28, 2019, in the Terminal Building, Hawkins Field Airport (“HKS”), West Ramp Road, 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, M.S., A.A.E., I.A.P. JMAA’s Chief Operating Officer  
John R. May, Esq., Attorney at Law, JMAA’s Chief Legal Officer  
John L. Walker, Esq., Walker Group, PC, Attorneys at Law  
Kevin Bass, Esq., Walker Group, PC, Attorneys at Law  
And persons listed on **EXHIBIT A: Sign in Sheet for 1-28-19**

**II. INVOCATION**

Commissioner Pastor Henley gave the Invocation.

**III. APPROVAL OF BOARD NOTICES**

A. Notice Scheduling the January Pre-Work Session for Friday, January 18, 2019, at 12:00 Noon.

B. Notice of the December 21, 2018 Emergency Meeting.

**RESOLUTION CY-2019-1**

**APPROVAL OF THE NOTICES AS TO: (I) SCHEDULING THE JANUARY 18, 2019 PRE-WORK SESSION AND (II) SCHEDULING THE DECEMBER 21, 2018 EMERGENCY MEETING**

After discussion and review, and upon the motion made by Commissioner Pastor Henley, seconded by Commissioner Commissioner LTC(R) Wright, and approved by unanimous vote, the following resolution was made and entered.

**RESOLVED**, that the Board hereby approves the following: (i) Notice Scheduling the January 18, 2019 Pre-Work Session and (ii) Notice Scheduling the December 21, 2018 Emergency Meeting;

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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**IV. APPROVAL AND EXECUTION OF MINUTES**

A. Combined Rescheduled Regular Work Session and Rescheduled Regular Meeting of the Board of Commissioners, December 17, 2018.

B. Approval of Minutes of December 21, 2018 Emergency Meeting.

**RESOLUTION CY-2019-2**

**APPROVAL OF THE COMBINED DECEMBER 17, 2018 RESCHEDULED REGULAR WORK SESSION AND RESCHEDULED REGULAR BOARD MEETING MINUTES AND THE DECEMBER 21, 2018 EMERGENCY MEETING MINUTES**

After discussion and review and upon the motion made by Commissioner Pastor Henley, seconded by Commissioner LTC(R) Wright, the Minutes of the Combined December 17, 2018 Rescheduled Regular Work Session and Rescheduled Regular Board Meeting of the Commissioners and the Minutes of the December 21, 2018 Emergency Meeting were approved by unanimous vote of the Commissioners, and the following resolution was made and entered.

**RESOLVED**, that the Board hereby approves Minutes of the Combined December 17, 2018 Rescheduled Regular Work Session and Rescheduled Regular Board Meeting of the

Commissioners and the Minutes of the December 21, 2018 Emergency Meeting of the Board of Commissioners as presented, and directs that said Minutes be filed in the appropriate Minute Book and Records of the Authority.

Yeas: Bernard, Harris, Henley, Martin, Wright  
Nays: None  
Abstentions: None

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**V. PUBLIC COMMENTS**

None.

**VI. REPORTS**

**A. Report from the Chairman**

Chairman Harris wished everyone in attendance a Happy New Year and welcomed Commissioner Robert E. Martin to the Jackson Municipal Airport Board.

**B. Chief Executive Officer**

Mr. Newman recognized Mr. Perry Miller, COO, to inform the Board of JMAA's preparation for the inclement weather scheduled for January 29, 2019.

Mr. Miller then addressed the Board and provided a summary of JMAA's preparation for the scheduled inclement weather. He informed the Board that the preparation is mainly to ensure that the runways and the roadways remain open. Also, he stated that essential Staff members will be at work and that Staff has coordinated with other agencies to ensure safety in the area.

In response to Commissioner LTC(R) Wright's inquiry, Mr. Miller informed the Board that if there is a need to close the East Metro Parkway, JMAA and the City of Flowood would park police units at the entrances to prevent traffic from entering.

**1. Airport Project Manager Summary, Period Ending  
December 31, 2018.....Page 1<sup>1</sup>**

Mr. Newman then directed the Board's attention to the Airport Project Manager Summary ("APMS"), found at pages 1-17 in the January 28, 2019 Regular Board Meeting Packet and distributed to the Board before the January 28, 2019 Regular Board Meeting. The Board reviewed the Report and had no questions.

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<sup>1</sup> The page numbers herein are the page numbers contained in the Meeting Packet which is attached as an Exhibit to the January 28, 2019 Regular Board Meeting Minutes.

**2. Airport Activity Statistics Report, Period Ending December 31, 2018.....Page 18**

Mr. Newman directed the Board’s attention to the Airport Activity Statistics Report (“AASR”), found at pages 18-30 in the January 28, 2019 Regular Board Meeting Packet and distributed to the Board before the January 28, 2019 Regular Board Meeting. The Board reviewed the Report and had no questions.

**C. Attorney**

1. Attorney Walker announced that before the January 28, 2019 Regular Board Meeting two (2) draft Resolutions were sent to each Commissioner for their consideration. He explained that one (1) Resolution concerns honoring and commending former Commissioner Evelyn O. Reed for her service to JMAA and one (1) Resolution concerns amending JMAA’s Bylaws as to Notice requirements for the Special and Emergency Meetings. Therefore, he recommended the Board consider those matters at an appropriate time.
2. Next, Attorney Walker announced that there are two (2) matters that he recommends the Board take up during an Executive Session. Therefore, he recommended the Board enter into Closed Session to consider those matters at an appropriate time.

**VII. ACTION ITEMS**

**A. Financial Matters**

**1. Financial Reports for December 2018:**

- (a) Balance Sheet: Accept.....Page 31*
- (b) Income Statement: Accept.....Page 33*

**RESOLUTION CY-2019-3**

**RESOLUTION ACCEPTING/APPROVING THE DECEMBER 2018 FINANCIAL REPORTS: BALANCE SHEET AND INCOME STATEMENT**

Upon motion by Commissioner Pastor Henley, seconded by Commissioner Martin, 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 December 31, 2018, which are included in the Packet at pages 31-34, and were distributed to the Board prior to the January 28, 2019 Regular Board Meeting.

**IT IS, THEREFORE, RESOLVED** that the Board hereby accepts and approves the December 2018 Financial Reports: Balance Sheet and Income Statement for December 2018.

Yeas: Bernard, Harris, Henley, Martin, Wright  
Nays: None  
Abstentions: None

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*(c) Claims Docket for December 2018: Approve.....Page 35*

**RESOLUTION CY-2019-4**

**RESOLUTION APPROVING THE CLAIMS DOCKET FOR THE MONTH AND PERIOD ENDING DECEMBER 31, 2018**

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

**WHEREAS**, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") reviewed and considered the Authority's Claims Docket ("Claims") for the month and period ending December 31, 2018, which is included in the Packet at pages 35-38, and was distributed to the Board prior to the January 28, 2018 Regular Board Meeting.

**IT IS, THEREFORE, RESOLVED** that the Board hereby authorizes payment of the Claims in the amount of \$1,852,816.63.

Yeas: Bernard, Harris, Martin, Wright  
Nays: None  
Abstentions: Henley

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*(d) Quarterly Statistics.....Page 39*

There were no inquiries or actions taken regarding the Quarterly Statistics.

**B. Construction Projects**

1. *Security Checkpoint Reconfiguration, JAN: Authorization to: (i) Advertise for Competitive Bids; (ii) Approval of the Construction Budget Plus Contingency; and (iii) Approval of the Total Project Budget.....Page 42*

**RESOLUTION CY-2019-5**

**RESOLUTION: (I) GRANTING AUTHORITY TO ADVERTISE A REQUEST FOR BIDS FOR CONSTRUCTION SERVICES IN CONNECTION WITH THE SECURITY CHECKPOINT CONFIGURATION PROJECT AT JAN; (II) APPROVING THE CONSTRUCTION BUDGET AND CONTINGENCY AMOUNT; AND (III) APPROVAL OF TOTAL PROJECT BUDGET**

Upon motion by Commissioner Pastor Henley, seconded by Commissioner Martin, the following **RESOLUTION** was made and unanimously approved.

**WHEREAS**, the Board considered Staff's request for: (i) authority to advertise for competitive bids for construction services in connection with the Security Checkpoint Reconfiguration Project at JAN; (ii) approval of the construction budget, plus a contingency amount, not to exceed \$1,224,213.00; and (iii) approval of the total project budget of \$1,369,713.00; and

**WHEREAS**, the Board finds that such requests, which are explained in the Memorandum dated January 28, 2019, found at pages 42-44 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that: (i) Staff is authorized to advertise for competitive bids for construction services in connection with the Security Checkpoint Reconfiguration Project at JAN; (ii) the construction budget, plus a contingency amount, not to exceed \$1,224,213.00 is approved; and (iii) the total project budget of \$1,369,713.00 is approved; and

**IT IS, THEREFORE, FURTHER RESOLVED** that the Board finds that such requests are fully explained in the Memorandum dated January 28, 2019, found at pages 42-44 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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2. *Hawkins Field Joint Seal Repair, HKS: Authorization to: (i) Advertise for Competitive Bids; and (ii) Approval of the Total Project Budget.....Page 45*

Commissioner LTC(R) Wright asked if Staff ever obtained any information concerning E-Crete instead of the joint seal that is currently used.

Mr. Miller informed the Board that Staff did not have an opportunity to analyze E-Crete. However, Mr. Miller said that Staff will evaluate the use of E-Crete and deliver the information learned to the Board. Commissioner LTC(R) Wright replied that E-Crete is being used at a number of Army Bases.

**RESOLUTION CY-2019-6**

**RESOLUTION: (I) GRANTING AUTHORITY TO ADVERTISE A REQUEST FOR BIDS FOR JOINT SEAL REPAIR WORK ON THE WEST RAMP APRON AT HAWKINS FIELD AIRPORT (HKS); AND (II) APPROVING THE TOTAL PROJECT BUDGET**

Upon motion by Commissioner Pastor Henley, seconded by Commissioner Martin, the following **RESOLUTION** was made and unanimously approved.

**WHEREAS**, the Board considered Staff’s request for: (i) authorization to advertise for competitive bids for joint seal repair work on the West Ramp Apron at Hawkins Field Airport (“HKS”); and (ii) approval of the total project budget of \$75,000.00; and

**WHEREAS**, the Board finds that such requests, which are explained in the Memorandum dated January 28, 2019, located at pages 45-46 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that: (i) Staff is authorized to advertise for competitive bids for joint seal repair work on the West Ramp Apron at Hawkins Field Airport (“HKS”); and (ii) the total project budget of \$75,000.00 is approved; and

**IT IS, THEREFORE, FURTHER RESOLVED** that the Board finds that such requests are fully explained in the Memorandum dated January 28, 2019, found at pages 45-46 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin, Wright  
Nays: None  
Abstentions: None

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**C. Procurements**

None.

**D. Service Agreements**

1. *Solid Waste Management and Recycling Services, JMAA: (i) Authorization to Enter Into An Agreement; and (ii) Approval of Total Services Budget (BFI Waste Services, LLC, d/b/a Republic Services, Inc.).....Page 47*

**RESOLUTION CY-2019-7**

**RESOLUTION: (I) AUTHORIZING THE EXECUTION OF A CONTRACT AGREEMENT WITH BFI WASTE SERVICES, LLC, D/B/A REPUBLIC SERVICES,**

**INC. (“REPUBLIC SERVICES”), FOR SOLID WASTE AND RECYCLING SERVICES AT JAN AND HKS; AND (II) APPROVING THE TOTAL PROPOSED AGREEMENT AMOUNT;**

Upon motion by Commissioner Bernard, seconded by Commissioner LTC(R) Wright, the following **RESOLUTION** was made and unanimously approved.

**WHEREAS**, the Board of Jackson Municipal Airport Authority (“JMAA”) has considered the request of JMAA’s Staff for authority to execute, after review by legal counsel for JMAA, an agreement with BFI Waste Services, LLC, d/b/a Republic Services, Inc. (“Republic Services”), located in Flowood, Mississippi, to provide solid waste and recycling services (“Services”) at the Jackson-Medgar Wiley Evers International Airport (“JAN”) and Hawkins Field Airport (“HKS”), together (“the Airports”); and

**WHEREAS**, Republic Services will provide the Services at the Airports for a two (2) year term and receive \$60,996.72, for solid waste services and \$34,650.00 for recycling, the total amount not to exceed \$95,646.72; and

**WHEREAS**, Republic Services shall subcontract with After Hours Cleaning Services Incorporated d/b/a Environmax Recycling (“AHCS”), a Mississippi Corporation and Certified Disadvantaged Business Enterprise (“DBE”), located in Jackson, Mississippi, to provide containers, perform regular pickups, and provide recycling services and Republic Services shall pay AHCS 28% of the amount paid to Republic Services for the Services; and

**WHEREAS**, the Board finds that such request, which is explained in the Memorandum dated January 28, 2019, found at pages 47-50 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that: (i) JMAA’s Staff is authorized to execute, after review by legal counsel for JMAA, an agreement with Republic Services, located in Flowood, Mississippi, to provide Services at the Airports; and

**IT IS, THEREFORE, FURTHER RESOLVED** that Republic Services will provide the Services at the Airports for a two (2) year term and receive \$60,996.72, for solid waste services and \$34,650.00 for recycling, the total amount not to exceed \$95,646.72; and

**IT IS, THEREFORE, FURTHER RESOLVED** that Republic Services shall subcontract with AHCS, a Mississippi Corporation and DBE, located in Jackson, Mississippi, to provide containers, perform regular pickups, and provide recycling services and Republic Services shall pay AHCS 28% of the amount paid to Republic Services pursuant to the agreement; and

**IT IS, THEREFORE, FURTHER RESOLVED** that such request is fully explained in the Memorandum dated January 28, 2019, found at pages 47-50 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None



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- 2. *Elevator and Escalator Services, JAN: Authorization to (i) Advertise a Request for Proposal to provide Elevator and Escalator Services; (ii) Approval of an Estimated Budget; and (iii) Approval of A Proposed Three (3) Year Agreement, With An Option For An Additional Two (2) Year Term.....Page 51*

**RESOLUTION CY-2019-8**

**RESOLUTION: (I) GRANTING AUTHORITY TO ADVERTISE A REQUEST FOR PROPOSALS FOR ELEVATOR AND ESCALATOR SERVICES FOR JAN; (II) APPROVAL OF AN ESTIMATED BUDGET; AND (III) APPROVAL OF A PROPOSED THREE (3) YEAR AGREEMENT WITH AN OPTION FOR AN ADDITIONAL TWO (2) YEAR TERM**

Upon motion by Commissioner LTC(R) Wright, seconded by Commissioner Martin, the following **RESOLUTION** was made and unanimously approved.

**WHEREAS**, the Board considered Staff’s request for: (i) authority to advertise a Request for Proposals (“RFP”) to provide Elevator and Escalator Services (“Services”) for JAN; (ii) approval of an estimated budget not to exceed \$105,000.00; and (iii) approval of a proposed three (3) year agreement, with an option for an additional two (2) year term; and

**WHEREAS**, the Board finds that such requests, which are explained in the Memorandum dated January 28, 2019, located at pages 51-53 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that: (i) Staff is authorized to advertise a Request for Proposals (“RFP”) to provide Elevator and Escalator Services (“Services”) for JAN; (ii) the estimated budget, not to exceed \$105,000.00, is approved; and (iii) a proposed three (3) year agreement, with an option for an additional two (2) year term, is approved; and

**IT IS, THEREFORE, FURTHER RESOLVED** that the Board finds that such requests are fully explained in the Memorandum dated January 28, 2019, found at pages 51-53 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin, Wright  
Nays: None  
Abstentions: None

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**E. Grants**

None.

**F. Other Matters**

**1. General Fixed-Base Operations Lease and Operating Agreement, JMAA: Authorization to Amend and Extend the Agreement (Hawkins Jet Center, LLC).....Page 54**

Next, Commissioner Pastor Henley moved, and Chairman Harris seconded, that the Board authorize JMAA's Staff to: (i) accept Hawkins Jet Center's ("HJC") proposal to lease the Hankins Hangar (the "South Hangar") under the terms and conditions stated in HJC's proposal, which is attached as Exhibit A to the Memorandum No. Properties 2019-12 dated January 28, 2019, at page 56 of the Meeting Packet; and (ii) amend the current General Fixed-Base Operation Lease and Operating Agreement ("Agreement") between HJC and JMAA in order to implement the terms and conditions of the proposal. The Board then held the following discussion:

In response to Commissioner Wright's inquiry, Mr. Newman informed the Board that JMAA will collect an extra \$7,200.00 a year from HJC if the Agreement is amended and executed.

Next, Mr. Newman explained that this request is related to the extensive process of trying to find an entity to lease the South Hangar. He added that JMAA received no responses to the RFP solicitation. Continuing, Mr. Newman explained some additional details about the agreement and the reasons HJC would like to extend the lease for an additional time period.

The Board and Mr. Newman then held some additional discussion concerning the proposal, and Vice-Chairman Bernard asked if a deal with HJC would affect the economic development plan for Hawkins Field Airport.

In response, Mr. Newman informed the Board that having HJC lease and invest in the South Hangar is consistent with JMAA's economic development plan for Hawkins Field.

Next, in response to Chairman Harris's inquiries, Mr. Newman informed the Board that HJC will be using the South Hangar building for aircraft maintenance and the entity will need skilled engine rebuilders, airframe mechanics, and support persons.

After further discussion, Vice-Chairman Bernard moved to table the above-stated motion as to amending and extending the lease and operating agreement with Hawkins Jet Center until the February 2019 Regular Board Meeting. The motion was seconded by Commissioner LTC(R) Wright, and the motion to table was approved by majority vote 3-1-1.

Yeas: Bernard, Martin, Wright  
Nays: Henley  
Abstentions: Harris

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**G. New Business**

***1. Honoring and commending former Commissioner Evelyn O. Reed.***

Commissioner Pastor Henley announced that he is reserving his “Yea” vote until a later point in time.

Further, Chairman Harris and Commissioner Pastor Henley requested revisions to the Resolution as presented. Said revisions were made and included in the Resolution adopted below.

**RESOLUTION CY-2019-9**

**RESOLUTION ADOPTING RESOLUTION HONORING AND COMMENDING FORMER COMMISSIONER EVELYN O. REED**

Upon motion by Vice-Chairman Bernard, seconded by Commissioner Martin, the following **RESOLUTION** was made and approved by Majority vote 4-0-1.

**WHEREAS**, the Board of Commissioners (“Board”) of the Jackson Municipal Airport Authority (“JMAA”) desires to honor and commend, recognize the exemplary service, devotion of time, and tireless work of former Commissioner Evelyn O. Reed; and

**WHEREAS**, the Board has considered adopting a Resolution honoring and commending former Commissioner Evelyn O. Reed

**IT IS, THEREFORE, RESOLVED** that the Board adopts the following:

**RESOLUTION  
HONORING AND COMMENDING  
FORMER COMMISSIONER EVELYN O. REED**

**RESOLUTION HONORING AND COMMENDING FORMER COMMISSIONER EVELYN O. REED FOR HER SERVICE TO THE BOARD OF COMMISSIONERS OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY FROM 2013-2018**

**WHEREAS**, the Jackson Municipal Airport Authority was created by the City of Jackson, Mississippi, in accordance with Mississippi law, to operate Jackson-Medgar Wiley Evers International Airport in Rankin County and Hawkins Field in Hinds County, Mississippi; and

**WHEREAS**, the Jackson Municipal Airport Authority is governed by a Board, consisting of several Commissioners, all of whom are appointed by the Mayor of the City of Jackson, Mississippi, and confirmed by the City Council of the City of Jackson; and

**WHEREAS**, having been appointed in November of 2013 by the Honorable Chokwe Lumumba, Mayor of the City of Jackson, Mississippi and confirmed by the City Council of the City of Jackson, Mississippi, Ms. Evelyn O. Reed served as the Commissioner from Ward 1 of the City of Jackson on the Board of Commissioners of the Jackson Municipal Airport Authority up until September 2018; and

**WHEREAS**, Ms. Reed served as Vice-Chairman of the Board of Commissioners of the Jackson Municipal Airport Authority from March 2014 until September 2014, and during that period, provided exemplary leadership and vision to the Board of Commissioners and the Jackson Municipal Airport Authority; and

**WHEREAS**, Ms. Reed also served as Chairman of the Board of Commissioners of the Jackson Municipal Airport Authority from October 2016 until September 2017, and during that period, provided exemplary leadership as to: (i) supporting JMAA's strategic vision of being the airport of choice; (ii) ensuring that JMAA maintained a stable and strong financial position; (iii) making significant progress regarding the Five (5) Priority Projects of JMAA's Strategic Plan 2021, including revitalizing Hawkins Field Airport; (iv) initiating improvements to the food and beverage and retail space at the Jackson-Medgar Wiley Evers International Airport; (v) hosting Aviation Industry Day; (vi) obtaining Mississippi Department of Transportation and Federal Aviation Administration grants for the Rehabilitation of Runway 16R/34L and Taxiway Alpha at the JAN; (vii) completing the Parking Access Revenue Control System Project at JAN; (viii) completing the 5<sup>th</sup> Floor Renovation Project at JAN; and (ix) diligently and consistently advocated for increased lighting on Highway 475, which has been installed along Highway 475; and

**WHEREAS**, during her service on the Board of Commissioners of the Jackson Municipal Airport Authority, Ms. Reed also served as a member of the Business Diversity Committee of Airports Council International-North America ("ACI") where she devoted time and energy and tirelessly worked to shape diversity at all airports and to develop initiatives and learn best practices for diversity at JMAA; and

**WHEREAS**, Ms. Reed's extraordinary devotion of time, wisdom, energy, and talent on behalf of the Jackson Municipal Airport Authority has greatly enhanced the City of Jackson, Mississippi and the State of Mississippi and benefited the local, state, and nation airport industry; and

**WHEREAS**, Ms. Reed's hard work and unselfish devotion of time are appreciated by the Board of Commissioners and Staff of the Jackson Municipal Airport Authority.

**NOW, THEREFORE, BE IT RESOLVED**, the Board of Commissioners and Staff of the Jackson Municipal Airport Authority hereby express their deepest appreciation and thanks to former Commissioner Evelyn O. Reed for her dedicated service on the Board of Commissioners of the Jackson Municipal Airport Authority.

Adopted by the Board of Commissioners of the Jackson Municipal Airport Authority on this 28<sup>th</sup> Day of January 2019.

Yeas: Bernard, Harris, Martin, Wright  
Nays: None  
Abstentions: Henley

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**2. *Bylaw Amendment As To Notice Requirements for Special and Emergency Meeting***

Attorney Walker referenced the Memorandum forwarded to the Board of Commissioners prior to the January 28, 2019 Regular Board Meeting regarding the minimum legal notice requirements for Special Meetings. He explained that the Board has the authority to revise the current Bylaw provisions as to notice requirements for Special and Emergency Meetings. Further, he explained the applicable laws regarding the notice requirements.

The Board then discussed the current notice requirements for Emergency and Special Meetings, and by consensus agreed to the below amendments to Article II Sections 6 and 7 of the JMAA Bylaws. The Board then considered and adopted the following Resolution:

**RESOLUTION CY-2019-10**

**RESOLUTION AMENDING ARTICLE II, SECTIONS 6 AND 7 REGARDING SPECIAL AND EMERGENCY MEETINGS, OF THE BYLAWS OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY**

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

**WHEREAS**, the Board has considered the motion seeking to amend the Bylaws of the Jackson Municipal Airport Authority Article II, Sections 6 and 7, in the form and manner set forth in the revised Sections 6 and 7 in the **“PROPOSED NEW BYLAWS SECTIONS”** of the document entitled **“BYLAW AMENDMENT,”** which is attached to the Resolution herein as Exhibit A.

**IT IS, THEREFORE, RESOLVED** that the Bylaws of the Jackson Municipal Airport Authority Article II, Sections 6 and 7 shall be amended to read as set forth in the section entitled **“PROPOSED NEW BYLAWS SECTIONS”** of the document entitled **“BYLAW AMENDMENT,”** which is attached to the Resolution herein as Exhibit A.

Yeas: Bernard, Harris, Henley, Martin, Wright  
Nays: None  
Abstentions: None

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### 3. *Legislative Liaison Proposal*

In response to Commissioner Pastor Henley's inquiry, Dorsey Carson, Jr., Esq., addressed the Board. Mr. Carson stated that his proposal related to Legislative Liaison Services contain a fee of \$295.00 an hour for his service. Mr. Carson also confirmed that \$295.00 an hour is his standard hourly fee for legal work in Mississippi.

Next Commissioner Pastor Henley asked Mr. Carson if his proposed services were a duplication of the current work being done by JMAA's State and Federal Lobbyist, and if he disagrees to explain.

In response, Mr. Carson informed the Board that he would be the person who sets the agenda by being proactive, rather than being defensive and reactive. Additionally, he provided some examples of his past legislative successes and his relationships in the State Legislature.

In response to Commissioner Pastor Henley's next inquiry as to whether Mr. Carson would essentially be functioning as a lobbyist, Ms. Carson informed the Board that he would not be functioning as a lobbyist. Instead, Mr. Carson said he would work with JMAA's current lobbyist as they would not be setting policy or the agenda.

Commissioner Pastor Henley, Mr. Carson, and Mr. Newman held some additional discussion as to the proposed role of Mr. Carson and the roles of JMAA's state and federal lobbyist.

Mr. Newman in response to Commissioner Pastor Henley's question confirmed that JMAA's Federal and State Lobbyist have attorneys who advise them regarding legislation.

Next, Mr. Carson confirmed to Commissioner LTC(R) Wright that his proposed maximum annual fee will be \$60,000.00.

In response to the question of Commissioner Pastor Henley as to the selection process for Mr. Carson, Chairman Harris stated Mr. Carson was selected pursuant to a recommendation to the Board. Further, Chairman Harris noted that pursuant to JMAA's Bylaw the Board may authorize professional services contracts.

Commissioner LTC(R) Wright added that his inquiries regarding Mr. Carson revealed that Mr. Carson was highly recommended and could open doors that the Commissioners cannot open.

After the discussion, the Board considered the following Resolution.

#### **RESOLUTION CY-2019-11**

**RESOLUTION: (I) ACCEPTING THE PROPOSAL FOR STATE LEGISLATIVE LIAISON SERVICES SUBMITTED BY DORSEY R. CARSON JR., ESQ., TO THE JACKSON MUNICIPAL AIRPORT AUTHORITY BOARD OF COMMISSIONERS;**

**(II) DIRECTING JMAA'S CEO, MR. CARL D. NEWMAN, TO EXECUTE A PROFESSIONAL SERVICES CONTRACT WITH DORSEY R. CARSON JR., ESQ., FOR STATE LEGISLATIVE LIAISON SERVICES ON JANUARY 28, 2019; AND (III) DIRECTING THAT THE PROPOSAL OF DORSEY CARSON, JR., ESQ. BE ATTACHED TO JANUARY 28, 2019 BOARD MEETING MINUTES**

Upon motion by Vice-Chairman Bernard, seconded by Commissioner Martin, the following **RESOLUTION** was made and approved by majority vote 4-1-0.

**WHEREAS**, the JMAA Board of Commissioners desires to enter into a professional service contract to provide Legislative Liaison Services for the Jackson Municipal Airport Authority ("JMAA") concerning JMAA's 2019 Mississippi Legislative Agenda; and

**WHEREAS**, the JMAA Board of Commissioners considered the proposal submitted by Dorsey R. Carson Jr., Esq., entitled "PROPOSAL FOR STATE LEGISLATIVE LIAISON" ("Proposal"); and

**WHEREAS**, the JMAA Board of Commissioners directed JMAA's Chief Executive Officer ("CEO"), Carl D. Newman, A.A.E., to execute a professional service contract on January 28, 2019, with Dorsey R. Carson Jr., Esq., to provide Legislative Liaison Services in accordance with the Proposal; and

**WHEREAS**, the Board directs that the Proposal of Dorsey R. Carson, Jr., Esq., be attached to the January 28, 2019 Board Meeting Minutes.

**IT IS, THEREFORE, RESOLVED** that the JMAA Board of Commissioners accepts the Proposal submitted by Dorsey R. Carson Jr., Esq., for Legislative Liaison Services; and

**IT IS, THEREFORE, FURTHER RESOLVED** that JMAA's Chief Executive Officer ("CEO"), Carl D. Newman, A.A.E., is directed to execute a professional services contract on January 28, 2019, with Dorsey R. Carson Jr., Esq., to provide Legislative Liaison Services in accordance with the Proposal; and

**IT IS, THEREFORE, FURTHER RESOLVED** that the Proposal be attached to the January 28, 2019 Board Meeting Minutes.

Yeas: Bernard, Harris, Martin, Wright

Nays: Henley

Abstentions: None

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Next, Vice-Chairman Bernard asked the reason legislative lobbyist and legislative consultants receive contracts for a calendar year, as opposed to a contract for the three (3) months that the

State Legislature is in session. In response, Mr. Carson explained to the Board the type of work that should take place during the months that the legislature is not in session.

**4. Amendment to RESOLUTION CY-2019-11 regarding Legislative Liaison Services**

Next, Mr. Newman asked the Board if JMAA's legal counsel would have an opportunity to review the contract prior to it being executed by him.

The Board, JMAA's Legal Counsel, and Mr. Newman held some additional discussion concerning the execution of the contract with Mr. Carson for Legislative Liaison Services.

After the discussion, the Board resolved the following:

**RESOLUTION CY-2019-12**

**RESOLUTION DIRECTING WALKER GROUP, PC, JMAA'S BOARD COUNSEL TO: (I) DRAFT A PROFESSIONAL SERVICES CONTRACT, ACCEPTABLE TO JMAA'S BOARD COUNSEL, BASED ON THE TERMS INCLUDED IN THE "PROPOSAL FOR STATE LEGISLATIVE LIAISON" SUBMITTED BY DORSEY R. CARSON JR., ESQ.; AND (II) DELIVER THE PROFESSIONAL SERVICES CONTRACT FOR MR. CARSON TO THE BOARD BY FEBRUARY 4, 2019**

Upon motion by Commissioner LTC(R) Wright, seconded by Commissioner Martin, the following **RESOLUTION** was made and approved by majority vote 4-1-0.

**WHEREAS**, the JMAA Board of Commissioners has considered the Proposal submitted by Dorsey R. Carson Jr., Esq., and accepted said Proposal in Resolution CY-2019-11 for Legislative Liaison Services; and

**WHEREAS**, the JMAA Board of Commissioners desires to amend Resolution CY-2019-11 to require Walker Group, PC, JMAA's Board Counsel to draft a professional service contract for Legislative Liaison Services, acceptable to Walker Group, PC, JMAA's Board Counsel, be executed by JMAA's Chief Executive Officer ("CEO"), Carl D. Newman, A.A.E.; and

**WHEREAS**, the JMAA Board of Commissioners directs Walker Group, PC, JMAA's Board Counsel, to deliver the drafted professional services contract to the JMAA Board of Commissioners by February 4, 2019.

**IT IS, THEREFORE, RESOLVED** that Resolution CY-2019-11 is amended to require Walker Group, PC, JMAA's Board Counsel to draft a professional services contract for Legislative Liaison Services, acceptable to Walker Group, PC, JMAA's Board Counsel, to be executed by JMAA's Chief Executive Officer ("CEO"), Carl D. Newman, A.A.E.; and



**IT IS, THEREFORE, FURTHER RESOLVED** that JMAA Board of Commissioners directs Walker Group, PC, JMAA's Board Counsel, to deliver the drafted professional services contract to the JMAA Board of Commissioners on or before February 4, 2019.

Yeas: Bernard, Harris, Martin, Wright  
Nays: Henley  
Abstentions: None

January 28, 2019

### **OPEN SESSION**

Then, the Board, pursuant to motion of Commissioner Pastor Henley, seconded by Commissioner Bernard, by unanimous vote 5-0-0, resolved to close the Meeting. Chairman Harris asked all, except Mr. Carl Newman, CEO; Attorney John R. May, CLO; and attorneys from Walker Group, PC to vacate the room.

All present, with the exceptions noted, were directed to vacate the room; this was done.

The Board went into Closed Session at 5:29 p.m.

### **CLOSED SESSION**

Vice-Chairman Bernard then moved that the Board enter Executive Session to discuss: one (1) pending litigation matter regarding the cities of Pearl, MS, and Flowood, MS; one (1) potential litigation matter related to a Claims Docket item; one (1) potential litigation matter regarding property taxes; and one (1) matter regarding a land development proposal. Commissioner Martin 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 5:45 p.m.

### **OPEN SESSION**

Chairman Harris then invited all persons outside the room to re-enter, some did. Chairman Harris then stated in Open Session that the Board, during Closed Session, voted to enter Executive Session to discuss: one (1) pending litigation matter regarding the cities of Pearl, MS, and Flowood, MS; one (1) potential litigation matter related to a Claims Docket item; one (1) potential litigation matter regarding property taxes; and one (1) matter regarding a land development proposal. Further, she stated that Commissioner Bernard made the motion to go into Executive Session and Commissioner Martin seconded the motion. Afterward, she said the Commissioners unanimously resolved to enter Executive Session for the stated purposes.

Chairman Harris asked all present, except Mr. Carl Newman, CEO; Attorney John R. May, CLO; and

attorneys from Walker Group, PC to vacate the room.

The Board went into Executive Session at 5:46 p.m.

### **EXECUTIVE SESSION**

During the Executive Session, the Board discussed the following: one (1) pending litigation matter regarding the cities of Pearl, MS, and Flowood, MS; one (1) potential litigation matter related to a Claims Docket item; one (1) potential litigation matter regarding property taxes; and one (1) matter regarding a land development proposal and did the following as to said matters.

1. *The Board took no action as to the one (1) pending litigation matter regarding the cities of Pearl, MS, and Flowood, MS.*
2. *The Board took no action as to the one (1) potential litigation matter related to a Claims Docket item.*
3. *The Board took no action as to the one (1) matter regarding a land development proposal.*

A representative of the development entity entered the Executive Session at 6:27 p.m. and exited at 7:20 p.m.

4. *The Board took no action as to the one (1) potential litigation matter regarding property taxes.*

Dorsey Carson, Jr., Esq., and The Daniels' Group representative, Dr. Nicole Lewis, entered the Executive Session at 7:22 p.m. and exited at 7:31 p.m.

Upon motion by Vice-Chairman Bernard, seconded by Commissioner Martin and unanimous approval of the Commissioners, the Executive Session ended at 7:32 p.m.

Open Session reconvened at 7:34 p.m.

### **OPEN SESSION**

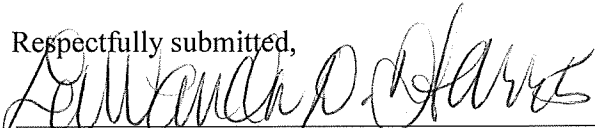
All persons outside the room were invited to rejoin the meeting in open session, and some persons present outside the room re-entered.

Chairman Harris announced that the meeting was once again open. She stated that during Executive Session no actions were taken as to: one (1) pending litigation matter regarding the cities of Pearl, MS, and Flowood, MS; one (1) potential litigation matter related to a Claims Docket item; one (1) potential litigation matter regarding property taxes; and one (1) matter regarding a land development proposal.

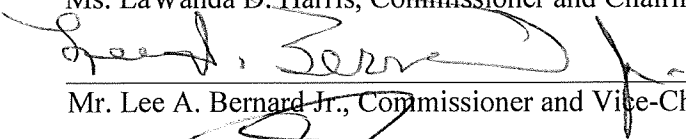
### **VIII. ADJOURNMENT**

Thereafter, it was moved by Vice-Chairman Bernard, seconded by Commissioner Martin, and resolved by a unanimous vote of the Commissioners that the meeting of the Board was ADJOURNED at 7:35 p.m.

Respectfully submitted,



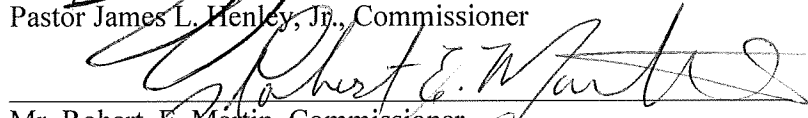
Ms. LaWanda D. Harris, Commissioner and Chairman



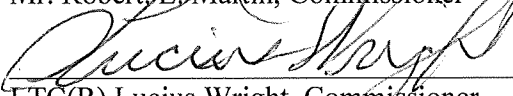
Mr. Lee A. Bernard Jr., Commissioner and Vice-Chairman



Pastor James L. Henley, Jr., Commissioner



Mr. Robert E. Martin, Commissioner



LTC(R) Lucius Wright, Commissioner