

**REGULAR MEETING OF JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS
APRIL 22, 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 April 22, 2019 Regular Board Meeting in the Terminal Building, Hawkins Field Airport (“HKS”), West Ramp Road, in Jackson, Mississippi, at 4:00 p.m.

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, April 22, 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:

Perry Miller, M.S., A.A.E., I.A.P. JMAA’s Interim Chief Executive 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 4-22-19**

Chairman Harris announced that Commissioner LTC(R) Wright would not attend the meeting because he was traveling as to the Homegoing Service of a deceased member of his family. She asked everyone to keep Commissioner LTC(R) Wright in their prayers.

II. INVOCATION

Commissioner Martin gave the Invocation.

III. APPROVAL OF BOARD NOTICES

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

RESOLUTION CY-2019-52

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

After discussion and review, and upon the motion made by Commissioner Pastor Henley, seconded by Commissioner Martin, 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 April 12, 2019 Pre-Work Session, a copy of which is attached to the Minutes of the April 22, 2019 Regular Meeting.

Yeas: Bernard, Harris, Henley, Martin

Nays: None

Abstentions: None

April 22, 2019

IV. APPROVAL AND EXECUTION OF MINUTES

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

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

C. Emergency Meeting of the Board of Commissioners, March 26, 2019.

D. Special Meeting of the Board of Commissioners, April 1, 2019.

RESOLUTION CY-2019-53

APPROVAL OF THE MARCH 21, 2019 REGULAR WORK SESSION; MARCH 25, 2019 REGULAR BOARD MEETING; MARCH 26, 2019 EMERGENCY MEETING; AND APRIL 1, 2019 SPECIAL MEETING MINUTES OF THE BOARD OF COMMISSIONERS

After discussion and review, and upon the motion made by Commissioner Pastor Henley, seconded by Commissioner Martin, the Minutes of the March 21, 2019 Regular Work Session; the March 25, 2019 Regular Board Meeting; the March 26, 2019 Emergency Meeting; and the April 1, 2019 Special Meeting were approved by unanimous vote of the Commissioners (4-0-0), and the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Minutes of the March 21, 2019 Regular Work Session; the March 25, 2019 Regular Board Meeting; the March 26, 2019 Emergency Meeting; and the April 1, 2019 Special 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

April 22, 2019

V. PUBLIC COMMENTS

None.

VI. REPORTS

A. Report from the Chairman

Chairman Harris referenced the Easter Holiday Weekend and stated that she hopes everyone enjoyed their Easter Holiday Weekend. Continuing, she stated that the Hawkins Field Airport 90th Anniversary Celebration was an incredible and outstanding event. Then, she introduced Mr. Perry Miller, Interim CEO, to provide a summary of the Hawkins Field Airport 90th Anniversary Celebration

Mr. Miller said the Hawkins Field Airport 90th Anniversary Celebration was a fantastic event. He congratulated and thanked JMAA Staff Members who worked really hard to make sure that the 90th Anniversary occurred without a glitch.

Next, Mr. Miller stated that over three hundred (300) people, including children, attended and participated in the celebration. Also, he said that there were displays, including World War I Aircraft, World War II aircraft, modern aircraft, and ten (10) to Twenty (20) vendors participated in the event. Lastly, he expressed his appreciation to the JMAA team members that organized the event.

Chairman Harris thanked Mr. Miller for recapping the celebration and the Staff for planning and facilitating the celebration execution. Next, Chairman Harris congratulated Mr. Miller on an outstanding beginning as CEO of JMAA.

Chairman Harris then turned the Agenda over to Mr. Miller.

B. Interim Chief Executive Officer

1. Airport Project Manager Summary, Period Ending March 31, 2019

Mr. Miller directed the Board’s attention to the Airport Project Manager Summary (“APMS”), found at pages 1-18 in the April 22, 2019 Regular Board Meeting Packet and distributed to the Board before the April 22, 2019 Regular Board Meeting. The Board reviewed the Report and had no questions.

2. Airport Activity Statistics Report, Period Ending March 31, 2019
.....Page 19

Next, Mr. Miller directed the Board’s attention to the Airport Activity Statistics Report (“AASR”), found at pages 19-31 in the April 22, 2019 Regular Board Meeting Packet and distributed to the Board before the April 22, 2019 Regular Board Meeting. The Board reviewed the Report and had no questions.

C. Attorney

Attorney Walker congratulated the Staff for the successful Hawkins Field Airport 90th Anniversary Celebration. Then he stated:

1. There are two (2) matters that he recommends the Board considers during an Executive Session. Therefore, he recommended the Board enter into Closed Session to discuss those matters at an appropriate time.
2. Before the April 22, 2019 Regular Board Meeting two (2) proposed Resolutions were delivered to each Commissioner for consideration. Therefore, he recommended the Board consider those matters at an appropriate time.

Chairman Harris announced that the Board would consider the Resolutions during the New Business section of the Agenda.

VII. ACTION ITEMS

A. Financial Matters

1. Financial Reports for March 2019:

- a. Balance Sheet: Accept.....Page 32*
- b. Income Statement: Accept.....Page 34*

RESOLUTION CY-2019-54

¹ The page numbers herein are the page numbers contained in the Meeting Packet which is attached as an Exhibit to the April 22, 2019 Regular Board Meeting Minutes.

RESOLUTION ACCEPTING/APPROVING THE MARCH 2019 FINANCIAL REPORTS: BALANCE SHEET AND INCOME STATEMENT

Upon motion by Commissioner Pastor Henley, 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 Balance Sheet and Income Statement ("the Financial Reports") for the month and period ending March 31, 2019, which are included in the Packet at pages 32-35, and were distributed to the Board prior to the April 22, 2019 Regular Board Meeting.

IT IS, THEREFORE, RESOLVED that the Board hereby accepts and approves the March 2019 Financial Reports: Balance Sheet and Income Statement for March 2019.

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

April 22, 2019

c. Claims Docket for March 2019: Approve.....Page 36

RESOLUTION CY-2019-55

RESOLUTION APPROVING THE CLAIMS DOCKET FOR THE MONTH AND PERIOD ENDING MARCH 31, 2019

Upon motion by Commissioner Pastor Henley, seconded by Commissioner Martin, the following **RESOLUTION** was made and approved by a 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 Claims Docket ("Claims") for the month and period ending March 31, 2019, which is included in the Packet at pages 36-38, and was distributed to the Board prior to the April 22, 2019 Regular Board Meeting.

IT IS, THEREFORE, RESOLVED that the Board hereby authorizes payment of the Claims in the amount of \$3,280,033.22.

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

April 22, 2019

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

RESOLUTION CY-2019-56

RESOLUTION AUTHORIZING AN EARLY ISSUE PAYMENT FOR TRAVEL ADVANCE TO CHAIRMAN LAWANDA D. HARRIS

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

WHEREAS, the Board has considered the request of JMAA’s Staff for the authority to make an early issue payment of Eight Hundred Dollars (\$800.00) to Chairman LaWanda D. Harris as a travel advance for expenses related to travel to the 2019 Airport Council International-North America/American Association of Airport Executives’s (“ACI-NA/AAAE”) Airport Board and Commissioners Conference in San Francisco, CA, May 5-7, 2019; and

WHEREAS, the request for the advance payment was submitted after the deadline for payments to be included on the Claims Docket for March 2019; and

WHEREAS, the Board finds that such request, which is fully explained in a Memorandum dated April 22, 2019, found at page 42 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to make an early issue payment of Eight Hundred Dollars (\$800.00) to Chairman LaWanda D. Harris as a travel advance for expenses related to travel to ACI-NA/AAAE’s Airport Board and Commissioners Conference in San Francisco, CA, May 5-7, 2019; and

IT IS, THEREFORE, FURTHER RESOLVED that such request is fully explained in the Memorandum dated April 22, 2019, found at page 42 of the Meeting Packet.

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

April 22, 2019

B. Construction Projects

1. *Jackson-Medgar Wiley Evers International Airport Perimeter Service Road Rehabilitation Project, JAN: (i) Authorization to Advertise for Competitive Bids; (ii) Approval of the Construction Budget and Contingency Amount;*

RESOLUTION CY-2019-57

RESOLUTION: (I) GRANTING AUTHORITY TO SOLICIT COMPETITIVE BIDS FOR CONSTRUCTION SERVICES FOR THE INTERNATIONAL AIRPORT PERIMETER SERVICE ROAD 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 Commissioner Martin, seconded by Commissioner Pastor Henley, 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) authorization to advertise a Request for Bids (“RFB”) for construction services for the JAN Perimeter Service Road Rehabilitation Project; (ii) approval of the construction budget amount of \$2,994,253.00 and contingency amount of \$299,425.30 for a total construction budget in an amount not-to-exceed \$3,293,678.30; and (iii) approval of the total project budget in an amount not-to-exceed \$3,814,678.30; and

WHEREAS, the Perimeter Service Road Rehabilitation Project will preserve and enhance the safety and security of the airport; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated April 22, 2019, found at pages 43-45 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) JMAA’s Staff is authorized to advertise a Request for Bids (“RFB”) for construction services for the JAN Perimeter Service Road Rehabilitation Project; (ii) the total construction budget in an amount not-to-exceed \$3,293,678.30, consisting of the construction budget amount, \$2,994,253.00, and contingency amount, \$299,425.30 is approved; and (iii) approval of the total project budget in an amount not-to-exceed \$3,814,678.30 is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that such requests are fully explained in the Memorandum dated April 22, 2019, found at pages 43-45 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin

Nays: None

Abstentions: None

April 22, 2019

2. ***Hawkins Field Airport Runway 16/34 Assessment and Overlay Project, HKS: (i) Authorization to Advertise for Competitive Bids; (ii) Approval of the Construction Budget and Contingency Amount; and (iii) Approval of the***

RESOLUTION CY-2019-58

RESOLUTION: (I) GRANTING AUTHORITY TO SOLICIT COMPETITIVE BIDS FOR CONSTRUCTION SERVICES FOR THE REHABILITATION OF HAWKINS FIELD AIRPORT (“HKS”) RUNWAY 16/34 ASSESSMENT AND OVERLAY PROJECT; (II) APPROVING THE TOTAL CONSTRUCTION BUDGET, INCLUDING A CONTINGENCY AMOUNT; AND (III) APPROVING THE TOTAL PROJECT BUDGET

Upon motion by Commissioner Pastor Henley, 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) authorization to advertise a Request for Bids (“RFB”) for construction services for the Rehabilitation of HKS Runway 16/34 Assessment and Overlay Project; (ii) approval of the construction budget amount of \$6,609,480.00, contingency amount of \$528,758.40, and a total not-to-exceed the amount of \$7,138,238.40; and (iii) approval of the total project budget in the total in an amount not-to-exceed \$8,348,961.61; and

WHEREAS, Runway 16/34 is the primary runway for HKS, and is in need of repairs to meet the Federal Aviation Administration (“FAA”) design standards; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated April 22, 2019, found at pages 46-49 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) JMAA’s Staff is authorized to advertise for a Request for Bids (“RFB”) for construction services for the Rehabilitation of HKS Runway 16/34 Assessment and Overlay Project; (ii) the total construction budget in an amount not-to-exceed \$7,138,238.40, consisting of the construction budget amount \$6,609,480.00 and contingency amount \$528,758.40, is approved; and (iii) the total project budget in an amount not-to-exceed \$8,348,961.61 is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that such requests are fully explained in the Memorandum dated April 22, 2019, found at pages 46-49 of the Meeting Packet.

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

April 22, 2019

C. Procurements

None.

D. Service Agreements

1. *Lawn Care and Maintenance Services, JAN: (i) Authority to Issue a Request for Bids (“RFB”) for Lawn Care and Landscape Maintenance Services for the Areas Alongside International Drive, Around the Teardrop, Main Terminal, Garage and Surface Parking South of the Garage, all located at the Jackson-Medgar Wiley Evers International Airport (“JAN”) and MS Air Cargo Logistics; (ii) Approval of a Two (2) Calendar Year Term; and (iii) Approval of the Project Budget.....Page 50*

RESOLUTION CY-2019-59

RESOLUTION: (I) GRANTING AUTHORITY TO SOLICIT COMPETITIVE BIDS FOR LAWN CARE AND MAINTENANCE SERVICES FOR THE AREA ALONGSIDE AND/OR AROUND INTERNATIONAL DRIVE, THE TEARDROP, MAIN TERMINAL, GARAGE, SURFACE PARKING LOT SOUTH OF THE GARAGE AND MS AIR CARGO LOGISTICS; (II) APPROVING THE TWO (2) CALENDAR YEAR TERM; AND (III) APPROVING THE PROJECT BUDGET

Upon motion by Commissioner Pastor Henley, 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 issue a Request for Bids (“RFB”) for Lawn Care and Landscape Maintenance Services (the “Services”) for the area alongside and/or around International Drive, the Teardrop, Main Terminal, garage, and surface parking south of the garage located at the Jackson-Medgar Wiley Evers International Airport (“JAN”) and MS Air Cargo Logistics; (ii) approval of a two (2) calendar year term for Services; and (iii) approval of a budget for Services in an amount not-to-exceed \$342,471.92; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated April 22, 2019, found at pages 50-52 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) JMAA’s Staff is authorized to issue a Request for Bids (“RFB”) for Lawn Care and Landscape Maintenance Services (the “Services”) for the area alongside and/or around International Drive, the Teardrop, Main Terminal, garage, and surface parking south of the garage located at the Jackson-Medgar Wiley Evers International Airport (“JAN”) and MS Air Cargo Logistics; (ii) the two (2) calendar year term for Services is approved, and (iii) the budget for Services in an amount not-to-exceed \$342,471.92 is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that such requests are fully explained in the Memorandum dated April 22, 2019, found at pages 50-52 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin

Nays: None
Abstentions: None

April 22, 2019

2. *Group Health/Dental Insurance Plan, JMAA: Authorization to Procure and Approval to Pay Annual Premium.....Page 53*

RESOLUTION CY-2019-60

RESOLUTION GRANTING: (I) AUTHORITY TO PROCURE GROUP HEALTH AND DENTAL INSURANCE POLICIES FROM UNITED HEALTHCARE (“UHC”); (II) AUTHORITY TO PROCURE A GROUP VISION INSURANCE POLICY; AND (III) APPROVAL TO PAY THE MONTHLY PREMIUMS FOR THE INSURANCE POLICIES

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 the Jackson Municipal Airport Authority (“JMAA”) for: (i) authority to procure group health and dental insurance policies from United Healthcare (“UHC”) for a term of twelve (12) calendar months, effective May 1, 2019; (ii) authority to procure a group vision insurance policy for a term of twenty-four (24) calendar months, effective May 1, 2019; and (iii) approval to pay the monthly premiums for the “Base Choice Legacy” insurance policies; and

WHEREAS, JMAA will not pay the premium for the vision insurance and extra premium for “Choice Plus” health and dental insurance so JMAA’s Staff desiring those coverages must pay the premium for said additional coverages.

WHEREAS, Humana, JMAA’s current health insurance policies provider, is considering raising the health insurance premium by twenty-seven percent (27%) for the upcoming twelve (12) months: May 1, 2019 - April 30, 2020, and this increase would cost JMAA and its employees an additional \$282,587.00 of premiums; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated April 22, 2019, and the attached premium comparison charts, found at pages 53-57 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) JMAA’s Staff is authorized to procure Base Choice Legacy group health and dental insurance policies from United Health (“UHC”) for a term of twelve (12) calendar months, effective May 1, 2019; (ii) JMAA’s Staff is authorized to procure a group vision insurance policy for a term of twenty-four (24) calendar months, effective May 1, 2019, the premium for which will be paid by JMAA’s Staff desiring to secure said coverage; and (iii) to pay the monthly premiums for the “Base Choice Legacy” insurance policies ; and

IT IS, THEREFORE, FURTHER RESOLVED that such requests are fully explained in the Memorandum dated April 22, 2019, and the premium comparison charts attached as Exhibits A and B, found at pages 53-57 of the Meeting Packet.

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

April 22, 2019

E. Grants

None.

F. Other Matters

1. *State of Mississippi's Department of Finance and Administration-Office of Air Transport Services ("OATS"), Ground Lease at the Jackson-Medgar Wiley Evers International Airport, JMAA: Authorization to Amend and Extend the Current Ground Lease Agreement, which is for 12,500 Square Feet of Land at the Jackson-Medgar Wiley Evers International Airport ("JAN") with the State of Mississippi Department of Finance and Administration-Office of Air Transport Services ("OATS") for a Term of One (1) Year.....Page 58*

RESOLUTION CY-2019-61

RESOLUTION GRANTING AUTHORITY TO AMEND AND EXECUTE, AFTER REVIEW BY JMAA LEGAL COUNSEL, A GROUND LEASE AGREEMENT FOR 12,500 SQUARE FEET OF LAND AT THE JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT ("JAN") WITH THE STATE OF MISSISSIPPI DEPARTMENT OF FINANCIAL AND ADMINISTRATION-OFFICE OF AIR TRANSPORT SERVICES ("OATS")

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

WHEREAS, the Board has considered the request of the Jackson Municipal Airport Authority ("JMAA") Staff for authority to execute, after review by JMAA legal counsel, a Ground Lease Extension Agreement for 12,500 square feet of land at the Jackson-Medgar Wiley Evers International Airport ("JAN") with the State of Mississippi Department of Finance and Administration-Office of Air Transport Services ("OATS") for a term of one (1) year in the amount of \$3,375.00; and

WHEREAS, the current lease agreement will expire on June 30, 2019; and

WHEREAS, the Board finds that such request, which is fully explained in the Memorandum dated April 22, 2019, at pages 58-59 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA Staff is authorized to execute, after review by JMAA legal counsel, a Ground Lease Extension Agreement for 12,500 square feet of land at JAN with OATS for a term of one (1) year in the amount of \$3,375.00; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated April 22, 2019, at pages 58-59 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin

Nays: None

Abstentions: None

April 22, 2019

2. *University of Mississippi Medical Center (“UMMC”)-Lease Amendment and Extension, JMAA: Authorization to (i) Amend the Current Cargo Facilities Lease Agreement between UMMC and JMAA; and (ii) Extend the Term of the Agreement, as Amended.....Page 60*

RESOLUTION CY-2019-62

RESOLUTION GRANTING AUTHORITY TO: (I) AMEND, AFTER REVIEW BY JACKSON MUNICIPAL AIRPORT AUTHORITY (“JMAA”) LEGAL COUNSEL, THE CURRENT CARGO FACILITIES LEASE AGREEMENT BETWEEN THE UNIVERSITY OF MISSISSIPPI MEDICAL CENTER (“UMMC”) AND JMAA; AND (II) EXTEND THE TERM OF THE AGREEMENT, AS AMENDED

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

WHEREAS, the Board has considered the request of the Jackson Municipal Airport Authority (“JMAA”) Staff for authority to: (i) amend, after review by JMAA legal counsel, the current Cargo Facilities Lease Agreement (“Agreement”) between the University of Mississippi Medical Center (“UMMC”) and JMAA to include additional terms in the Agreement; and (ii) extend the term of the Agreement, as amended; and

WHEREAS, the final renewal of the initial Agreement will expire June 30, 2019; and

WHEREAS, UMMC is requesting to amend the Agreement to add three (3) additional, successive years and increase the rental rate during the additional three (3) years from \$7.00

per square foot to \$7.25 per square foot, resulting in 3.57% increase in rent as compared to the rental rate included in the initial Agreement; and

WHEREAS, the Board finds that such request, which is fully explained in the Memorandum dated April 22, 2019, and the photo attached displaying the cargo facility, at pages 60-62 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA Staff is authorized to: (i) amend, after review by JMAA legal counsel, the current Cargo Facilities Lease Agreement (“Agreement”) between the University of Mississippi Medical Center (“UMMC”) and JMAA to include some additional terms in the Agreement; and (ii) extend the term of the Agreement, as amended; and

IT IS, THEREFORE, FURTHER RESOLVED that the Agreement with UMMC is amended to add three (3) additional, successive years and increase the rental rate during the additional three (3) years from \$7.00 per square foot to \$7.25 per square foot, resulting in 3.57% increase in rent as compared to the rental rate included in the initial Agreement; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated April 22, 2019, at pages 60-62 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin

Nays: None

Abstentions: None

April 22, 2019

3. *Tri-Jet, LLC Hangar Site and Fuel Farm Operating Agreement Proposed Changes in Membership, JMAA: Approval for the following: (i) JetSouth, LLC to Sell its One-Third (1/3) Membership Interest in Tri-Jet to Tenax Aerospace, LLC; and (ii) Perry J. Miller, A.A.E., IAP, Interim CEO to Execute the Consent to Assignment of Membership Interest for this Transaction.....Page 63*

RESOLUTION CY-2019-63

RESOLUTION AUTHORIZING: (I) MISSISSIPPI JETSOUTH, LLC (“JETSOUTH”) TO SELL ITS ONE-THIRD (1/3) MEMBERSHIP INTEREST IN TRI-JET, LLC (“TRI-JET”) TO TENAX AEROSPACE, LLC (“TENAX”); AND (II), PERRY J. MILLER, A.A.E., IAP, INTERIM CEO, TO EXECUTE CONSENT TO ASSIGNMENT DOCUMENTS FOR THE TRANSACTION WHICH AUTHORITY IS CONDITIONED UPON TENAX EXECUTING AN ADHERENCE AGREEMENT

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

WHEREAS, the Board has considered the request of JMAA’s Staff: (i) for approval of JetSouth, LLC’s (“JetSouth”) sale of its one-third (1/3) membership interest in Tri-Jet, LLC (“Tri-Jet”) to Tenax Aerospace, LLC (“Tenax”); and (ii) to authorize Perry J. Miller, A.A.E., IAP, Interim Chief Executive Officer, to execute, after review by JMAA legal counsel, a Consent to Assignment of Membership Interest (“Consent”) document; and

WHEREAS, JetSouth desires to sell its one-third (1/3) membership interest in Tri-Jet, to Tenax, a Mississippi Limited Liability Company; and

WHEREAS, following the proposed sale transaction, Tenax will own 100% membership interest in Tri-Jet; and

WHEREAS, **CONDITIONED** upon Tenax executing “The Agreement To Adhere To And Be Bound By All Terms And Conditions Of The January 2018 Non-Commercial Hangar and Fuel Farm Lease and Operating Agreement, Between Tri-Jet, LLC and Jackson Municipal Airport Authority,” (“Adhere Agreement”), the Board finds that such requests, which are explained in the Memorandum dated April 22, 2018, found at pages 63-64 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that **CONDITIONED** upon Tenax executing the Adhere Agreement: (i) JetSouth is authorized to sell its one-third (1/3) membership interest in Tri-Jet, LLC (“Tri-Jet”), to Tenax Aerospace, LLC; and (ii) Perry J. Miller, A.A.E., IAP, Interim Chief Executive Officer is authorized to execute, after review by JMAA’s legal counsel, the Consent for this transaction; and

IT IS, THEREFORE, FURTHER RESOLVED that such requests are fully explained in the Memorandum dated April 22, 2019, found at pages 63-64 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin

Nays: None

Abstentions: None

April 22, 2019

4. *Continuation of In-ter-Space Services, Inc., d/b/a Interspace Airport Advertising Concession Agreement, JMAA: Authorization to Consent to the Continuation of the Airport Advertising Concession Agreement dated July 1, 2000, as Extended and Renewed By and Between JMAA and In-ter-Space Services, Inc., d/b/a Interspace Airport Advertising (Clear Channel), a Pennsylvania Corporation.....Page 65*

RESOLUTION CY-2019-64

RESOLUTION APPROVING, AFTER REVIEW BY JMAA’S LEGAL COUNSEL, CONTINUATION OF THE AIRPORT ADVERTISING CONCESSION AGREEMENT BY AND BETWEEN JMAA AND IN-TER-SPACE SERVICES, INC.

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

WHEREAS, the Board has considered the request of JMAA’s Staff for approval, after review by JMAA’s legal counsel, to approve the continuation of the Airport Advertising Concession Agreement (the “Agreement”) by and between JMAA and In-ter-Space Services, Inc. (“Clear Channel”), a Pennsylvania corporation; and

WHEREAS, on July 1, 2000, JMAA executed an agreement with Clear Channel, a subsidiary of iHeart Media Inc. (“iHeart”), which was initially renewed for five (5) years and then two (2) additional one (1) year extensions, after which the agreement became month-to-month; and

WHEREAS, iHeart is in the process of spinning off Clear Channel and making Clear Channel a separate entity, which will constitute a material change in Clear Channel’s ownership structure; and

WHEREAS, Clear Channel is seeking to continue the Agreement with JMAA after Clear Channel is no longer a subsidiary of iHeart Media, Inc.; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated April 22, 2018, found at pages 65-66 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that, after review by JMAA’s legal counsel, the continuation of the Airport Advertising Concession Agreement by and between JMAA and Clear Channel, a Pennsylvania corporation, is authorized and approved; and

IT IS, THEREFORE, FURTHER RESOLVED that JMAA will continue the Agreement with Clear Channel after Clear Channel is no longer an iHeart Media, Inc. subsidiary; and

IT IS, THEREFORE, FURTHER RESOLVED that such request is fully explained in the Memorandum dated April 22, 2019, found at pages 65-66 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin

Nays: None

Abstentions: None

April 22, 2019

OPEN SESSION

The Board, pursuant to the motion of Commissioner Pastor Henley, seconded by Vice-Chairman

Bernard, by unanimous vote (4-0-0), resolved to close the Meeting. Chairman Harris asked all, except Mr. Perry Miller, Interim CEO, and 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 4:24 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 pending litigation matter, JMAA v. Bryant et al.; a personnel matter regarding a former employee; and an economic development matter. Vice-Chairman Bernard seconded the motion, and the Commissioners unanimously resolved to enter Executive Session for the stated purposes.

The Closed Session ended at 4:28 p.m.

OPEN SESSION

Chairman Harris then invited all persons outside the room to re-enter, and some did. Chairman Harris then stated in Open Session that the Board, during Closed Session, voted to enter Executive Session to discuss: a pending litigation matter, JMAA v. Bryant et al.; a personnel matter regarding a former employee; and an economic development matter. Further, she stated that Commissioner Pastor Henley made the motion to go into Executive Session and Vice-Chairman Bernard seconded the motion. Afterward, she said the Commissioners unanimously resolved to enter Executive Session for the stated purposes.

Chairman Harris asked all present, except for Mr. Perry Miller, Interim CEO, and attorneys from Walker Group, PC to vacate the room.

The Board went into Executive Session at 4:29 p.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed the following: a pending litigation matter, JMAA v. Bryant et al.; a personnel matter regarding a former employee; and an economic development matter and did the following as to said matters.

1. *The Board took no action as to the pending litigation matter, JMAA v. Bryant et al.*
2. *The Board took no action as to the economic development matter.*
3. *The Board took no action as to the personnel matter regarding a former employee.*

Attorney LaToya Merritt, Phelps Dunbar LLP, entered the Executive Session at 4:38 p.m.

Upon motion by Commissioner Pastor Henley, seconded by Commissioner Martin and unanimous approval of the Commissioners present, the Executive Session ended at 5:32 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 regarding a pending litigation matter, JMAA v. Bryant et al.; a personnel matter regarding a former employee; and an economic development matter

G. New Business

1. Membership Fees to the Greater Jackson Chamber Partnership

RESOLUTION CY-2019-65

RESOLUTION AUTHORIZING JACKSON MUNICIPAL AIRPORT AUTHORITY (“JMAA”) STAFF TO: (I) ACCEPT A SEAT ON THE BOARD OF THE GREATER JACKSON CHAMBER PARTNERSHIP (“PARTNERSHIP”); AND (II) PAY A MEMBERSHIP FEE IN THE AMOUNT OF TWENTY-FIVE THOUSAND DOLLARS (\$25,000.00) TO THE PARTNERSHIP

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

WHEREAS, the Greater Jackson Chamber Partnership (“Partnership”) has offered the Jackson Municipal Airport Authority (“JMAA”) a seat on the Board of its decision-making body in the event JMAA resumes membership payments to the Partnership; and

WHEREAS, the JMAA Board of Commissioners has considered the proposal of the Partnership and desires to have a seat on the Board of the Partnership.

IT IS, THEREFORE, RESOLVED that the JMAA Board of Commissioners: (i) directs the JMAA Staff to accept a seat on the Board of the Partnership’s decision-making body; and (ii) authorizes JMAA Staff to pay the Partnership membership fee in the amount of twenty-five thousand dollars (\$25,000.00).

Yeas: Bernard, Harris, Henley, Martin

Nays: None

Abstentions: None

April 22, 2019

2. *Cancellation of 2017 AIP Grant*

RESOLUTION CY-2019-66

RESOLUTION GRANTING AUTHORITY TO: (I) CANCEL THE 2017 AIRPORT IMPROVEMENT PROGRAM GRANT (“AIP”); AND (II) SEEK A RESOLUTION FROM THE CITY OF JACKSON, MISSISSIPPI, CITY COUNCIL REGARDING CANCELING THE 2017 AIP GRANT

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

WHEREAS, on September 12, 2017, a Federal Aviation Administration (“FAA”) Airport Improvement Program (“AIP”) grant was issued to the Jackson Municipal Airport Authority (“JMAA”) for the Taxiway Alpha Phase 2 Project (“Project”) in the amount of \$5,179,167.00; and

WHEREAS, on July 27, 2017, via Resolution 2017-97, the JMAA Board of Commissioners authorized the acceptance of the 2017 AIP Grant Offer; and

WHEREAS, on August 29, 2017, the City of Jackson, Mississippi, City Council, authorized the acceptance of the 2017 AIP Grant Offer; and

WHEREAS, there is no executed contract currently in place for work related to the Project, and the Project will have to be rebid; and

WHEREAS, construction must be complete and all final grant draws made by September 12, 2021, as no funds can be expended from the grant funds after September 12, 2021, per the grant agreement period of performance, and

WHEREAS, if JMAA is not confident that the project will be completed on time and within the budget, the Federal Aviation Administration project manager recommends that JMAA cancel the grant acceptance by May 2019; and

WHEREAS, JMAA can cancel the Grant before September 12, 2019, and utilize the \$3,364,618.00 primary entitlement funds for other eligible Fiscal Year 2019 projects; and

WHEREAS, if JMAA cancels the AIP grant, JMAA will: (i) not be able to utilize \$1,814,549.00 of discretionary funds; and (ii) have to issue a credit memo for \$12,712.00, the amount JMAA has drawn on the grant to date; and

WHEREAS, if JMAA decides to cancel the AIP grant after September 12, 2019, JMAA would lose the 2017 discretionary funding and the primary entitlement funds; and

WHEREAS, the City of Jackson, Mississippi, City Council, accepted the AIP grants, JMAA Staff is authorized to seek a resolution from the City of Jackson, Mississippi, City Council authorizing JMAA to cancel the 2017 AIP Grant.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized to: (i) cancel the Federal Aviation Administration Airport Improvement Program Grant in the amount of \$5,179,167.00; and (ii) seek a resolution from the City of Jackson, Mississippi, City Council, canceling the Fiscal Year 2017 AIP grant; and

IT IS, THEREFORE, FURTHER RESOLVED that JMAA's Staff cancellation of the 2017 AIP Grant be completed before the close of May 31, 2019, to ensure JMAA can utilize the \$3,364,618.00 primary entitlement funds for other eligible Fiscal Year 2019 projects.

Yeas: Bernard, Harris, Henley, Martin

Nays: None

Abstentions: None

April 22, 2019

3. *Amendment to the Aviation Summer Internship Program*

RESOLUTION CY-2019-67

RESOLUTION AMENDING RESOLUTION 2018-26 TO INCLUDE ALCORN STATE UNIVERSITY AND MISSISSIPPI VALLEY STATE UNIVERSITY

Upon motion by Commissioner Pastor Henley, seconded by Commissioner Martin, the following **RESOLUTION** was made and approved by unanimous vote 4-0-0.

WHEREAS, the Board Adopted Resolution CY-2018-26 on February 26, 2018, which reads as follows:

RESOLUTION CY-2018-26

RESOLUTION ADOPTING AND IMPLEMENTING THE AVIATION SUMMER INTERNSHIP PROGRAM

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

WHEREAS, the JMAA Board of Commissioners desires to adopt and implement an Aviation Summer Internship Program at JMAA for students attending including Belhaven University, Jackson State University, Millsaps College and Tougaloo College, all located within the City of Jackson, MS; and

WHEREAS, the selected participants in the Aviation Summer Internship Program will be paid the stipend amount of \$475.00 per week for the duration of the six-week program; and

WHEREAS, the Board finds that the Aviation Summer Paid Internship Program, which is fully explained, excluding the stipend amount therein, in a Memorandum dated February 19, 2018, at pages 84-85 of the Meeting Packet, and which is attached to this Resolution, ought to be granted.

IT IS, THEREFORE, RESOLVED that the Summer Aviation Internship Program at JMAA for students attending including Belhaven University, Jackson State University, Millsaps College and Tougaloo College, all located within the City of Jackson, MS is adopted; and

IT IS, THEREFORE, FURTHER RESOLVED that JMAA Staff shall take the necessary actions to fully implement and carry out the Summer Aviation Internship Program at JMAA; and

IT IS, THEREFORE, FURTHER RESOLVED that the selected participants in the Aviation Summer Internship Program will be paid the stipend amount of \$475.00 per week for the duration of the six-week program; and

IT IS, THEREFORE, FURTHER RESOLVED that the Aviation Summer Paid Internship Program is fully explained, excluding the stipend amount therein, in a Memorandum dated February 19, 2018, at pages 84-85 of the Meeting Packet which is attached to this Resolution.

Yeas: Harris, Henley, Reed

Nays: None

Abstentions: Wright

February 26, 2018

WHEREAS, the Board desires to include Alcorn State University and Mississippi Valley State University as schools whose students are eligible to participate in the Summer Aviation Paid Internship Program at JMAA.

IT IS, THEREFORE, RESOLVED that Resolution CY-2018-26 is amended to include Alcorn State University and Mississippi Valley State University as schools whose students are eligible to participate in the Summer Aviation Paid Internship Program at JMAA.

Yeas: Bernard, Harris, Henley, Martin

Nays: None

Abstentions: None

April 22, 2019

4. *Budget Amendment regarding Commissioners' expenses related to the 53rd International Paris Air Show, Paris, Le Bourget, France*

RESOLUTION CY-2019-68

RESOLUTION CREATING A SEPARATE BUDGET LINE ITEM FOR EXPENSES RELATED TO THE BOARD OF COMMISSIONERS' TRAVEL TO AND PARTICIPATION IN THE 53RD INTERNATIONAL PARIS AIR SHOW IN PARIS, LE BOURGET, FRANCE, JUNE 14-25, 2019

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

WHEREAS, the Board has considered creating a separate budget item to cover the expenses related to the Commissioners' travel to and participation in the International Paris Air Show in Paris, Le Bourget, France, June 14-25, 2019; and

WHEREAS, the budget item created herein will be separate and apart from each Commissioner's Annual Travel Budget; and

IT IS, THEREFORE, RESOLVED that a budget item separate and apart from each Commissioner's Annual Travel Budget shall appear on JMAA's financial statements to document the expenses for the Commissioners' travel to and participation in the International Paris Air Show in Paris, Le Bourget, France, June 14-25, 2019.

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

April 22, 2019

5. *Amendment of Professional Services Contract of LaToya Merritt, Esq., and Phelps Dunbar LLP to be Legal Counsel regarding the Human Resources and Personnel Matters of the Jackson Municipal Airport Authority Generally*

RESOLUTION CY-2019-69

RESOLUTION EMPLOYING LATOYA MERRITT AND PHELPS DUNBAR LLP AS LEGAL COUNSEL FOR HUMAN RESOURCES AND PERSONNEL MATTERS

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

WHEREAS, the Board has determined that it is in the best interest of the Jackson Municipal Airport Authority ("JMAA") to employ LaToya Merritt, Esq., and Phelps Dunbar LLP as Legal Counsel for any Human Resources and Personnel Matters of JMAA.

IT IS, THEREFORE, RESOLVED that LaToya Merritt, Esq., and Phelps Dunbar LLP are employed as Legal Counsel for any Human Resources and Personnel Matters of JMAA.

IT IS, THEREFORE FURTHER, RESOLVED that the Board approves and authorizes the amendment of the scope of services of the current professional services agreement by and between JMAA and LaToya Merritt, Esq., and Phelps Dunbar, LLP, regarding personnel issues as to a former employee of JMAA, to also include serving as Legal Counsel for any Human Resources and Personnel Matters of JMAA.

Yeas: Bernard, Harris, Henley, Martin

Nays: None

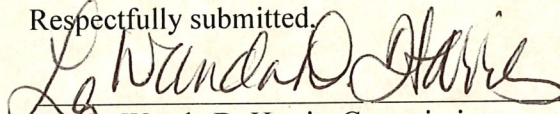
Abstentions: None

April 22, 2019

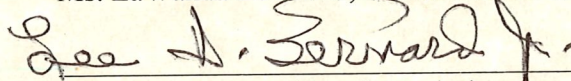
VIII. ADJOURNMENT

Thereafter, it was moved by Commissioner Pastor Henley, seconded by Vice-Chairman Bernard, and resolved by a unanimous vote of the Commissioners present, that the meeting of the Board was ADJOURNED at 5:39 p.m.


Respectfully submitted,



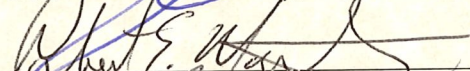
Ms. LaWanda D. Harris, Commissioner and Chairman



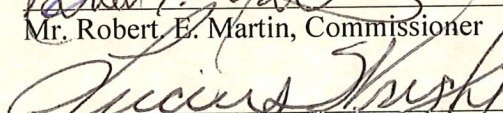
Mr. Lee A. Bernard Jr., Commissioner and Vice-Chairman



Pastor James L. Henley, Jr., Commissioner



Mr. Robert E. Martin, Commissioner



LTC(R) Lucius Wright, Commissioner