

**REGULAR MEETING OF JACKSON MUNICIPAL AIRPORT AUTHORITY  
BOARD OF COMMISSIONERS  
MARCH 25, 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 March 25, 2019 Regular Board Meeting in the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi, at 4:00 p.m. on Monday, March 25, 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  
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, March 25, 2019, in the Community Room, Main 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, 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 3-25-19**

**II. INVOCATION**

Commissioner Martin gave the Invocation.

**III. APPROVAL OF BOARD NOTICES**

A. Notice Rescheduling the March Pre-Work Session from Monday, March 18, 2019, at 12:00 noon to Friday, March 15, 2019, at 12:00 noon.

**RESOLUTION CY-2019-30**

**APPROVAL OF THE NOTICE SCHEDULING THE MARCH PRE-WORK SESSION FOR FRIDAY, MARCH 15, 2019, AT 12:00 NOON**

After discussion and review, and upon the motion made by Commissioner Pastor Henley, seconded by Vice-Chairman Bernard, and approved by unanimous vote (4-0-0), the following resolution was made and entered.

**RESOLVED**, that the Board hereby approves the Notice Scheduling the March 15, 2019 Pre-Work Session, a copy of which is attached to the Minutes of the March 25, 2019 Regular Meeting Minutes.

Yeas: Bernard, Harris, Henley, Martin

Nays: None

Abstentions: None

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B. Notice of the Board of Commissioners' Attendance to the 2019 AAAE/ACI-NA'S "Washington Legislative Conference" and Meetings with various members of the Mississippi Congressional Delegation during the period March 7, 2019, through March 8, 2019.

**RESOLUTION CY-2019-31**

**APPROVAL OF THE NOTICE OF THE BOARD OF COMMISSIONERS ATTENDING THE AAAE/ACI-NA "WASHINGTON LEGISLATIVE CONFERENCE" AND MEETING WITH VARIOUS MEMBERS OF THE MISSISSIPPI CONGRESSIONAL DELEGATION FROM MARCH 7, 2019 THROUGH MARCH 8, 2019**

After discussion and review, and upon the motion made by Commissioner Pastor Henley, seconded by Vice-Chairman Bernard, and approved by unanimous vote (4-0-0), the following resolution was made and entered.

**RESOLVED**, that the Board hereby approves the Notice of the Commissioners' Attendance at the 2019 AAAE/ACI-NA "Washington Legislative Conference" and Meetings with various Members of the Mississippi Congressional Delegation during the period of March 7, 2019 through March 8, 2019, copy of which is attached to the Minutes of the March 25, 2019 Regular Meeting Minutes.

Yeas: Bernard, Harris, Henley, Martin

Nays: None

Abstentions: None

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**IV. APPROVAL AND EXECUTION OF MINUTES**

A. Regular Work Session of the Board of Commissioners, February 21, 2019.

B. Regular Meeting of the Board of Commissioners, February 25, 2019.

**RESOLUTION CY-2019-32**

**APPROVAL OF THE FEBRUARY 21, 2019 REGULAR WORK SESSION AND  
FEBRUARY 25, 2019 REGULAR BOARD MEETING MINUTES**

After discussion and review, and upon the motion made Commissioner Pastor Henley, seconded by Vice-Chairman Bernard, the Minutes of the February 21, 2019 Regular Work Session and the February 25, 2019 Regular Board Meeting were approved by unanimous vote (4-0-0) of the Commissioners, and the following resolution was made and entered.

**RESOLVED**, that the Board hereby approves the Minutes of the February 21, 2019 Regular Work Session and the February 25, 2019 Regular Board 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

Nays: None

Abstentions: None

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**V. PUBLIC COMMENTS**

None.

**VI. REPORTS**

**A. Report from the Chairman**

Chairman Harris expressed her appreciation to the Staff for continuing to work hard to maintain excellence within JMAA. She also congratulated the Staff for the excellent JMAA Community Newsletter published recently.

**B. Chief Executive Officer**

Mr. Carl D. Newman, CEO, wished Chairman Harris a “Happy Birthday!” Next, the other members of the Board and those in attendance applauded and wished Chairman Harris a Happy Birthday as well.

**1. Airport Project Manager Summary, Period Ending February 28, 2019**  
.....Page 1<sup>1</sup>

Mr. Newman then directed the Board’s attention to the Airport Project Manager Summary (“APMS”), found at pages 1-18 in the March 25, 2019 Regular Board Meeting Packet and distributed to the Board before the March 25, 2019 Regular Board Meeting. The Board reviewed the Report and had no questions.

**2. Airport Activity Statistics Report, Period Ending February 28, 2019**  
.....Page 19

Next, Mr. Newman directed the Board’s attention to the Airport Activity Statistics Report (“AASR”), found at pages 19-31 in the March 25, 2019 Regular Board Meeting Packet and distributed to the Board before the March 25, 2019 Regular Board Meeting. The Board reviewed the Report and had no questions.

**C. Attorney**

1. Attorney Bass announced that before the March 25, 2019 Regular Board Meeting, Resolutions were drafted regarding the travel of the Commissioners and Staff Members to the 2019 International Paris Air Show June 17-23, 2019, in Paris, Le Bourget, France. The proposed Resolutions were distributed to the Commissioners prior to the March 25, 2019 Regular Board Meeting.
2. Next, Attorney Bass announced that there are two (2) matters that he recommended the Board take up during an Executive Session. Therefore, he recommended the Board enter into Closed Session to consider said matters at an appropriate time.

**VII. ACTION ITEMS**

**A. Financial Matters**

**1. Financial Reports for February 2019:**

- a. Balance Sheet: Accept.....Page 32*

**RESOLUTION CY-2019-33**

<sup>1</sup> The page numbers herein are the page numbers contained in the Meeting Packet which is attached as an Exhibit to the March 25, 2019 Regular Board Meeting Minutes.

**RESOLUTION ACCEPTING/APPROVING THE FEBRUARY 2019 BALANCE SHEET**

Upon motion by Vice-Chairman Bernard, seconded by Commissioner Pastor Henley, the following **RESOLUTION** was made and approved by unanimous vote (4-0-0).

**WHEREAS**, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") reviewed and considered the Authority's Balance Sheet for the month and period ending February 28, 2019, which is included in the Packet at pages 32-33, and was distributed to the Board prior to the March 25, 2019 Regular Board Meeting.

**IT IS, THEREFORE, RESOLVED** that the Board hereby accepts and approves the February 2019 Balance Sheet.

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

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*b. Income Statement: Accept.....Page 34*

**RESOLUTION CY-2019-34**

**RESOLUTION ACCEPTING/APPROVING THE FEBRUARY 2019 INCOME STATEMENT**

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

**WHEREAS**, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") reviewed and considered the Authority's Income Statement for the month and period ending February 28, 2019, which is included in the Packet at pages 34-35, and was distributed to the Board prior to the March 25, 2019 Regular Board Meeting.

**IT IS, THEREFORE, RESOLVED** that the Board hereby accepts and approves the February 2019 Income Statement.

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

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c. *Claims Docket for February 2019: Approve.....Page 36*

**RESOLUTION CY-2019-35**

**RESOLUTION APPROVING THE CLAIMS DOCKET FOR THE MONTH AND PERIOD ENDING FEBRUARY 28, 2019**

Upon motion by Vice-Chairman Bernard, seconded by Commissioner Martin, the following **RESOLUTION** was made and approved by a majority vote 3-0-1.

**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 February 28, 2019, which is included in the Packet at pages 36-39, and was distributed to the Board prior to the March 25, 2019 Regular Board Meeting.

**IT IS, THEREFORE, RESOLVED** that the Board hereby authorizes payment of the Claims in the amount of \$1,315,408.04.

Yeas: Bernard, Harris, Martin

Nays: None

Abstentions: Henley

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2. *FY2018 Annual Financial Audit, JMAA: Acceptance of the Fiscal Year 2018 Financial Audit.....Page 40*

**RESOLUTION CY-2019-36**

**RESOLUTION ACCEPTING THE FISCAL YEAR 2018 FINANCIAL AUDIT REPORT PRESENTED BY BREAZEALE, SAUNDERS & O'NEIL**

Upon motion by Commissioner Pastor Henley, seconded by Vice-Chairman Bernard, the following **RESOLUTION** was made and unanimously approved (4-0-0).

**WHEREAS**, Breazeale, Saunders & O'Neil, Ltd. and Sub-Consultant Williams CPA Firm, PLLC (collectively "Auditors") presented and discussed with the Board of JMAA the Fiscal Year 2018 Audited Financial Statements and the Independent Auditor's Report; and

**WHEREAS**, the Board has reviewed and considered the above-referenced Statements and Report; and

**WHEREAS**, the Board finds that the request to accept the above-referenced Statements and Report, which is explained in the Memorandum dated March 25, 2019, at pages 40-41 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that the Board hereby approves and accepts the FY2018 Financial Statements and the Independent Auditor’s Report; and

**IT IS, THEREFORE, FURTHER RESOLVED** that the Board finds that such request is fully explained in the Memorandum dated March 25, 2019, at pages 40-41 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin

Nays: None

Abstentions: None

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**B. Construction Projects**

1. *International Drive Rehabilitation Project, JAN: Authorization to Advertise for Competitive Bids; Approval of the Construction Budget and Contingency Amount; and Approval of the Total Project Budget.....Page 42*

**RESOLUTION CY-2019-37**

**RESOLUTION: (I) GRANTING AUTHORITY TO ADVERTISE FOR COMPETITIVE BIDS FOR THE INTERNATIONAL DRIVE REHABILITATION PROJECT AT JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT (“JAN”); (II) APPROVING THE TOTAL CONSTRUCTION BUDGET, INCLUDING A CONTINGENCY AMOUNT; AND (III) APPROVING THE TOTAL PROJECT BUDGET**

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

**WHEREAS**, the Board has considered the request of the Staff of Jackson Municipal Airport Authority (“JMAA”) for: (i) authority to advertise for competitive bids for the International Drive Rehabilitation Project at JAN; (ii) approval of the total construction budget amount not to exceed \$859,820.53, consisting of the construction budget amount not to exceed \$781,655.03 and an associated construction contingency amount not to exceed \$78,165.50; and (iii) approval of the total project budget of \$1,277,984.53; and

**WHEREAS**, the International Drive Rehabilitation Project at JAN will extend the useful life of the main access road into JAN, which also supports JMAA’s compliance with airport emergency plan regulations; and

**WHEREAS**, the Board finds that such requests, which are explained in the Memorandum dated March 25, 2019, found at pages 42-44 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that: (i) JMAA’s Staff is authorized to advertise for competitive bids for the International Drive Rehabilitation Project at JAN; (ii) the total construction budget amount not to exceed \$859,820.53, consisting of the construction budget amount not to exceed \$781,655.03 and an associated construction contingency amount not to exceed \$78,165.50, is approved; and (iii) the total project budget of \$1,277,984.53 is approved; and

**IT IS, THEREFORE, FURTHER RESOLVED** that such requests are fully explained in the Memorandum dated March 25, 2019, found at pages 42-44 of the Meeting Packet.

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

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**C. Procurements**

None.

**D. Service Agreements**

1. *Jackson Metro Aeroplex Infrastructure Improvements-East Metro Corridor, JAN: Authorization to Publish a Request for Qualifications (“RFQ”); Approval of the Estimated Engineering Services Budget; and Approval of the Budget for the Design Phase of the Project.....Page 45*

Vice-Chairman Bernard moved that the Board accept Staff’s request for: (i) authority to publish a Request for Qualifications (“RFQ”) for planning, engineering, and construction oversight in support of the roadway and utility improvements to the Jackson Metro Aeroplex property near the north end of the East Metro Corridor; (ii) approval of the \$400,000.00 engineering services budget; and (iii) approval of the budget for the design phase of the project in an amount not-to-exceed \$465,000.00. Commissioner Martin seconded the motion.

The Board then held the following discussion:

Commissioner Pastor Henley commented to the Board that this project is being funded with \$310,000.00 of JMAA funds, which is more than the cost of the bathroom renovations at Hawkins Field Airport.

In response to Chairman Harris’s inquiry as to whether the improvements are needed and how they will benefit JMAA, Mr. Newman stated that improvements would help JMAA compete with other sites in regard to firms considering this geographical area to do projects. He added that the \$310,000.00 from JMAA funds are dollars that were part of a previous land sale. Therefore, those funds are limited to certain uses, and this project is included in those limited



uses. Mr. Newman added that JMAA could not use those funds for restroom renovations at Hawkins Field Airport.

Next, Ms. Arnetrius Branson, CFO, added that she could not say if the funds being discussed could be used to fund the restroom renovations at Hawkins Field Airport.

After some additional discussion, Commissioner Pastor Henley stated that Staff is not able to provide a definitive answer to whether the funds for the project are restricted.

In response to Chairman Harris's next inquiry, Mr. Newman stated that the advantage of this project is that if it is done now, JMAA will be in a better position to compete for future development projects seeking property for projects.

Chairman Harris and Commissioner Pastor Henley had additional discussion about the proposed project.

Commissioner LTC(R) Lucius Wright entered the meeting at 4:22 p.m. during the discussion about the Jackson Metro Aeroplex Proposal.

Commissioner Pastor Henley moved to table the motion made by Vice-Chairman Bernard and seconded by Commissioner Martin until such time that Staff can provide the Board with a definitive answer on whether the funds available for the Aeroplex project can be utilized at Hawkins Field. He added that tabling the motion will provide the Board with an opportunity to make an informed decision regarding alternative uses for the funds. The motion was seconded by Vice-Chairman Bernard, and the motion to table was approved by majority vote 3-0-2.

Yeas: Bernard, Henley, Martin

Nays: None

Abstentions: Harris, Wright

2. *Pavement Management Program at Jackson-Medgar Wiley Evers International Airport ("JAN"): Authorization to Publish Requests for Qualifications ("RFQ") for Professional Engineering Services; Approval of the Estimated Engineering Services Budget; and Approval of the Project Budget.....Page 49*

#### **RESOLUTION CY-2019-38**

**RESOLUTION: (I) GRANTING AUTHORITY TO PUBLISH A REQUEST FOR QUALIFICATIONS ("RFQ") FOR PROFESSIONAL ENGINEERING SERVICES RELATED TO THE PAVEMENT MANAGEMENT PROGRAM ("PMP") AT JAN; (II) APPROVING THE ESTIMATED ENGINEERING SERVICES BUDGET; AND (III) APPROVING THE TOTAL PROJECT BUDGET**

Upon motion by Vice-Chairman Bernard, seconded by Commissioner Martin, the following **RESOLUTION** was made and unanimously approved.

**WHEREAS**, the Board has considered the request of the Staff of Jackson Municipal Airport Authority (“JMAA”) for: (i) authority to publish a Request for Qualifications (“RFQ”) for professional engineering services to establish and assist JMAA with implementation of a Pavement Management Program (“PMP”) at JAN; (ii) approval of the estimated engineering services budget of \$550,000.00; and (iii) approval of the total project budget of \$650,000.00; and

**WHEREAS**, publishing the RFQ for professional engineering services will enable JMAA to accept a portion of the Airport Improvement Project (“AIP”) Supplemental Discretionary Funds, possibly awarded to JMAA; and

**WHEREAS**, the Board finds that such requests, which are explained in the Memorandum dated March 25, 2019, found at pages 49-51 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that: (i) JMAA’s Staff is authorized to publish a Request for Qualifications (“RFQ”) for professional engineering services to establish and assist JMAA with implementation of a Pavement Management Program (“PMP”) at JAN; (ii) the estimated engineering services budget of \$550,000.00 is approved; and (iii) the total project budget of \$650,000.00 is approved; and

**IT IS, THEREFORE, FURTHER RESOLVED** that such requests are fully explained in the Memorandum dated March 25, 2019, found at pages 49-51 of the Meeting Packet.

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

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**3. *Pavement Management Program at Hawkins Field Airport (“HKS”): Authorization to Publish Requests for Qualifications (“RFQ”) for Professional Engineering Services; Approval of the Estimated Engineering Services Budget; and Approval of the Project Budget.....Page 52***

In response to Commissioner LTC(R) Wright’s inquiry, Mr. Newman confirmed that the Pavement Management Program was a part of the Strategic Plan for HKS.

**RESOLUTION CY-2019-39**

**RESOLUTION: (I) GRANTING AUTHORITY TO PUBLISH A REQUEST FOR QUALIFICATIONS (“RFQ”) FOR PROFESSIONAL ENGINEERING SERVICES RELATED TO THE PAVEMENT MANAGEMENT PROGRAM (“PMP”) AT**

**HAWKINS FIELD AIRPORT (“HKS”); (II) APPROVING THE ESTIMATED ENGINEERING SERVICES BUDGET; AND (III) APPROVAL OF THE TOTAL PROJECT BUDGET**

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

**WHEREAS**, the Board has considered the request of the Staff of Jackson Municipal Airport Authority (“JMAA”) for: (i) authority to publish a Request for Qualifications (“RFQ”) for professional engineering services to establish and assist JMAA with implementation of a Pavement Management Program (“PMP”) at HKS; (ii) approval of the estimated engineering services budget of \$250,000.00; and (iii) approval of the total project budget of \$300,000.00; and

**WHEREAS**, publishing the RFQ will enable JMAA to accept a portion of the Airport Improvement Project (“AIP”) Supplemental Discretionary Funds, possibly awarded to JMAA; and

**WHEREAS**, the Board finds that such requests, which are explained in the Memorandum dated March 25, 2019, found at pages 52-54 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that: (i) JMAA’s Staff is authorized to publish a Request for Qualifications (“RFQ”) for professional engineering services to establish and assist JMAA with implementation of a Pavement Management Program (“PMP”) at HKS; (ii) the estimated engineering services budget of \$250,000.00 is approved; and (iii) the total project budget of \$300,000.00 is approved; and

**IT IS, THEREFORE, FURTHER RESOLVED** that such requests are fully explained in the Memorandum dated March 25, 2019, found at pages 52-54 of the Meeting Packet.

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

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4. *Security Checkpoint Reconfiguration at Jackson-Medgar Wiley Evers International Airport (“JAN”): Authorization to Amend Existing May 16, 2017 Professional Services Contract Agreement for Architectural, Design, and Related Services; Approval of the Additional Architectural, Design, and Related Services; Approval of the New Total Contract Amount; and Approval of the New Project Budget (Duvall Decker Architects).....Page 55*

**RESOLUTION CY-2019-40**

**RESOLUTION: (I) GRANTING AUTHORITY TO AMEND, AFTER REVIEW BY LEGAL COUNSEL FOR JACKSON MUNICIPAL AIRPORT AUTHORITY (“JMAA”), THE PROFESSIONAL SERVICE AGREEMENT WITH DUVALL DECKER ARCHITECTS (“DUVALL DECKER”); (II) APPROVING THE TOTAL CONTRACT AMOUNT FOR ADDITIONAL ARCHITECTURAL DESIGN AND ENGINEERING SERVICES; AND APPROVING THE NEW TOTAL PROJECT BUDGET AMOUNT**

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

**WHEREAS**, the Board has considered the request of the Staff of Jackson Municipal Airport Authority (“JMAA”) for: (i) authority to amend, after review by legal counsel for JMAA, the current May 16, 2017 Professional Services Contract Agreement (“Agreement”) with Duvall Decker Architects (“Duvall Decker”) of Jackson, Mississippi, a Disadvantaged Business Enterprise (“DBE”) certified by JMAA, for professional design and construction oversight services in connection with the reconfiguration of the security checkpoints at the Jackson-Medgar Wiley Evers International Airport (“JAN”); (ii) approval of needed additional architectural design and related services in an amount not to exceed \$22,291.00, (iii) approval of the new design and engineering services total contract amount not to exceed \$98,291.00 for the new architectural design and engineering services; and (iv) approval of the new total project budget of \$1,394.881.30; and

**WHEREAS**, due to continuous consultation and collaboration with the Transportation Safety Administration (“TSA”), which led to additional layout options for the checkpoint reconfiguration, (and modification of access control systems), additional design services are needed, which will be performed by Duvall Decker for which Duvall Decker is requesting additional compensation; and

**WHEREAS**, the Board finds that such requests, which are explained in the Memorandum dated March 25, 2019, found at pages 55-58 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that: (i) JMAA’s Staff is authorized to amend, after review by legal counsel for JMAA, the existing May 16, 2017 Agreement with Duvall Decker, of Jackson, Mississippi, a DBE certified by JMAA, for professional design and construction oversight services in connection with the reconfiguration of the security checkpoints at the JAN; (ii) the not to exceed of \$22,291.00 for additional architectural design and related services is approved; (iii) the total contract amount not to exceed \$98,291.00 for the new architectural design and engineering services is approved; and (iv) the new total project budget of \$1,394.881.30 is approved; and

**IT IS, THEREFORE, FURTHER RESOLVED** that such requests are fully explained in the Memorandum dated March 25, 2019, found at pages 55-58 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None  
Abstentions: None

March 25, 2019

**E. Grants**

None.

**F. Other Matters**

None.

**OPEN SESSION**

The Board, pursuant to the motion of Commissioner Pastor Henley, seconded by Commissioner Martin, by unanimous vote 5-0-0, resolved to close the Meeting. Chairman Harris asked all, except the attorneys from Walker Group, PC to vacate the room.

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

The Board went into Closed Session at 4:39 p.m.

**CLOSED SESSION**

After discussion regarding matters proposed to be discussed in Executive Session, Commissioner Pastor Henley moved that the Board enter Executive Session to consider: a personnel matter regarding an incumbent employee; and an economic development matter. Commissioner Martin seconded the motion, and the Commissioners unanimously resolved to enter Executive Session for the stated purposes.

The Closed Session ended at 4:48 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: a personnel matter regarding an incumbent employee; and an economic development matter. Further, she stated that Commissioner Pastor Henley 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 the attorneys from Walker Group, PC to vacate the room.

The Board went into Executive Session at 4:51 p.m.

## **EXECUTIVE SESSION**

During the Executive Session, the Board discussed the following: a personnel matter regarding an incumbent employee; and an economic development matter and did the following as to said matters.

1. *The Board took no action as to the (1) economic development matter.*

Mr. Carl D. Newman, CEO, and Mr. John R. May, CLO, entered the Executive Session at 4:52 p.m. and exited 5:18 p.m.

2. *The Board took the following action as to a personnel matter regarding an incumbent employee.*

### **RESOLUTION CY-2019-41**

#### **RESOLUTION DIRECTING THE CHIEF EXECUTIVE OFFICER OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY TO TAKE SPECIFIED ACTIONS REGARDING SPECIFIED PERSONNEL MATTERS REGARDING AN INCUMBENT EMPLOYEE**

After discussion and review, and upon the motion made by Commissioner Pastor Henley, seconded by Commissioner Martin, and approved by unanimous vote, the following Resolution was made and entered.

**WHEREAS**, the Board has become aware of certain personnel matters regarding an incumbent employee specified during Executive Session; and

**WHEREAS**, the Board has considered directing JMAA's Chief Executive Officer to take certain specified actions, regarding certain personnel matters regarding an incumbent employee; and

**IT IS, THEREFORE, RESOLVED** that regarding the personnel matters specified during Executive Session regarding an incumbent employee, JMAA's Chief Executive Officer is directed to take certain, specified actions identified during Executive Session.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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Mr. Carl D. Newman, CEO entered the Executive Session at 6:29 p.m. and exited 6:36 p.m.

Upon motion by Commissioner Pastor Henley, seconded by Commissioner LTC(R) Wright and

unanimous approval of the Commissioners, the Executive Session ended at 6:39 p.m.

Open Session reconvened at 6:40 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 the above-stated action was taken as to a personnel matter regarding an incumbent employee. Further, Chairman Harris stated that the Commissioners unanimously voted in favor of the resolution. Next Chairman Harris said that regarding the economic development matter, no action was taken.

#### **G. New Business**

1. *Negotiation and Execution of a Professional Services Contract with Postlethwaite & Netterville APAC (“P&N”) for Consulting Services.*

#### **RESOLUTION CY-2019-42**

**RESOLUTION DIRECTING BOARD COUNSEL FOR THE JACKSON MUNICIPAL AIRPORT AUTHORITY (“JMAA”) BOARD OF COMMISSIONERS TO NEGOTIATE A PROFESSIONAL SERVICES CONTRACT WITH POSTLETHWAITE & NETTERVILLE APAC (“P&N”) AND DIRECTING THE CHIEF EXECUTIVE OFFICER (“CEO”) OF JACKSON MUNICIPAL AIRPORT AUTHORITY (“JMAA”) TO EXECUTE THE CONTRACT NEGOTIATED BY THE BOARD COUNSEL FOR JMAA**

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

**WHEREAS**, the JMAA Board of Commissioners considered the proposal submitted by P&N to provide strategic human resources, management, and organizational structure consulting services (“Proposal”); and

**WHEREAS**, the JMAA Board of Commissioners directs Board Counsel for JMAA to negotiate a professional services contract with P&N to provide strategic human resources, management, and organizational structure consulting services to JMAA consistent with the terms and provisions of the proposal to provide the professional services of P&N to JMAA, a copy of which is attached as Exhibit A to this Resolution; and

**WHEREAS**, the JMAA Board of Commissioners directs JMAA’s CEO, to execute the professional service contract negotiated by the Board Counsel for JMAA with P&N.

**IT IS, THEREFORE, RESOLVED** that the JMAA Board of Commissioners directs Board Counsel for JMAA to negotiate a professional services contract with P&N consistent with the terms and provisions of the Proposal; and

**IT IS, THEREFORE, FURTHER RESOLVED** that JMAA's CEO, is directed to execute the professional services contract negotiated by Board counsel for JMAA with P&N.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

March 25, 2019

**2. *Policy and Procedure Regarding Standing Committees of Commissioners***

**RESOLUTION CY-2019-43**

**ADOPTION OF POLICY AND PROCEDURES AS TO STANDING COMMITTEES OF MEMBERS OF THE BOARD OF COMMISSIONERS OF JACKSON MUNICIPAL AIRPORT AUTHORITY ("JMAA")**

After discussion and review, and upon the motion made by Vice-Chairman Bernard, seconded by Commissioner Pastor Henley, and approved by unanimous vote, the following Resolution was made and entered.

**WHEREAS**, Article II Section 11 of the Bylaws of the Jackson Municipal Airport Authority provides that the Board of Commissioners ("Board") of the Jackson Municipal Airport Authority ("JMAA") may establish such committees of Commissioners and assign such duties, and responsibilities to such committees as the Board may deem necessary or appropriate to carry out the duties and responsibilities of the Board from time to time; and

**WHEREAS**, the Board pursuant to the previously identified provision of the Bylaws of JMAA desires to adopt both policy and procedures as to the creation of standing committees of Commissioners; and

**WHEREAS**, the Board desires to adopt effective March 25, 2019, the COMMISSIONERS' STANDING COMMITTEES: CREATION; MEMBERSHIP; AND DUTIES: POLICY AND PROCEDURES, attached to this Resolution as Exhibit A.

**IT IS, THEREFORE, RESOLVED** that effective March 25, 2019, the COMMISSIONERS' STANDING COMMITTEES: CREATION; MEMBERSHIP; AND DUTIES: POLICY AND PROCEDURES, attached to this Resolution as Exhibit A, are adopted by the Board effective March 25, 2019.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None



Abstentions: None

March 25, 2019

3. *Policy and Procedure Regarding Standing Committees of Commissioners*

**RESOLUTION CY-2019-44**

**APPOINTMENTS TO STANDING COMMITTEES OF COMMISSIONERS FOR FISCAL YEAR 2019 OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY (“JMAA”)**

After discussion and review, and upon the motion made by Commissioner Martin, seconded by Commissioner Pastor Henley, and approved by unanimous vote, the following Resolution was made and entered.

**WHEREAS**, the COMMISSIONERS’ STANDING COMMITTEES: CREATION; MEMBERSHIP; AND DUTIES: POLICY AND PROCEDURES (“Policy”) provides that the Board shall make the initial appointments to standing committees after the adoption of the Policy; and

**WHEREAS**, the Board desires to appoint the following Commissioners to the following standing committees to serve through the end of fiscal year 2019 of JMAA or such later date on which another Commissioner is appointed:

<b><u>STANDING COMMITTEE</u></b>	<b><u>COMMISSIONER</u></b>
Business Development, Marketing and Communications	Commissioner Robert E. Martin
Capital Programming	Vice-Chairman Lee A. Bernard, Jr.
Finance	Commissioner Pastor James L. Henley, Jr.
Human Resources	Chairman LaWanda D. Harris
Hawkins Field	Commissioner LTC (R) Lucius Wright
Information Technology	Commissioner Pastor James L. Henley, Jr.
Legal	Chairman LaWanda D. Harris
Procurement	Vice-Chairman Lee A. Bernard, Jr.
Operations	Commissioner Robert E. Martin

**IT IS, THEREFORE, RESOLVED** the above-identified Commissioners are appointed to the above-identified Standing Committees of the Commissioners to serve through the end of fiscal year 2019 of JMAA or such later date on which another Commissioner is appointed; and

**IT IS, THEREFORE, FURTHER RESOLVED** that the above-identified Commissioners shall carry out and perform the duties and responsibilities as set forth and the COMMISSIONERS' STANDING COMMITTEES CREATION; MEMBERSHIP; AND DUTIES; POLICY AND PROCEDURES of JMAA.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

March 25, 2019

**4. Board Travel**

**RESOLUTION CY-2019-45**

**RESOLUTION APPROVING THE TRAVEL OF MEMBERS OF THE BOARD OF COMMISSIONERS OF JACKSON MUNICIPAL AIRPORT AUTHORITY ("JMAA"), CHAIRMAN LAWANDA D. HARRIS; VICE-CHAIRMAN LEE A. BERNARD JR., PASTOR JAMES L. HENLEY JR.; ROBERT E. MARTIN; AND LTC(R) LUCIUS WRIGHT, TO AND PARTICIPATION IN THE INTERNATIONAL PARIS AIR SHOW IN PARIS, LE BOURGET, FRANCE, JUNE 14-25, 2019**

Upon motion by Commissioner Pastor Henley, seconded by Commissioner LTC(R) Wright, the following **RESOLUTION** was made and approved by unanimous vote.

**WHEREAS**, the 53<sup>rd</sup> edition of the International Paris Air Show will take place at the Le Bourget Parc des Expositions in Paris, Le Bourget, France, and it brings together all the leading aviation persons and entities in the global aviation industry around economic development opportunities and the latest aviation technological innovations; and

**WHEREAS**, the 2019 International Paris Air Show will offer a unique opportunity for engagement with all the economic, political, institutional, and technological global aviation industry persons and entities in a single venue regarding aviation trends and a multitude of aviation and economic development issues of importance to the Jackson Municipal Airport Authority ("Authority" of "JMAA"), as set forth in the information for the 2019 International Paris Air Show, attached to the Minutes of the March 25, 2019 Regular Board Meeting; and

**WHEREAS**, based upon the above the Board of Commissioners finds that it will be extremely beneficial to the Authority for Chairman Harris, Vice-Chairman Bernard, Commissioner Pastor Henley, Commissioner Martin, and Commissioner LTC(R) Wright to

attend the 2019 International Paris Air Show; and

**WHEREAS**, the Board of Commissioners of JMAA recommends approves and authorizes the travel, lodging, and related expenses for Chairman Harris, Vice-Chairman Bernard, Commissioner Pastor Henley, Commissioner Martin, and Commissioner LTC(R) Wright to attend and participate in the 2019 International Paris Air Show, June 17-23, 2019, travel dates from June 14-25, 2019, in Paris, Le Bourget, France for the reasons cited above; and

**WHEREAS**, the current Travel Policy for the Board (“Travel Policy”), states that travel outside the continental limits of the United States by a Commissioner on behalf of the Authority shall not be permitted at Authority’s expense unless there is specific prior approval by the Board and a determination by the Board that such travel would be “extremely beneficial” to the Authority; and

**WHEREAS**, the Board has considered the foregoing and has considered the benefits which will accrue to the Authority from the attendance by Chairman Harris, Vice-Chairman Bernard, Commissioner Pastor Henley, Commissioner Martin, and Commissioner LTC(R) Wright at the 2019 International Paris Air Show.

**IT IS, THEREFORE, RESOLVED** that the Board hereby: (i) finds and determines that the attendance of and participation in the 2019 International Paris Air Show, June 17-23, 2019, travel dates from June 14-25, 2019, in Paris, Le Bourget, France by Chairman Harris, Vice-Chairman Bernard, Commissioner Pastor Henley, Commissioner Martin, and Commissioner LTC(R) Wright will be extremely beneficial to the Authority for the reasons cited above; and (ii) approves and authorizes payment and reimbursement for travel, lodging, and related expenses for Chairman Harris, Vice-Chairman Bernard, Commissioner Pastor Henley, Commissioner Martin, and Commissioner LTC(R) Wright to attend and participate in 2019 International Paris Air Show as described above, all in accordance with the Travel Policy for JMAA’s Commissioners.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

March 25, 2019

**5. *JMAA Staff travel to the Paris Air Show, Paris, Le Bourget, France***

**RESOLUTION CY-2019-46**

**RESOLUTION AUTHORIZING TRAVEL OF THE CHIEF EXECUTIVE OFFICER, CHIEF OPERATING OFFICER, BUSINESS DEVELOPMENT DIRECTOR, PUBLIC RELATIONS AND CUSTOMER SERVICE MANAGER, AND DIRECTOR OF CAPITAL PROGRAMMING OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY (“JMAA”) TO THE INTERNATIONAL PARIS AIR SHOW IN PARIS,**

**LE BOURGET, FRANCE, JUNE 14-25, 2019**

Upon motion by Commissioner Pastor Henley, seconded by Commissioner LTC(R) Wright, the following **RESOLUTION** was made and approved by unanimous vote.

**WHEREAS**, the Board has considered the request of JMAA's Staff to: (i) authorize the international travel of JMAA's Chief Executive Officer, Chief Operating Officer, Business Development Director, Public Relations and Customer Service Manager, and Director of Capital Programming to travel to and attend the 53<sup>rd</sup> edition of the International Paris Air Show in Paris, Le Bourget, France from June 17, 2019 to June 23, 2019 ("Air Show"), travel dates from June 14-25, 2019; and (ii) determine that the proposed travel by JMAA's Chief Executive Officer, Chief Operating Officer, Business Development Director, Public Relations and Customer Service Manager and Director of Capital Programming to the Air Show will be extremely beneficial to JMAA; and

**WHEREAS**, the estimated cost of attending the Air Show event is \$5,400.00 for each Staff member; and

**WHEREAS**, the current Travel Policy for the Board ("Travel Policy"), states that no travel outside the continental limits of the United States, on behalf of the Authority, shall be permitted by an employee, to include the CEO, at the Authority's expense, without specific prior approval by the Board and a determination by the Board that such travel would be extremely beneficial to the Authority; and

**WHEREAS**, the Board has considered the foregoing and has considered the benefits which will accrue to the Authority regarding JMAA's Chief Executive Officer, Chief Operating Officer, Business Development Director, Public Relations and Customer Service Manager, and Director of Capital Programming's travel to and attendance at the International Paris Air Show; and

**WHEREAS**, the Travel Policy for Airport Authority Staff adopts the per diem rates established by the U.S. General Services Administration which provides for a per diem for "Paris, Le Bourget, France" at \$140.00 per day for meals; and, \$35.00 per day for incidentals; and

**WHEREAS**, the Board finds that such requests, along with the information for the 2019 International Paris Air Show, attached as an exhibit to this Resolution, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that JMAA: (i) finds that the proposed travel by JMAA's Chief Executive Officer, Chief Operating Officer, Business Development Director, Public Relations and Customer Service Manager and Director of Capital Programming to the Air Show will be extremely beneficial to JMAA; and (ii) authorizes the international travel of JMAA's Chief Executive Officer, Chief Operating Officer, Business Development Director, Public Relations and Customer Service Manager and Director of Capital Programming to the 53<sup>rd</sup> edition of the International Paris Air Show in Paris, Le Bourget, France from June 17, 2019 to June 23, 2019, travel dates June 14-25, 2019; and

**IT IS, THEREFORE, FURTHER RESOLVED** that JMAA approves and authorizes payment of the estimated cost JMAA's Chief Executive Officer, Chief Operating Officer, Business Development Director, Public Relations and Customer Service Manager and Director of Capital Programming, to attend the Air Show event in the amount of \$5,400.00 for each Staff member, including reimbursement of per diem rates, to JMAA's Chief Executive Officer, Chief Operating Officer, Business Development Director, Public Relations and Customer Service Manager and Director of Capital Programming for meals and incidentals, per the JMAA Travel Policy For Airport Authority Staff Revised: March 21, 2014: Paragraph 3, Subparagraph 3.1, in order for JMAA's Chief Executive Officer, Chief Operating Officer, Business Development Director, Public Relations and Customer Service Manager and Director of Capital Programming, to travel to and participate in the 53<sup>rd</sup> edition of the International Paris Air Show in Paris, Le Bourget, France from June 14, 2019 to June 25, 2019, Air Show dates: June 17, 2019 to June 23, 2019, all in accordance with the Travel Policy of JMAA.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

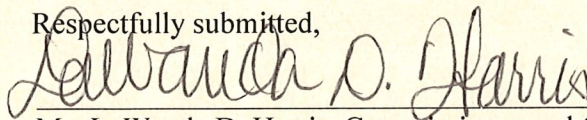
Abstentions: None

March 25, 2019

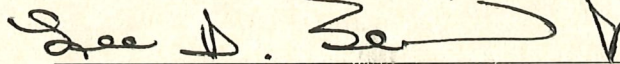
### VIII. ADJOURNMENT

Thereafter, it was moved by Commissioner Pastor Henley, seconded by Commissioner LTC(R) Wright, and resolved by a unanimous vote of the Commissioners, that the meeting of the Board was ADJOURNED at 6:54 p.m.

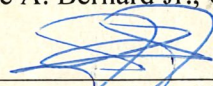
Respectfully submitted,



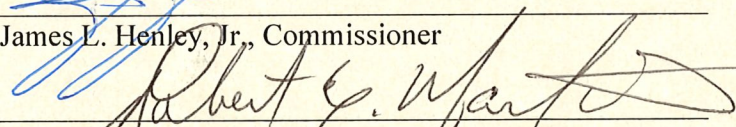
Ms. LaWanda D. Harris, Commissioner and Chairman



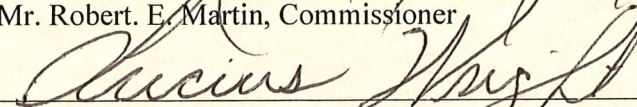
Mr. Lee A. Bernard Jr., Commissioner and Vice-Chairman



Pastor James L. Henley, Jr., Commissioner



Mr. Robert E. Martin, Commissioner



LTC(R) Lucius Wright, Commissioner