

**REGULAR BOARD MEETING OF JACKSON MUNICIPAL AIRPORT AUTHORITY  
BOARD OF COMMISSIONERS  
JANUARY 25, 2021**

**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 25, 2021 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, January 25, 2021 (the "Meeting"), pursuant to proper notice. A copy of the Notice Changing the Location of the January 25, 2021 Board Meeting from the Terminal Building at Hawkins Field Airport ("HKS"), West Ramp Road Jackson, Mississippi, to the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport ("JAN"), in Jackson, Mississippi, is attached as an Exhibit to the January 25, 2021 Board Meeting ("Meeting") Minutes.

Chairman Robert E. Martin 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 Regular Board Meeting:

Robert E. Martin, Chairman  
Pastor James L. Henley Jr., Commissioner  
LTC(R) Lucius Wright, Commissioner  
Dr. Hursie Davis-Sullivan, Commissioner

The following Commissioner was present, telephonically, during roll call for a quorum at the Rescheduled Board Meeting:

LaWanda D. Harris, Vice-Chairman

Chairman Martin 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 a discussion of the Agenda (the "Agenda") for the Regular Board Meeting, January 25, 2021, relocated to the Jackson-Medgar Wiley Evers International Airport ("JAN"), in Jackson, Mississippi, at 4:00 p.m. Also, the following other persons were present at the Meeting:

Paul A. Brown, JMAA's Chief Executive 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 1-25-21**

Chairman Martin congratulated new President Joe Biden and Vice-President Kamala Harris

on the successful campaign and recent transition into office. He added that it is a great day and that he is proud to see General Lloyd Austin, from Macon, Georgia, selected to serve as Secretary of Defense. Additionally, he is ecstatic regarding things taking place at JMAA. Therefore, he thanks everyone for their efforts in making JMAA what it is.

## II. INVOCATION

Chairman Martin then gave the Invocation.

## III. APPROVAL OF BOARD NOTICES

- A. Notice of the Monthly Pre-Work Session Meeting Thursday, January 14, 2021, 9:00 a.m. at Hawkins Field Airport.
- B. Notice changing the location of the January 25, 2021 Board Meeting from the Terminal Building at Hawkins Field Airport ("HKS"), West Ramp Road Jackson, Mississippi, to the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport ("JAN"), in Jackson, Mississippi.

### RESOLUTION CY-2021-1

**APPROVAL OF THE: (I) NOTICE OF THE JANUARY 14, 2021 PRE-WORK SESSION MEETING; (II) NOTICE CHANGING THE LOCATION OF THE JANUARY 25, 2021 REGULAR BOARD MEETING TO JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT ("JAN"), IN JACKSON, MISSISSIPPI**

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

**RESOLVED**, that the Board hereby approves the: (i) Notice of the January 14, 2021 Pre-Work Session Meeting; (ii) Notice changing the location of the January 25, 2021 Board Meeting from the Terminal Building at Hawkins Field Airport ("HKS"), West Ramp Road Jackson, Mississippi, to the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport ("JAN"), in Jackson, Mississippi.

Yeas: Harris, Henley, Davis-Sullivan, Martin, Wright

Nays: None

Abstentions: None

January 25, 2021

## IV. APPROVAL AND EXECUTION OF MINUTES

- A. Board of Commissioners Regular Scheduled Monthly Work Session, Thursday, December 17, 2020, at 8:30 a.m. at Jackson-Medgar Wiley Evers International Airport.
- B. Board of Commissioners Rescheduled Monthly Board Meeting, Monday, December 21, 2020, at 4:00 p.m., at Jackson-Medgar Wiley Evers International Airport.

**RESOLUTION CY-2021-2**

**APPROVAL OF THE MINUTES OF THE DECEMBER 17, 2020 REGULAR WORK SESSION AND DECEMBER 21, 2020 RESCHEDULED REGULAR BOARD MEETING**

After discussion and review, and upon the motion made by Commissioner Pastor Henley, seconded by Commissioner Wright, the Minutes of the: (i) December 17, 2020 Regular Work Session; and (ii) December 21, 2020 Rescheduled Regular Board Meeting were approved by a unanimous vote of the Commissioners, and the following Resolution was made and entered.

**RESOLVED**, that the Board hereby approves the Minutes of the: (i) December 17, 2020 Regular Work Session; and (ii) December 21, 2020 Rescheduled Regular Board Meeting, as presented, and directs that said Minutes be filed in the appropriate Minute Book and Records of the Authority.

Yeas: Harris, Henley, Davis-Sullivan, Martin, Wright  
 Nays: None  
 Abstentions: None

January 25, 2021

**V. PUBLIC COMMENTS**

There were no public comments.

**VI. REPORTS**

**A. Report from the Chairman**

The Chairman had no reports.

**B. Chief Executive Officer**

- 1. **Airport Project Manager Summary, Period Ending December 31, 2020**  
 .....Page 1<sup>1</sup>

Mr. Paul A. Brown, CEO, directed the Board's attention to the Airport Project Manager Summary ("APMS"), found on pages 1-13 in the January 25, 2021 Regular Board Meeting Packet, and distributed to the Board before the January 25, 2021 Regular Board Meeting.

Further, Mr. Brown listed the Projects in the Airport Project Manager Summary at JAN and HKS. He stated that the APMS was provided to the Board and discussed during the January 21, 2021 Work Session. The following additional discussion occurred.

Mr. Brown, CEO, informed the Board that the Terminal Audio Visual and Paging System Project was complete and requested permission for Staff to remove the project from the active project list.

The Board held no additional discussion.

**2. Airport Activity Statistics Report, Period Ending December 31, 2020**  
.....Page 14

Mr. Brown directed the Board's attention to the Airport Activity Statistics Report ("AASR"), found on pages 14-31 in the January 25, 2021 Regular Board Meeting Packet, and distributed to the Board before the January 25, 2021 Regular Board Meeting. Mr. Brown announced that the passenger statistics report relates to passengers and operations at both JAN and HKS. Mr. Brown noted that, as explained during the January 21, 2021 Work Session, the operations at JAN increased for December 2020 as compared to November 2020, and the operations at HKS decreased for December 2020 as compared to November 2020.

The Board held no additional discussion.

**3. Disadvantaged Business Enterprise Report**

Mr. Brown gave the following statistics as to contracts with Minority/Women/Disadvantaged Business Enterprises ("M/W/DBEs") and City of Jackson based businesses during December 2020:

- Direct and Indirect Payments to M/W/DBEs Firms: \$224,045.16 or 32% of the Total Amount of Eligible Payments; and
- Payments to City of Jackson, MS-based firms: \$108,044.06 or 15.76% of the Total Amount of Eligible Payments.

Next, Mr. Brown informed the Board that the document providing the Disadvantaged Business Enterprise Report would be distributed at the Board's request. Mr. Brown then confirmed that the DBE report was emailed to Vice-Chairman Harris.

**4. CEO Reports on Other Matters**

**A. Employee Acknowledgements**

Mr. Brown announced that Mr. Stafford Johnson, JMAA Vehicle Maintenance Department, is JMAA's Employee of the Month for December 2020. He requested that Mr. Johnson approach the podium to be recognized. Mr. Brown said that Mr. Johnson is recognized for going beyond the call of duty consistently and diligently to ensure that the JMAA vehicles remain in excellent working condition. He added that Mr. Johnson represents JMAA very well with his dedication to outstanding customer service.

Next, Mr. Brown presented Mr. Johnson with an Employee of the Month Certificate from JMAA. The Board of Commissioners and others in attendance applauded and congratulated Mr. Johnson. Afterward, the JMAA Commissioners and Mr. Brown took a photograph with Mr. Johnson.

**5. Consultant Reports**

Mr. Brown then announced that there were no scheduled consultant reports and returned the Agenda to Chairman Martin.

**C. Attorney**

Attorney Walker then announced there are several matters that he believes the Board should consider during an Executive Session. Therefore, he recommended that the Board enter into Closed Session to discuss the matters at an appropriate time.

**VII. ACTION ITEMS**

**A. Financial Matters**

At the request of Vice-Chairman Harris, Chairman Martin announced that the Claims Docket would be considered at a later point on the Agenda.

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

Mr. Brown directed the Board's attention to the Balance Sheet for December 2020, which was included in the January 25, 2021 Regular Board Meeting Packet and was discussed at the January 21, 2021 Work Session. There were no additional questions. Mr. Brown requested that the Board adopt a Resolution accepting the Balance Sheet for December 2020.

**RESOLUTION CY-2021-3**

**RESOLUTION ACCEPTING/APPROVING THE DECEMBER 2020 BALANCE SHEET**

Upon motion by Commissioner Dr. Davis-Sullivan, seconded by Vice-Chairman Harris, the following **RESOLUTION** was made and approved by a 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 for the month and period ending December 31, 2020, which is included in the Regular Board Meeting Packet at pages 32-33, and was distributed to the Board before the January 25, 2021 Regular Board Meeting.

**IT IS, THEREFORE, RESOLVED** that the Board hereby accepts and approves the Balance Sheet for December 2020.

Yeas: Harris, Henley, Davis-Sullivan, Martin, Wright  
Nays: None  
Abstentions: None

January 25, 2021

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

Next, Mr. Brown directed the Board's attention to the Income Statement for December 2020, which was included in the January 25, 2021 Regular Board Meeting Packet and was discussed during the January 21, 2021 Work Session. Mr. Brown then reiterated some of the salient points provided during the January 21, 2021 Work Session. The Board then held the following discussion.

In response to Commissioner LTC(R) Wright's inquiry, Mr. Brown informed the Board that JMAA does not charge its employees for parking. He added that JMAA charges the employees of other agencies located at Jackson-Medgar Wiley Evers International Airport and tenants of JMAA for parking.

Mr. Brown then requested that the Board adopt a Resolution accepting the Income Statement for December 2020.

**RESOLUTION CY-2021-4**

**RESOLUTION ACCEPTING/APPROVING THE DECEMBER 2020 INCOME STATEMENT**

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

**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 December 31, 2020, which is included in the Regular Board Meeting Packet at pages 34-36, and was distributed to the Board before the January 25, 2021 Regular Board Meeting.

**IT IS, THEREFORE, RESOLVED** that the Board hereby accepts and approves the Income Statement for December 2020.

Yeas: Harris, Davis-Sullivan, Martin, Wright  
Nays: Henley  
Abstentions: None

January 25, 2021

*c. Claims Docket for December 2020: Approve.....Page 37*

The Claims Docket was moved to a later point on the Agenda at the request of Vice-Chairman Harris.

*d. Quarterly Report.....Page 41*

Mr. Brown noted JMAA's restricted cash position as well as JMAA's positive debt service coverage ratio and informed the Board that JMAA is doing better than what is required. He added that JMAA has two hundred sixty-four (264) days of cash-on-hand compared to the four hundred thirty-eight (438) days of cash-on-hand during the first quarter of 2020. There was no additional discussion regarding the quarterly report.

The Board took no action regarding the Quarterly Report.

**B. Construction Projects**

*1. West Concourse Roof Replacement, JAN: (i) Authorize JMAA's Staff to award the construction bid for West Concourse Roof Replacement project to M&S Roofing Co., Inc. (M&S Roofing), in the amount of \$975,000.00; (ii) approve the construction budget, plus a contingency, for a total project not-to-exceed \$1,135,575.00; and (iii) approve Staff to execute a construction agreement, after JMAA's Legal Counsel negotiates and drafts the Agreement.....Page 42*

Mr. Brown directed the Board's attention to the Source of Funds section of the Board Memorandum. He noted that JMAA funds, as well as Federal Aviation Administration funds, are funding this project. Also, he said that M&S Roofing exceeded the Disadvantaged Business Enterprise ("DBE") goal for this project with nineteen point six percent (19.6%) of the contract value committed to DBEs. He added that twelve point six percent (12.6%) was the established DBE goal.

Vice-Chairman Harris moved that the JMAA Board: (i) Authorize JMAA's Staff to award the construction bid for West Concourse Roof Replacement project to M&S Roofing, in the amount of \$975,000.00; (ii) approve the construction budget, plus a contingency, for a total project not-to-exceed \$1,135,575.00; and (iii) approve Staff to execute a construction

agreement, after JMAA's Legal Counsel negotiates and drafts the Agreement. The Board then held the following discussion.

Commissioner Pastor Henley directed the Board to the Prior Action section of Board Memorandum No. CP 2021-04 at page 45 in the Packet and asked if all the prior actions of the Board were included. He then referenced the Board's action taken during the October 29, 2020 Board Meeting regarding rejecting bids and rescinding Resolution CY-2020-178. The Board then held some additional discussion regarding the Board's previous action taken in Resolution CY-2020-178 and if it included the authorization to re-advertise. The Board then resolved the following:

Commissioner Pastor Henley then moved to amend Vice-Chairman Harris's previous motion, to include amending the final paragraph of the "Prior Board Action" section of Memorandum No. CP 2021-04 to read as follows:

October 29, 2020: Adopted Resolution CY-2020-196, which: (i) rescinded Resolution CY-2020-178; (ii) rejected all bids; and (iii) authorized JMAA's Staff to re-advertise the bid regarding the replacement of the West Concourse Roofing System of the Terminal Building at Jackson-Medgar Wiley Evers International Airport ("JAN").

Commissioner LTC(R) Wright seconded the Amended Motion. The Board then resolved the following:

**RESOLUTION CY-2021-5**

**RESOLUTION: (I) AUTHORIZING JMAA'S STAFF TO TO AWARD THE CONSTRUCTION BID FOR THE WEST CONCOURSE ROOF REPLACEMENT PROJECT TO M&S ROOFING CO., INC., ("M&S ROOFING") IN THE AMOUNT OF \$975,000.00; (II) APPROVING THE CONSTRUCTION BUDGET, PLUS CONTINGENCY FOR A TOTAL PROJECT AMOUNT NOT-TO-EXCEED \$1,135,575.00; AND (III) APPROVING STAFF TO EXECUTE A CONSTRUCTION AGREEMENT WITH M&S FOR CONSTRUCTION SERVICES, AFTER JMAA'S LEGAL COUNSEL NEGOTIATES AND DRAFTS THE AGREEMENT**

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

**WHEREAS**, the Board has considered the request of Jackson Municipal Airport Authority's ("JMAA") Staff for: (i) authorization to award the construction bid for the West Concourse Roof Replacement at Jackson-Medgar Wiley Evers International Airport ("JAN") project, to M&S Roofing Co., Inc. ("M&S Roofing"), in the amount of \$975,000.00; (ii) approval of the construction budget, plus a contingency, for a total project amount not-to-exceed \$1,135,575.00; and (iii) approval to execute a Construction Agreement with M&S Roofing Co. Inc. for Construction Services, after JMAA's Legal Counsel negotiates and drafts the agreement; and



**WHEREAS**, M&S Roofing is a Mississippi corporation, and its principal address is in Pearl, Mississippi; and

**WHEREAS**, M&S Roofing will contract with Burton Construction for mechanical contracting services and Tony Watson Electric for electrical contracting services. Burton Construction shall receive 17.6% of the amounts paid to M&S Roofing, and Tony Watson Electric shall receive 2.0% of the amounts paid to M&S Roofing; and

**WHEREAS**, the Board finds that such requests, which are explained in Memorandum No. CP 2021-04, dated January 25, 2021, found on pages 42-45 of the Meeting Packet, to include an amendment to the final paragraph of the "Prior Board Action" section on Page 4 of the Memorandum to read as follows:

October 29, 2020: Adopted Resolution CY-2020-196, which: (i) rescinded Resolution CY-2020-178; (ii) rejected all bids; and (iii) authorized JMAA's Staff to re-advertise the bid regarding the replacement of the West Concourse Roofing System of the Terminal Building at Jackson-Medgar Wiley Evers International Airport ("JAN"),

**WHEREAS**, the motion as stated above ought to be granted.

**IT IS, THEREFORE, RESOLVED** that: (i) JMAA's Staff is authorized to award the construction bid for the West Concourse Roof Replacement at Jackson-Medgar Wiley Evers International Airport ("JAN") project, to M&S Roofing Co., Inc. ("M&S Roofing"), in the amount of \$975,000.00; (ii) the construction budget, plus a contingency, for a total project amount not-to-exceed \$1,135,575.00 is approved; and (iii) JMAA's Staff is approved to execute a Construction Agreement with M&S Roofing Co. Inc. for Construction Services, after JMAA's Legal Counsel negotiates and drafts the agreement; and

**IT IS, THEREFORE, FURTHER RESOLVED** that M&S Roofing will contract with Burton Construction for mechanical contracting services and Tony Watson Electric for electrical contracting services. Burton Construction shall receive 17.6% of the amounts paid to M&S Roofing, and Tony Watson Electric shall receive 2.0% of the amounts paid to M&S Roofing; and

**IT IS, THEREFORE, FURTHER RESOLVED** that such requests are fully explained in Memorandum No. CP 2021-04, dated January 25, 2021, found on pages 42-45 of the Meeting Packet, to include an amendment to the third paragraph of the "Prior Board Action" section on Page 4 of the Memorandum, which is amended to read as follows:

October 29, 2020: Adopted Resolution CY-2020-196, which: (i) rescinded Resolution CY-2020-178; (ii) rejected all bids; and (iii) authorized JMAA's Staff to re-advertise the bid regarding the replacement of the West Concourse

Roofing System of the Terminal Building at Jackson-Medgar Wiley Evers International Airport ("JAN")

Yeas: Harris, Henley, Davis-Sullivan, Martin, Wright  
Nays: None  
Abstentions: None

January 25, 2021

**C. Procurements**

None.

**D. Service Agreements**

1. *Access Control Group ("Access") Professional Services Agreement, JMAA: (i) Authorize JMAA's Staff to execute a Professional Services with Agreement with Access Control Group, Inc. ("ACG") for inspection, testing support services, and repair of JMAA's parking system equipment, after JMAA's Legal Counsel negotiates and drafts an Agreement; (ii) approve a total fee amount not-to-exceed \$114,750.60 for the Services; and (iii) approve a term of one (1) year for the agreement.....Page 46*

In response to Chairman Martin's inquiry, Mr. Brown informed the Board that the parking system has malfunctioned between ten (10) to thirty (30) times over a two (2) year span.

Next, Vice-Chairman Harris asked how the payment amount of \$114,750.00 was determined. Further, she asked if repairs to the gate or the payment management system or both are required.

In response, Mr. Brown informed the Board that this agreement would involve both activities, access control to the parking lots, and direct involvement with the payment management system. He added that the gates have many moving parts, and it is not usual to have issues with the gates several times each month.

In response, Vice-Chairman Harris suggested separating the fees as to gate repairs and the payment management system. She stated that JMAA's goal is to save money by transitioning to a credit card system. In her opinion, during the transition, the best approach would be to implement the credit card integration and address the gate repairs on an emergency basis.

Commissioner Dr. Davis-Sullivan referenced Board Memorandum No. DPSO 2021-06 and pointed out that the language regarding payment states "not-to-exceed." Therefore, JMAA can pay less than the not-to-exceed amount.

Commissioner Wright said JMAA would only be making payments if something is broken. Thus, he has no problem with Staff's request.

Vice-Chairman Harris suggested amending the request to a lower amount. In response, Commissioner Dr. Davis-Sullivan said there should be no change because Staff should be able to address an emergency without calling a Special Meeting to get the authority to spend an additional amount. Afterward, Vice-Chairman Harris said she agreed with the position advanced by Commissioner Dr. Davis-Sullivan.

The Board, along with Mr. Brown, held some additional discussion and the Board then resolved the following:

**RESOLUTION CY-2021-6**

**RESOLUTION: (I) AUTHORIZING JMAA'S STAFF TO EXECUTE A PROFESSIONAL SERVICES WITH AGREEMENT WITH ACCESS CONTROL GROUP, INC. ("ACG") FOR INSPECTION, TESTING SUPPORT SERVICES, AND REPAIR OF JMAA'S PARKING SYSTEM EQUIPMENT, AFTER JMAA'S LEGAL COUNSEL NEGOTIATES AND DRAFTS THE AGREEMENT; (II) APPROVING THE TOTAL FEE AMOUNT NOT-TO-EXCEED \$114,750.60 FOR THE SERVICES; AND (III) APPROVING A TERM OF ONE (1) YEAR FOR THE AGREEMENT**

Upon motion by Commissioner Pastor Henley, seconded by Commissioner Dr. Davis-Sullivan, the following RESOLUTION was made and approved by a unanimous vote.

**WHEREAS**, the Board has considered the request of Jackson Municipal Airport Authority's ("JMAA") Staff for: (i) authorization to execute a Professional Services with Agreement with Access Control Group, Inc. ("ACG") for inspection, testing support services, and repair of JMAA's parking system equipment ("Services"), after JMAA's Legal Counsel negotiates and drafts an Agreement; (ii) approval of a total fee amount not-to-exceed \$114,750.60 for the Services; and (iii) approve a term of one (1) year for the agreement; and

**WHEREAS**, ACG is a Mississippi corporation, and its principal address is in Jackson, Mississippi; and

**WHEREAS**, the Board finds that such requests, which are explained in Memorandum No. DPSO 2021-06, dated January 25, 2021, found on pages 46-48 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that: (i) JMAA's Staff is authorized to execute a Professional Services with Agreement with Access Control Group, Inc. ("ACG") for inspection, testing support services, and repair of JMAA's parking system equipment, after JMAA's Legal Counsel negotiates and drafts an Agreement; (ii) the total fee amount not-to-exceed \$114,750.60 for the Services is approved; and (iii) the term of one (1) year for the agreement is approved.

**IT IS, THEREFORE, FURTHER RESOLVED** that such requests are fully explained in Memorandum No. DPSO 2021-06, dated January 25, 2021, found on pages 46-48 of the Meeting Packet.

Yeas: Harris, Henley, Davis-Sullivan, Martin, Wright  
Nays: None  
Abstentions: None

January 25, 2021

Vice-Chairman Harris ended her telephonic attendance and entered the Meeting at 4:49 p.m. during the discussion of the above Resolution.

**F. Other Matters**

1. *Employee Handbook Revisions and Updates, JMAA: (i) Approve the revisions and updates to the current 2013 Employee Handbook, and (ii) adopt the Revised 2020 Employee Handbook to replace the current 2013 JMAA Employee Handbook.....Page 49*

Vice-Chairman Harris announced that all the documents regarding the 2013 Handbook revisions had been provided to the Board before this Board Meeting. She stated that JMAA Staff, the HR Committee, and JMAA's consultants worked hard to produce a thorough and updated Employee Handbook.

**RESOLUTION CY-2021-7**

**RESOLUTION: (I) APPROVING THE REVISED AND UPDATED CURRENT 2013 EMPLOYEE HANDBOOK, AND (II) ADOPTING THE REVISED 2020 EMPLOYEE HANDBOOK TO REPLACE THE CURRENT 2013 JMAA EMPLOYEE HANDBOOK**

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

**WHEREAS**, the Board has considered the request of Jackson Municipal Airport Authority's ("JMAA") Staff for the Board to: (i) approve the revisions and updates to the current 2013 Employee Handbook, and (ii) adopt the Revised 2020 Employee Handbook to replace the current 2013 JMAA Employee Handbook; and

**WHEREAS**, the proposed 2020 JMAA Employee Handbook is attached to Memorandum No. HR 2021-01 in the Packet; and

**WHEREAS**, the Board finds that such requests, which are explained in Memorandum No. HR 2021-01, dated January 25, 2021, found on pages 49-50 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that the Board: (i) approves the revisions and updates to the current 2013 Employee Handbook, and (ii) adopts the Revised 2020 Employee Handbook to replace the current 2013 JMAA Employee Handbook, which is attached to Memorandum No. HR 2021-01 attached hereto; and

**IT IS, THEREFORE, FURTHER RESOLVED** that such requests are fully explained in Memorandum No. HR 2021-01, dated January 25, 2021, found on pages 49-50 of the Meeting Packet.

Yeas: Harris, Davis-Sullivan, Martin, Wright  
Nays: Henley  
Abstentions: None

January 25, 2021

Vice-Chairman Harris distributed the remainder of the Employee Handbook documents and the Covid-19 Pocket Handbooks to the Commissioners.

Chairman Martin thanked Vice-Chairman Harris for her services.

2. *Public Parking System Fees Amendment and Closure of the Long-Term Parking Lot, JAN: Authorizing JMAA's Staff to: (i) amend the JAN Public Parking System fees for parking in the surface lot from a daily maximum of fourteen dollars (\$14.00) to ten dollars (\$10.00) per day; (ii) maintain the rate for parking in the parking garage at sixteen dollars (\$16.00) per day; and (iii) close the long-term parking lot until the volume of parking returns to acceptable levels.....Page 51*

Commissioner Dr. Davis-Sullivan asked how Staff will determine whether the volume of parking at JAN has returned to acceptable levels? Mr. Brown stated that when parking reaches eighty percent (80%) to (90%) capacity of the central lot, Staff would recommend to the Board to reopen the long-term lot. Additionally, Ms. Carolyn Dupre', JMAA's Chief Financial Officer, and he reviewed the financials of the long-term parking lot. They determined that JMAA is operating the long-term lot at a greater loss than is prudent.

**RESOLUTION CY-2021-8**

**RESOLUTION AUTHORIZING JMAA'S STAFF TO: (I) AMEND THE JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT ("JAN") PUBLIC PARKING SYSTEM FEES FOR PARKING IN THE SURFACE LOT FROM A DAILY MAXIMUM OF FOURTEEN DOLLARS (\$14.00) PER DAY TO TEN DOLLARS (\$10.00) PER DAY; (II) MAINTAIN THE RATE FOR PARKING IN THE PARKING GARAGE TO SIXTEEN DOLLARS (\$16.00) PER DAY; AND (III) CLOSE THE LONG-TERM PARKING LOT UNTIL THE VOLUME OF PARKING RETURNS TO ACCEPTABLE LEVELS**

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

**WHEREAS**, the Board has considered the request of Jackson Municipal Airport Authority's ("JMAA") Staff for Authorization to: (i) amend the Jackson-Medgar Wiley Evers

International Airport (“JAN”) Public Parking System fees for parking in the surface lot from a daily maximum of fourteen dollars (\$14.00) per day to ten dollars (\$10.00) per day; (ii) maintain the rate for parking in the parking garage at sixteen dollars (\$16.00) per day; and (iii) close the long-term parking lot until the volume of parking returns to acceptable levels; and

**WHEREAS**, the Board finds that such requests, which are explained in Memorandum No. DPSO 2021-07, dated January 25, 2021, found on pages 51-52 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that JMAA’s Staff is Authorized to: (i) amend the JAN Public Parking System fees for parking in the surface lot from a daily maximum of fourteen dollars (\$14.00) per day to ten dollars (\$10.00) per day; (ii) maintain the rate for parking in the parking garage at sixteen dollars (\$16.00) per day; and (iii) close the long-term parking lot until the volume of parking returns to acceptable levels;

**IT IS, THEREFORE, FURTHER RESOLVED** that such requests are fully explained in Memorandum No. DPSO 2021-07, dated January 25, 2021, found on pages 51-52 of the Meeting Packet.

Yeas: Harris, Henley, Davis-Sullivan, Martin, Wright

Nays: None

Abstentions: None

January 25, 2021

**G. New Business**

Vice-Chairman Harris stated her observations from the Work Session Board Meeting recording related to the Claims Docket. Regarding Claim No. 98964, the Walker Group, PC did submit a detailed bill to the CEO and Finance, and as to Claim No. 98865, submitted by the Carson Law Group, a detailed bill was submitted to the CEO and invoices to Finance.

Next, she referenced Claims No. 98882 and 98986 and informed the Board that Hope, LLC submitted those claims on time according to JMAA’s procedure. However, the payments to Hope are a month behind due to no fault of Hope, LLC.

Next, Vice-Chairman Harris referenced the discussion during Work Session regarding JMAA contracts that did not include all the needed information. She informed the Board that JMAA has been having issues with contracts for some time, and last year, Staff created a monitoring tool that documents the time a contract is authorized, drafted, executed, etc. She then stated that the Board designed an Abstract that Staff is to send to Legal, and Legal is to draft the contracts in accordance with the abstract. Further, Staff is to draft the Abstract only, Legal is to draft the contract, and Procurement cannot add any information into the contract. Vice-Chairman Harris and the Board held some additional discussion on this topic.

Commissioner Pastor Henley requested a copy of the document from which Vice-Chairman Harris read aloud. In response, Vice-Chairman Harris requested that the Walker Group, PC locate the minutes from the meeting wherein the abstract was discussed.

Next, Commissioner Pastor Henley requested a copy of the Abstract Summary Sheet related to Ken Weeden & Associates Inc. and the updated Ken Weeden contract updated since Thursday, January 21, 2021.

Regarding the Ken Weeden & Associates contract, Mr. Walker stated that currently, Attorney Gloria Green is not present to explain further what she stated during the Work Session. He said that during the Work Session, Attorney Green informed the Board that all the information needed regarding the Ken Weeden & Associates contract was not provided in the Abstract. Therefore, Attorney Green returned the contract and requested the insertion of needed information before forwarding the Agreement to the Contractor.

Chairman Martin stated in his opinion; Legal should draft contracts and not Staff. Further, he agrees with Chairman Harris.

Then, Chairman Martin announced that the current discussion would be tabled until a later point on the Agenda.

Next, Chairman Martin called for a motion to close the Open Session and go into Closed Session to determine if the Board needs to enter into Executive Session.

### **OPEN SESSION**

The Board, pursuant to Vice-Chairman Harris's motion, seconded by Commissioner Dr. Davis-Sullivan, by a unanimous vote, resolved to close the Meeting. Chairman Martin asked all, except Mr. Paul A. Brown, CEO, and attorneys from Walker Group, PC, to vacate the room. Additionally, persons attending the Meeting telephonically or via video conference were disconnected from the Meeting.

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

The Board went into Closed Session at 5:19 p.m.

### **CLOSED SESSION**

After a discussion regarding the matters proposed to be discussed in Executive Session, Vice-Chairman Harris moved that the Board enter Executive Session to consider: a potential economic development project; an economic development project; potential litigation as to construction issues; potential litigation regarding a state agency; two (2) pending litigation cases: JMAA vs. Bryant et al. and Yolanda Commons vs. JMAA; potential litigation as to an employment claim; (1) pending litigation case: JMAA v. E. Cornell Malone, et al.; and personnel matter as to a prospective employee. Commissioner LTC(R) Wright seconded the motion, and the Commissioners resolved to

enter Executive Session for the stated purposes by a majority vote 4-1-0 (Commissioner Pastor Henley opposed).

The Closed Session ended at 5:28 p.m.

### **OPEN SESSION**

Chairman Martin then invited persons outside the room to re-enter, and some did. Chairman Martin then stated in Open Session that the Board, during Closed Session, voted to enter Executive Session to discuss: a potential economic development project; an economic development project; potential litigation as to construction issues; potential litigation regarding a state agency; two (2) pending litigation cases: JMAA vs. Bryant et al. and Yolanda Commons vs. JMAA; potential litigation as to an employment claim; a pending litigation case: JMAA v. E. Cornell Malone, et al.; and a personnel matter as to a prospective employee. Further, he stated that Vice-Chairman Harris made the motion to go into Executive Session, Commissioner LTC(R) Wright seconded the motion, and the Commissioners resolved, by a majority vote (Commissioner Pastor Henley opposed), to enter Executive Session for the stated purposes.

Chairman Martin asked all present, except for Mr. Paul A. Brown, CEO, and attorneys from Walker Group, PC, to vacate the room.

The Board went into Executive Session at 5:31 p.m.

### **EXECUTIVE SESSION**

During the Executive Session, the Board discussed: a potential economic development project; an economic development project; potential litigation as to construction issues; potential litigation regarding a state agency; two (2) pending litigation cases: JMAA vs. Bryant et al. and Yolanda Commons vs. JMAA; potential litigation as to an employment claim; a pending litigation case: JMAA v. E. Cornell Malone, et al.; and a personnel matter as to a prospective employee.

- 1. The Board took the following action as to the potential economic development project:*

#### **RESOLUTION CY-2021-9**

#### **RESOLUTION AUTHORIZING CERTAIN ACTIONS AS TO A POTENTIAL ECONOMIC DEVELOPMENT PROJECT**

Upon Motion by Vice-Chairman Harris, seconded by Commissioner LTC(R) Wright, the following **RESOLUTION** was made and approved by a majority vote 4-0-1.

**WHEREAS**, the Board considered and discussed the information provided as to the potential economic development project during the Executive Session.

**IT IS, THEREFORE, RESOLVED** that the Board authorizes JMAA's Board Chairman to



take certain action as specified during Executive Session as to a potential economic development project.

Yeas: Harris, Davis-Sullivan, Martin, Wright

Nays: None

Abstentions: Henley

January 25, 2021

Two persons involved in the potential economic development project entered the Executive Session via video conference at 5:32 p.m. and exited the Executive Session at 6:06 p.m.

A third person involved in the potential economic development project entered the Executive Session via video conference at 5:37 p.m. and exited the Executive Session at 6:06 p.m.

2. *The Board took the following action as to an economic development project:*

**RESOLUTION CY-2021-10**

**RESOLUTION AUTHORIZING CERTAIN ACTION AS TO AN ECONOMIC DEVELOPMENT PROJECT**

Upon Motion by Commissioner Pastor Henley, seconded by Dr. Davis-Sullivan, the following **RESOLUTION** was made and approved by a unanimous vote.

**WHEREAS**, the Board discussed information as to an economic development project during the Executive Session.

**IT IS, THEREFORE, RESOLVED** that the Board will take action specified during Executive Session and directs John L. Walker, General Counsel, to take certain action as specified during Executive Session as to an economic development project.

Yeas: Harris, Henley, Davis-Sullivan, Martin, Wright

Nays: None

Abstentions: None

January 25, 2021

Two persons involved in the potential economic development project entered the Executive Session at 6:08 p.m. and exited the Executive Session at 7:03 p.m.

A third person involved in the potential economic development project entered the Executive Session at 7:06 p.m. and exited the Executive Session at 7:12 p.m.

3. *The Board took no action as to potential litigation as to construction issues.*

Dorsey Carson, Esq., Carson Law Group, PLLC, entered the Executive Session at 7:16 p.m. and exited at 7:39 p.m.

4. *The Board took no action as to potential litigation as to a state agency.*
5. *The Board took no action as to the pending litigation case: Jackson Municipal Airport Authority, et al. vs. Governor Phil Bryant, et al.*
6. *The Board took the following action as to the pending litigation case: Yolanda Common vs. Jackson Municipal Airport Authority;*

**RESOLUTION CY-2021-11**

**RESOLUTION AUTHORIZING CERTAIN ACTIONS AS TO THE PENDING LITIGATION CASE: YOLANDA COMMON VS. JACKSON MUNICIPAL AIRPORT AUTHORITY**

Upon motion by Commissioner Pastor Henley, seconded by Commissioner Dr. Davis-Sullivan, the following **RESOLUTION** was made and approved by a unanimous vote.

**WHEREAS**, the Board considered and discussed the information provided by Attorney LaToya Merritt during Executive Session.

**IT IS, THEREFORE, RESOLVED** that the Board authorizes Attorney LaToya Merritt to take certain action, as specified during Executive Session.

Yeas: Harris, Henley, Davis-Sullivan, Martin, Wright

Nays: None

Abstentions: None

January 25, 2021

LaToya Merritt, Esq., Phelps Dunbar LLP, entered the Executive Session via teleconference at 8:25 p.m.

7. *The Board took the following action as to potential litigation as to an employment claim.*

**RESOLUTION CY-2021-12**

**RESOLUTION AUTHORIZING CERTAIN ACTIONS AS TO POTENTIAL LITIGATION AS TO AN EMPLOYMENT CLAIM**

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

**WHEREAS**, the Board considered and discussed the information provided by Attorney LaToya Merritt during Executive Session.

**IT IS, THEREFORE, RESOLVED** that the Board authorizes Attorney LaToya Merritt to take certain action, as specified during Executive Session.

Yeas: Harris, Henley, Davis-Sullivan, Martin, Wright

Nays: None

Abstentions: None

January 25, 2021

LaToya Merritt, Esq., Phelps Dunbar LLP, ended her teleconference attendance at 9:06 p.m.

8. *The Board took the following action as to the pending litigation case: JMAA v. E. Cornell Malone, et al.*

**RESOLUTION CY-2021-12**

**RESOLUTION AUTHORIZING CERTAIN ACTIONS AS TO A PENDING LITIGATION CASE: JMAA V. E. CORNELL MALONE, ET AL.**

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

**WHEREAS**, the Board considered and discussed the information provided by Attorney John L. Walker during Executive Session.

**IT IS, THEREFORE, RESOLVED** that the Board authorizes Attorney John L. Walker to take certain action, as specified during Executive Session.

Yeas: Harris, Henley, Davis-Sullivan, Martin, Wright

Nays: None

Abstentions: None

January 25, 2021

9. *The Board took no action as to a personnel matter as to a prospective employee.*

Upon motion by Commissioner Pastor Henley, seconded by Commissioner LTC(R) Wright, and unanimous approval of the Commissioners present, the Executive Session ended at 9:11 p.m.

**OPEN SESSION**

Open Session reconvened at 9:13 p.m.

The persons attending the Meeting telephonically or via videoconference were invited to rejoin the Meeting in an open session. Some persons rejoined the Meeting.

Chairman Martin announced that the Meeting was open. Chairman Martin then announced that the above-stated actions were taken as to: a potential economic development project; an economic development matter; the pending litigation case Yolanda Common vs. Jackson Municipal Airport Authority; the potential litigation as to an employment issue; and the pending litigation case: JMAA v. E. Cornell Malone, et al.

He also announced that no action was taken as to: potential litigation as to construction issues; potential litigation regarding a state agency; pending litigation case: JMAA vs. Bryant et al.; and a personnel matter as to a prospective employee

*I. Claims Docket*

*c. Claims Docket for December 2020: Approve.....Page 37*

Next, Mr. Brown directed the Board's attention to the Claims Docket for December 2020, which was included in the January 25, 2021 Regular Board Meeting Packet and discussed during the January 21, 2021 Work Session.

Mr. Brown then requested that the Board adopt a Resolution accepting the Claims Docket for December 2020.

**RESOLUTION CY-2021-13**

**RESOLUTION ACCEPTING/APPROVING THE DECEMBER 2020 CLAIMS DOCKET**

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

**WHEREAS**, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") reviewed and considered the Authority's Claims Docket for the month and period ending December 31, 2020, which is included in the Regular Board Meeting Packet at pages 37-40, and was distributed to the Board before the January 25, 2021 Regular Board Meeting.

**IT IS, THEREFORE, RESOLVED** that the Board hereby authorizes payment of the claims appearing on the December 2020 Claims Docket for \$920,116.85

Yeas: Harris, Davis-Sullivan, Martin, Wright

Nays: Henley

Abstentions: None

January 25, 2021

2. *Historic Terminal Monument*

Vice-Chairman Harris thanked and wished kudos to Dr. Nycole Campbell-Lewis, JMAA's Chief Administrative Officer, for securing the registration of the Old Terminal Building at Hawkins Field Airport as a National Historic Landmark. She explained the process by which that was achieved.

Chairman Martin stated to the Board that he is planning, in conjunction with JMAA Staff, to make the Old Terminal Building dedication a national event. An official with the Netherlands government will be invited to attend for all of the fallen soldiers from the Netherlands who are buried in Jackson, MS. Also, he thanked Dr. Lewis and JMAA's Staff for their efforts.

3. *Part-Time In-House Legal Counsel*

Vice-Chairman Harris stated that in her opinion, JMAA needs part-time in-house legal support. She gave each Commissioner, for the first time, hard copies of the following proposed Resolution. Afterward, she read it and moved the Board to adopt it.

RESOLUTION DESIGNATING WALKER GROUP, PC AS SOLE BOARD COUNSEL  
AND CREATING PART-TIME IN-HOUSE ATTORNEY POSITION

WHEREAS, on or about December 19, 2013 the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority" or the "JMAA") retained Walker Group, PC ("Walker Group") as General Counsel serving as counsel for both the Board and the Authority itself; and

WHEREAS, the Board has determined that it is in the best interest of the Board and the Authority to retain separate counsel for the Board and for the Authority so as to procure necessary legal services in a more cost effective and efficient manner; and

WHEREAS, the Board hereby retains Walker Group solely as Board Counsel effective thirty (30) days from the adoption of this Resolution to solely represent the Board during Board meetings and to provide all services associated therewith as determined by the JMAA Legal Committee and to provide additional services on a case-by-case basis as determined by the JMAA Legal Committee; and

WHEREAS, the Board authorizes the negotiation and execution of a professional services agreement between the Board and Walker Group on such terms and conditions as is customary for Board Counsel services with fees commensurate with the above description of services for provision of professional legal services to the Board solely as Board Counsel; and

WHEREAS, the Board has determined that a part-time in-house attorney should be employed to handle the day-to-day legal matters of the Authority and to have direct access to the Chief Executive Officer of the Authority; and

WHEREAS, the Authority is hereby authorizing the Human Resources Department of the JMAA to create an in-house attorney position that is deemed necessary and appropriate to provide such services, and that Human Resources shall designate a commensurate salary and benefits adequate to discharge such responsibilities.

NOW, THEREFORE, BE IT RESOLVED that the Board hereby resolve as follows:

1. That the Walker Group, PC is hereby retained solely as legal counsel to the Board of the JMAA and shall be designated Board Counsel effective thirty (30) days from adoption of this Resolution.
2. That the services to be provided to the Board of the JMAA by Walker Group, PC as Board Counsel will be representation of the Board at Board meetings and provision of all services associated therewith as determined by the Board, and additional services as assigned by the JMAA Legal Committee on a case-by-case basis.
3. That the Board of the JMAA are hereby designated and authorized to negotiate fees for Board Counsel services in accordance with the scope of work deemed necessary stated herein and to retain professional assistance to aid in such negotiations, including negotiation of the terms and conditions of the employment of Board Counsel not to exceed a budget of \$300,000.00 for fiscal year 2021-2022.
4. That, further, the Human Resources Department of the JMAA is authorized to create a job description and position to hire a part-time in-house attorney to provide day-to-day legal services to the JMAA.
5. That all prior Resolutions concerning employment of General Counsel, Board Counsel, or In-House Counsel are hereby rescinded and of no further force and effect to the extent they conflict with any aspect of this Resolution as of the effective date of this Resolution.
6. That this Resolution takes effect thirty (30) days from adoption hereof.

No Commissioner seconded the Motion.

Next, the Commissioners held a lengthy discussion regarding the proposed Resolution. During that discussion, Commissioners Pastor Henley, Dr. Davis-Sullivan, and LTC(R) Wight stated that they needed more time to read and consider the proposed Resolution. None of them had

seen the proposed Resolution before. All of them requested that the Board consider the Resolution at the next Board Meeting. Vice-Chairman Harris agreed.

### VIII. ADJOURNMENT

Thereafter, it was moved by Vice-Chairman Harris, seconded by Commissioner Pastor Henley, and resolved by a unanimous vote of the Commissioners present, that the Meeting of the Board be ADJOURNED at 9:43 p.m.

Respectfully submitted,

---

Mr. Robert E. Martin, Commissioner, and Chairman

---

Ms. LaWanda D. Harris, Commissioner, and Vice-Chairman

---

Dr. Hursie Davis-Sullivan, Commissioner

---

Pastor James L. Henley, Jr., Commissioner

---

LTC(R) Lucius Wright, Commissioner