

**RESCHEDULED REGULAR BOARD MEETING OF JACKSON MUNICIPAL AIRPORT
AUTHORITY BOARD OF COMMISSIONERS
OCTOBER 29, 2020**

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 October 29, 2020 Rescheduled 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 Thursday, October 29, 2020 (the "Meeting"), pursuant to proper notice. A copy of the Notice Rescheduling the Board Meeting is attached as an Exhibit to the October 29, 2020 Rescheduled Board 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 Rescheduled Board Meeting:

Robert E. Martin, Chairman
Pastor James L. Henley Jr., Commissioner
LTC(R) Lucius Wright, 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 Rescheduled Regular Board Meeting, October 29, 2020, at 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 10-29-20**

II. INVOCATION

Commissioner Pastor Henley gave the Invocation.

III. APPROVAL OF BOARD NOTICES

- A. Notice of the Monthly Pre-Work Session Meeting Friday, October 16, 2020, at Noon, at Hawkins Field Airport.
- B. Notice Rescheduling the October 26, 2020 Regular Board Meeting Monday, from Hawkins Field Airport to Thursday, October 29, 2020, at Jackson-Medgar Wiley Evers International Airport.

RESOLUTION CY-2020-186

APPROVAL OF THE NOTICE: (I) OF THE OCTOBER 16, 2020 PRE-WORK SESSION MEETING AT HAWKINS FIELD AIRPORT; AND (II) RESCHEDULING THE OCTOBER 26, 2020 REGULAR BOARD MEETING AT HAWKINS FIELD AIRPORT TO OCTOBER 29, 2020 AT JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT

After discussion and review, and upon the motion made by Commissioner Pastor Henley, seconded by Commissioner LTC(R) 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 October 16, 2020 Pre-Work Session Meeting at Hawkins Field Airport; and (i) Notice Rescheduling the October 26, 2020 Regular Board Meeting Monday, from Hawkins Field Airport to Thursday, October 29, 2020, at Jackson-Medgar Wiley Evers International Airport.

Yeas: Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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IV. APPROVAL AND EXECUTION OF MINUTES

- A. Board of Commissioners Regularly Scheduled Monthly Work Session, Thursday, September 24, 2020, at 8:30 a.m., at Jackson-Medgar Wiley Evers International Airport.
- B. Board of Commissioners Regularly Scheduled Monthly Board Meeting, Monday, September 28, 2020, at 4:00 p.m., at Jackson-Medgar Wiley Evers International Airport.

RESOLUTION CY-2020-187

APPROVAL OF THE MINUTES OF THE SEPTEMBER 24, 2020 REGULAR WORK SESSION AND SEPTEMBER 28, 2020 REGULAR BOARD MEETING

After discussion and review, and upon the motion made by Commissioner Pastor

Henley, seconded by Commissioner LTC(R) Wright, the Minutes of the: (i) September 24, 2020 Regular Work Session; and (ii) September 28, 2020 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) September 24, 2020 Regular Work Session; and (ii) September 28, 2020 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, Martin, Wright

Nays: None

Abstentions: None

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V. PUBLIC COMMENTS

There were no public comments.

VI. REPORTS

A. Report from the Chairman

There was no report from the Chairman.

B. Chief Executive Officer

Employee Acknowledgements

Mr. Paul Brown, CEO, announced the recognition of several JMAA employees.

First, Mr. Brown announced that Mr. Steven Duckworth and Mr. Robert Washington are JMAA Employees of the Month for September 2020. He then requested that Mr. Duckworth and Mr. Washington approach the podium to be recognized. Mr. Brown then announced that both Mr. Duckworth and Mr. Washington have special talents and leadership skills. He added that they are doing a great job of taking care of JMAA, particularly in light of the Covid-19 pandemic. Mr. Brown then informed the Board that Mr. Duckworth works primarily at JAN, and Mr. Washington works primarily at Hawkins Field Airport. Mr. Brown thanked them for their outstanding dedication to their duties in keeping JAN and HKS clean, safe, healthy, and whole.

Next, Mr. Brown presented Mr. Duckworth and Mr. Washington, with certificates from JMAA. The Board of Commissioners and others in attendance applauded and congratulated Mr. Duckworth and Mr. Washington. Following, the JMAA Commissioners, along with Mr. Brown, took a photograph with Mr. Duckworth and Mr. Washington.

Mr. Brown then called the Board's attention to the Diversity Conference conducted by the Transportation Security Administration ("TSA") and hosted by JMAA's Staff in the Community Room at JAN on October 8, 2020. He announced that TSA awarded JMAA with a Certificate of Appreciation for hosting the event. Mr. Brown passed the certificate around for the Commissioners to view it. He stated that JMAA was not expecting anything from the TSA for hosting the event but was just being a good neighbor by making the Community Room available to the TSA.

Next, Mr. Brown stated that during the September 2020 Board Meeting, he announced that Ms. Janet Hilliard, Information Systems Analyst, was one of the JMAA Employees of the Month for August. Ms. Hilliard was not able to attend the September 2020 Board Meeting. He then informed the Board that he would like to recognize Ms. Hilliard for her outstanding performance in Information Technology and supporting JMAA at every turn. He added that Ms. Hilliard works hard to make sure the Staff is always able to conduct regular operations. Further, she went above and beyond the call of duty as to the JET-A Training Academy and ceremony. Also, she will work on other special events when requested. He requested that Ms. Hilliard enter the Board Meeting.

1. Airport Project Manager Summary, Period Ending September 30, 2020
.....Page 1¹

Mr. Paul A. Brown, CEO, directed the Board's attention to the Airport Project Manager Summary ("APMS"), found on pages 1-13 in the October 29, 2020 Rescheduled Regular Board Meeting Packet, and distributed to the Board before the October 29, 2020 Rescheduled Regular Board Meeting.

Further, Mr. Brown listed the Projects in the Airport Project Manager Summary as to both JAN and Hawkins Field Airport ("HKS"). The APMS was provided to the Board and discussed during the October 22, 2020 Work Session. There was no additional discussion.

2. Airport Activity Statistics Report, Period Ending September 30, 2020
.....Page 14

Mr. Brown directed the Board's attention to the Airport Activity Statistics Report ("AASR"), found on pages 14-32 in the October 29, 2020 Rescheduled Regular Board Meeting Packet, and distributed to the Board before the October 29, 2020 Rescheduled Regular Board Meeting. Mr. Brown announced that the passenger statistics report relates to passengers and operations at both JAN and HKS. The AASR was provided and discussed during the October 22, 2020 Work Session. There was no additional discussion.

3. Disadvantaged Business Enterprise Report

¹ The page numbers herein are the page numbers contained in the Meeting Packet which is attached as an Exhibit to the October 29, 2020 Rescheduled Regular Board Meeting ("Meeting") Minutes.

Next, Mr. Brown stated to the Board that the statistics as to contracts with Minority/Women/Disadvantaged Business Enterprises ("M/W/DBEs") and City of Jackson based businesses during September 2020 are as provided during the October 22, 2020 Work Session.

Ms. Janet Hilliard then entered the Board Meeting. The Board of Commissioners and others in attendance applauded and congratulated Ms. Hilliard for her recognition as Employee of the Month for August 2020. Following, the JMAA Commissioners, along with Mr. Brown, took a photograph with Ms. Hilliard.

4. Consultant Reports

There were no Consultant Reports.

C. Attorney

Next, Attorney Walker announced there are two (2) 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. Also, Attorney Walker encouraged everyone to exercise their right to vote in the upcoming November 3, 2020 election.

VII. ACTION ITEMS

A. Financial Matters

1. Financial Reports for September 2020:

a. Balance Sheet: Accept.....Page 33

Mr. Brown directed the Board's attention to the Balance Sheet for September 2020, which was included in the October 29, 2020 Rescheduled Regular Board Meeting Packet and was discussed at the October 22, 2020 Work Session. There were no additional questions. Mr. Brown requested that the Board adopt a Resolution accepting the Balance Sheet for September 2020.

RESOLUTION CY-2020-188

RESOLUTION ACCEPTING/APPROVING THE SEPTEMBER 2020 BALANCE SHEET

Upon motion by Vice-Chairman Harris, seconded by Commissioner LTC(R) Wright, the following **RESOLUTION** was made and approved by a majority vote 3-1-0.

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") reviewed and considered the Authority's Balance Sheet for the month and period ending September 30, 2020, which is included in the Rescheduled Regular Board Meeting Packet at pages 33-34, and was distributed to the Board before the October 29, 2020 Rescheduled Regular Board Meeting.

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

Yeas: Harris, Martin, Wright

Nays: Henley

Abstentions: None

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b. Income Statement: Accept.....Page 35

Next, Mr. Brown directed the Board's attention to the Income Statement for September 2020, which was included in the October 29, 2020 Rescheduled Regular Board Meeting Packet and was discussed during the October 22, 2020 Work Session. There were no additional questions.

Mr. Brown noted that the September 2020 light bill was below \$50,000.00, and the total employee expenses were \$100,000.00 less than Staff expected because of JMAA's efforts. Mr. Brown requested that the Board adopt a Resolution accepting the Income Statement for September 2020.

Vice-Chairman Harris's telephonic attendance at the Meeting stopped during the discussion of the Income Statement.

RESOLUTION CY-2020-189

RESOLUTION ACCEPTING/APPROVING THE SEPTEMBER 2020 INCOME STATEMENT

Upon motion by Commissioner LTC(R) Wright, seconded by Chairman Martin, the following **RESOLUTION** was made and approved by a majority vote 2-1-0.

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 September 30, 2020, which is included in the Rescheduled Regular Board Meeting Packet at pages 35-37, and was distributed to the Board before the October 29, 2020 Rescheduled Regular Board Meeting.

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

Yeas: Martin, Wright
Nays: Henley
Abstentions: None

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c. Claims Docket for September 2020: Approve.....Page 38

Next, Mr. Brown directed the Board's attention to the Claims Docket for September 2020, which was included in the October 29, 2020 Rescheduled Regular Board Meeting Packet and discussed during the October 22, 2020 Work Session. Mr. Brown then requested that the Board adopt a Resolution accepting the Claims Docket for September 2020.

RESOLUTION CY-2020-190

RESOLUTION ACCEPTING/APPROVING THE SEPTEMBER 2020 CLAIMS DOCKET

Upon motion by Commissioner LTC(R) Wright, seconded by Chairman Martin, the following **RESOLUTION** was made and approved by a majority vote 2-1-0.

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 September 30, 2020, which is included in the October 29, 2020 Rescheduled Regular Board Meeting Packet at pages 38-41, and was distributed to the Board before the October 29, 2020 Rescheduled Regular Board Meeting.

IT IS, THEREFORE, RESOLVED that the Board hereby authorizes payment of the claims appearing on the September 2020 Claims Docket for \$1,824,473.33.

Yeas: Martin, Wright
Nays: Henley
Abstentions: None

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d. Quarterly Report.....Page 42

The Board took no action regarding the Quarterly Report.

B. Construction Projects

- 1. Perimeter Service Road Rehabilitation Project, JAN: Authorization to: (i) Execute the First Amendment to the Existing Professional Services*

Agreement for Additional Services; and (ii) Increase the Engineering Contract Amount by \$65,000.00 for a Total Amount Not-to-Exceed \$407,000.00 ("Neel-Schaffer").....Page 43

RESOLUTION CY-2020-191

RESOLUTION AUTHORIZING JACKSON MUNICIPAL AIRPORT AUTHORITY'S ("JMAA") STAFF TO: (I) EXECUTE THE FIRST AMENDMENT TO THE EXISTING PROFESSIONAL SERVICES AGREEMENT; AND (II) INCREASE THE ENGINEERING CONTRACT AMOUNT BY \$65,000.00 FOR A TOTAL AMOUNT NOT-TO-EXCEED \$407,000.00

Upon motion by Commissioner Pastor Henley, seconded by Commissioner LTC(R) Wright, the following **RESOLUTION** was made and approved by a unanimous vote 3-0-0.

WHEREAS, the Board has considered the request of Jackson Municipal Airport Authority's ("JMAA") Staff for authorization to: (i) execute the First Amendment ("First Amendment") to the existing Professional Services Agreement ("Agreement") with Neel-Schaffer, Inc., after JMAA's Legal Counsel successfully negotiates and drafts the First Amendment to provide for additional services; and (ii) increase the engineering contract amount by \$65,000.00 for a total project budget amount not-to-exceed \$407,000.00; and

WHEREAS, the Board finds that such requests, which are explained in Memorandum No. CP 2021-02, dated October 29, 2020, found at pages 43-45 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized to: (i) execute the First Amendment ("First Amendment") to the existing Professional Services Agreement ("Agreement") with Neel-Schaffer, Inc., after JMAA's Legal Counsel successfully negotiates and drafts the First Amendment to provide for additional services; and (ii) increase the engineering contract amount by \$65,000.00 for a total project budget amount not-to-exceed \$407,000.00; and

IT IS, THEREFORE, FURTHER RESOLVED that such requests are fully explained in Memorandum No. CP 2021-02, dated October 29, 2020, found on pages 43-45 of the Meeting Packet.

Yeas: Henley, Martin, Wright

Nays: None

Abstentions: None

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- 2. Military Drive Pavement Rehabilitation Project, JAN: (i) Authorization to Publish a Request for Qualifications ("RFQ") for Construction Design of*

Military Drive Pavement Rehabilitation Project at Jackson-Medgar Wiley Evers International Airport; and (ii) Approve a Total Project Budget.....Page 46

Vice-Chairman Harris's telephonic attendance at the Meeting resumed during the discussion of the Military Drive Pavement Rehabilitation Project.

RESOLUTION CY-2020-192

RESOLUTION: (I) AUTHORIZING JACKSON MUNICIPAL AIRPORT AUTHORITY'S ("JMAA") STAFF TO PUBLISH A REQUEST FOR QUALIFICATIONS FOR CONSTRUCTION DESIGN SERVICES IN CONNECTION WITH THE MILITARY DRIVE REHABILITATION PROJECT AT JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT; AND (II) APPROVING THE TOTAL PROJECT BUDGET

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

WHEREAS, Jackson Municipal Airport Authority's ("JMAA") Staff is requesting: (i) authority to publish a Request for Qualifications ("RFQ") for Construction Design Services in connection with the Military Drive Pavement Rehabilitation Project at Jackson-Medgar Wiley Evers International Airport ("JAN"); and (ii) approval of the budget amount not-to-exceed \$219,600.00; and

WHEREAS, the Board finds that such requests, which are explained in Memorandum No. CP 2021-01, dated October 29, 2020, found at pages 46-48 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, FURTHER RESOLVED that JMAA's Staff is: (i) authorized to publish a Request for Qualifications ("RFQ") for Construction Design Services in connection with the Military Drive Pavement Rehabilitation Project at Jackson-Medgar Wiley Evers International Airport ("JAN"); and (ii) the budget amount not-to-exceed \$219,600.00 is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that such requests are fully explained in Memorandum No. CP 2021-01, dated October 29, 2020, found on pages 46-48 of the Meeting Packet.

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

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C. Procurements

None.

D. Service Agreements

None.

E. Grants

- 1. *FY2020 Homeland Security Grant Program, JMAA: Authorization to: (i) Accept the Mississippi Office of Homeland Security Federal Grant No. EMW-2020-SS-00033 for \$90,000.00, Issued Pursuant to the 2020 Homeland Security Grant Program and; (ii) Approve Mr. Paul Brown, CEO to Execute the Grant Agreement on Behalf of JMAA.....Page 49*

In response to Commissioner LTC(R) Wright's inquiry as to whether the funds can only be used for the license plate reader system, Mr. Brown informed the Board that the grant funds could be used for that system as well as for other items. The mail cabinet, specialized equipment, and body armor for JMAA's police department are some other items for which the funds may be utilized.

Next, Mr. Brown confirmed Commissioner Pastor Henley's comment that even though the funds are from a Fiscal Year 2020 Grant, said funds could be spent during Fiscal Year 2021.

Then, Chairman Martin requested that CEO Brown explain the license plate reader system to the Board. Mr. Brown explained that the new license plate reader would allow JMAA to track any vehicle that crosses onto JMAA property. The reader would be placed at the border of JMAA's property by the monument. Once it is in place, vehicles entering JMAA property will be able to be tracked throughout the property. Lastly, he added that the system would provide law enforcement with additional tools to perform their job duties.

RESOLUTION CY-2020-193

RESOLUTION: (I) AUTHORIZING JACKSON MUNICIPAL AIRPORT AUTHORITY'S ("JMAA") STAFF TO ACCEPT MISSISSIPPI OFFICE OF HOMELAND SECURITY FEDERAL GRANT NO. EMW-2020-SS-00033; AND (II) APPROVING MR. PAUL BROWN, CEO, TO EXECUTE THE GRANT AGREEMENT ON BEHALF OF JMAA

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

WHEREAS, Jackson Municipal Airport Authority's ("JMAA") Staff is requesting: (i)

authorization to accept Mississippi Office of Homeland Security's Federal Grant No. EMW-2020-SS-00033 for \$90,000.00 ("Grant") issued pursuant to the 2020 Homeland Security Grant Program and; (ii) approval for Mr. Paul A. Brown, JMAA's Chief Executive Officer, to execute on behalf of JMAA the Grant Agreement; and

WHEREAS, the Board finds that such requests, which are explained in Memorandum No. Executive 2021-04, dated October 29, 2020, found at pages 49-50 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, FURTHER RESOLVED that: (i) JMAA's Staff is authorized to accept the Mississippi Office of Homeland Security's Federal Grant No. EMW-2020-SS-00033 for \$90,000.00 ("Grant") issued pursuant to the 2020 Homeland Security Grant Program and; (ii) Mr. Paul A. Brown, JMAA's Chief Executive Officer, is approved to execute the Grant Agreement on behalf of JMAA; and

IT IS, THEREFORE, FURTHER RESOLVED that such requests are fully explained in Memorandum No. Executive 2021-04, dated October 29, 2020, found on pages 49-50 of the Meeting Packet.

Yeas: Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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F. Other Matters

1. *Proposed Deferment of JMAA's Landing Fees, MAG Payments, and Rental Fees; JMAA Authorization to Defer Landing Fees, Minimum Annual Guarantee Payments and Rental Fees for JMAA's Airlines, Rental Car Agencies, and Concessionaires for the Months of November 2020, December 2020, and January 2021, for a Period Not-To-Exceed Six Months.....Page 51*

RESOLUTION CY-2020-194

RESOLUTION AUTHORIZING JACKSON MUNICIPAL AIRPORT AUTHORITY'S ("JMAA") STAFF TO DEFER LANDING FEES, MINIMUM ANNUAL GUARANTEE PAYMENTS, AND RENTAL FEES DUE TO JMAA FROM THE APPLICABLE AIRLINES, RENTAL CAR AGENCIES, AND CONCESSIONAIRES IN NOVEMBER 2020, DECEMBER 2020, AND JANUARY 2021

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

WHEREAS, Jackson Municipal Airport Authority's ("JMAA") Staff is requesting authority to: (i) defer landing fees, minimum annual guarantee payments ("MAGs"), and rental fees due to JMAA from the applicable airlines, rental car agencies, and concessionaires in November 2020, December 2020, and January 2021; and (ii) defer the payment of those amounts for a period not to exceed six (6) months from the contractual due dates of those MAGs and landing and rental fees without interest; and

WHEREAS, the Board finds that such requests, which are explained in Memorandum No. Executive 2021-02, dated October 29, 2020, found at pages 51-52 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, FURTHER RESOLVED that JMAA's Staff is authorized to: (i) defer landing fees, minimum annual guarantee payments ("MAGs"), and rental fees due to JMAA from the applicable airlines, rental car agencies, and concessionaires in November 2020, December 2020 and January 2021; and (ii) defer the payment of those amounts for a period not to exceed six (6) months from the contractual due dates of those MAGs and landing and rental fees without interest; and

IT IS, THEREFORE, FURTHER RESOLVED that such requests are fully explained in Memorandum No. Executive 2021-02, dated October 29, 2020, found on pages 51-52 of the Meeting Packet.

Yeas: Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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G. New Business

Commissioner LTC(R) Wright requested that Dr. Nicole Campbell-Lewis, Chief Administration Officer, approach the podium and provide the Board with some details about a recent community event.

Dr. Lewis informed the Board that JMAA hosted a Halloween Trick or Treat Community Outreach program in Sunset Apartments for the community around Hawkins Field Airport. She stated to the Board that JMAA's Staff, along with the interns, worked tirelessly to put on the program, and about eighty (80) kids attended, along with their parents.

Next, she related two (2) questions from the attendees. First, one of the parents inquired about the air shows that used to occur at Hawkins Field. Second, one parent asked about her child visiting the airport to learn more about aviation.

Dr. Lewis stated that this program was one of the community service projects for October 2020. There will be another project on October 30, 2020, entitled the October Harvest Fest.

She added that LTC(R) Wright has been very instrumental in working with the event and invited all the Commissioners to attend. Lastly, she said that Staff looks forward to continuing to provide service to the Jackson Community.

OPEN SESSION

The Board, pursuant to Vice-Chairman Harris's motion, seconded by Commissioner Pastor Henley, 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.

Pursuant to the Bylaw provisions regarding Commissioners participation in Closed and Executive Session by telephone, Chairman Martin asked Vice-Chairman Harris the questions contained in the Bylaws. In response to those questions, Vice-Chairman Harris stated the following:

- i. that the device that she was using to participate in the October 29, 2020, Meeting of the Board of Commissioners does not potentially allow persons other than her to hear the Meeting's proceedings;
- ii. that in the location where she is participating in the October 29, 2020, Meeting of the Board of Commissioners, no other person is able to hear any of the Board Meeting's proceedings;
- iii. that neither she nor any other person or entity is currently or will be recording the Executive Session; and
- iv. that she will immediately inform the other Commissioners participating in the Board Meeting if any of the above matters, affirmed by her, cease to exist during the course of the Executive Session and, in the event that occurs, she shall immediately terminate her participation in the Executive Session by disconnecting the device that she is using to participate in the Meeting of the Board of Commissioners.

The Board went into Closed Session at 4:30 p.m.

CLOSED SESSION

After a discussion regarding the matters proposed to be discussed in Executive Session, Commissioner Pastor Henley moved that the Board enter Executive Session to consider: three (3) pending litigation matters: JMAA vs. E. Cornell Malone; JMAA vs. Bryant et al.; and Jacobsen/Daniels Associates, LLC vs. JMAA; one (1) potential litigation as to a contract matter; two (2) personnel matters as to former employees; and one (1) personnel matter as to an incumbent employee. Vice-Chairman Harris seconded the motion, and the Commissioners resolved to enter

Executive Session for the stated purposes by a unanimous vote.

The Closed Session ended at 4:36 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: three (3) pending litigation matters: JMAA vs. E. Cornell Malone; JMAA vs. Bryant et al.; and Jacobsen/Daniels Associates, LLC vs. JMAA; one (1) potential litigation as to a contract matter; two (2) personnel matters as to former employees; and one (1) personnel matter as to an incumbent employee. Further, he stated that Commissioner Pastor Henley made the motion to go into Executive Session, Vice-Chairman Harris seconded the motion, and the Commissioners, by a unanimous vote, resolved 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 4:38 p.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed: three (3) pending litigation matters: JMAA vs. E. Cornell Malone; JMAA vs. Bryant et al.; and Jacobsen/Daniels Associates, LLC vs. JMAA; one (1) potential litigation as to a contract matter; two (2) personnel matters as to former employees; and one (1) personnel matter as to an incumbent employee.

1. ***The Board took no action as to the first pending litigation matter, Jackson Municipal Airport Authority v E. Cornell Malone Corporation.***
2. ***The Board took the following action as to the second pending litigation matter, Jackson Municipal Airport Authority, et al. v Governor Phil Bryant, et al.***

RESOLUTION CY-2020-195

RESOLUTION AUTHORIZING CERTAIN ACTIONS AS TO THE PENDING LITIGATION MATTER, JMAA V. BRYANT ET AL.

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

WHEREAS, the Board has considered the information provided by John L. Walker, Esq., Walker Group, PC, JMAA's General Counsel, during Executive Session and considered authorizing certain actions specified during Executive Session.

IT IS, THEREFORE, RESOLVED that the Board authorizes John L. Walker, Esq., Walker Group, PC, JMAA's General Counsel, to take certain actions regarding the pending litigation matter, JMAA v. Bryant et al., as specified during Executive Session.

Yeas: Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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3. ***The Board took the following action as to one (1) potential litigation as to a contract matter as to the bid protest of EW-DCS regarding the award of the bid for the replacement of the West Concourse Roofing system of the Terminal Building at Jackson-Medgar Wiley Evers International Airport ("JAN") to M&S Roofing Company, Incorporated; a Mississippi Company headquartered in Pearl, MS, ("M&S Roofing").***

Kathryn Goff, Esq., Carson Law Group, PLLC, entered the session via video conference at 5:03 p.m.

Vice-Chairman Harris moved that the JMAA Board rescind Resolution CY-2020-178 that awarded the bid for the replacement of the West Concourse Roofing system of the Terminal Building at Jackson-Medgar Wiley Evers International Airport ("JAN") to M&S Roofing Company, Incorporated and authorize JMAA's Staff to execute a Construction Agreement ("Agreement") with M&S Roofing Company, Incorporated after JMAA Legal Counsel successfully negotiates and drafts the Agreement between M&S Roofing Company, Incorporated and JMAA. Commissioner LTC(R) Wright seconded the motion.

The Board had an additional discussion and determined that the Board should also reject all bids as to the replacement of the West Concourse Roofing system of the Terminal Building at Jackson-Medgar Wiley Evers International Airport ("JAN"), in addition to rescinding Resolution CY-2020-178. Vice-Chairman Harris then moved to amend her previous motion to include that JMAA is rejecting all bids as to 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 Vice-Chairman Harris's amended motion, and the Board resolved the following:

RESOLUTION CY-2020-196

RESOLUTION AUTHORIZING CERTAIN ACTIONS AS TO A POTENTIAL LITIGATION AS TO A CONTRACT MATTER

Upon Motion by Vice-Chairman Harris, seconded by Commissioner LTC(R) Wright, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board of Commissioners ("Board") of the Jackson Municipal Airport Authority ("JMAA") has considered the Bid Protest of EW-DCS Joint Venture regarding the award of the bid for the replacement of the West Concourse Roofing system of the Terminal Building at Jackson-Medgar Wiley Evers International Airport ("JAN") to M&S Roofing Company, Incorporated; and

WHEREAS, the Board has considered the information provided by Kathryn Goff, Esq., Carson Law Group, PLLC, during Executive Session and considered rescinding Resolution CY-2020-178 and rejecting all bids regarding the replacement of the West Concourse Roofing system of the Terminal Building at Jackson-Medgar Wiley Evers International Airport ("JAN").

IT IS, THEREFORE, RESOLVED that the Board rescinds Resolution CY-2020-178 that awarded the bid for the replacement of the West Concourse Roofing system of the Terminal Building at Jackson-Medgar Wiley Evers International Airport ("JAN") to M&S Roofing Company, Incorporated and authorized JMAA's Staff to execute a Construction Agreement ("Agreement") with M&S Roofing Company, Incorporated after JMAA Legal Counsel successfully negotiates and drafts the Agreement between M&S Roofing Company, Incorporated and JMAA.

IT IS, THEREFORE, FURTHER RESOLVED that the Board rejects all bids received regarding the replacement of the West Concourse Roofing system of the Terminal Building at Jackson-Medgar Wiley Evers International Airport ("JAN").

Yeas: Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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4. ***The Board took no action as to the third pending litigation matter, Jacobsen/Daniels Associates, LLC vs. JMAA.***

Kathryn Goff, Esq., Carson Law Group, PLLC, ended her attendance via video conference at 5:38 p.m.

5. ***The Board took no action as to the first personnel matter regarding a former employee.***
6. ***The Board took no action as to the second personnel matter regarding a former employee.***
7. ***The Board took the following action as to a personnel matter regarding an incumbent employee.***

RESOLUTION CY-2020-197

RESOLUTION AS TO A PERSONNEL MATTER REGARDING AN INCUMBENT EMPLOYEE

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

WHEREAS, the JMAA Board of Commissioners considered the current position, salary, and compensation package of an incumbent employee identified during Executive Session and considered promoting said employee to a position identified during Executive Session and adjusting said employee's salary to an amount specified during Executive Session.

IT IS, THEREFORE, RESOLVED that the Board, after considering the current position, salary, and compensation package of an incumbent employee identified during Executive Session, resolves to promote said employee to a position identified during Executive Session, to begin on the date identified during Executive Session, and adjusts said employee's salary to an amount specified during Executive Session

Yeas: Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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The incumbent employee receiving the promotion entered Executive Session at 5:46 p.m., at the request of the Board and exited at 5:51 p.m.

Upon motion by Commissioner Pastor Henley, seconded by Vice-Chairman Harris, and unanimous approval of the Commissioners, the Executive Session ended at 6:00 p.m.

OPEN SESSION

Open Session reconvened at 6:05 p.m.

The persons attending the Meeting telephonically or via videoconference were invited to rejoin the Meeting in 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: the second pending litigation matter, Jackson Municipal Airport Authority, et al. v. Governor Phil Bryant, et al., with all Commissioners voting unanimously for the Resolution; one (1) potential contract litigation matter as to the bid protest of EW-DCS regarding the award of the bid for the replacement of the West Concourse Roofing system of the Terminal Building at Jackson-Medgar Wiley Evers International Airport ("JAN") to M&S Roofing Company, Incorporated, a Mississippi Company headquartered in Pearl, MS, ("M&S Roofing"), with all Commissioners voting unanimously for the Resolution; and the personnel matter regarding an incumbent employee, with all Commissioners voting unanimously for the Resolution. He also

announced that no action was taken as to: two (2) pending litigation matters: JMAA vs. E. Cornell Malone and Jacobsen/Daniels Associates, LLC vs. JMAA; and two (2) personnel matters as to former employees;

1. ADK Consulting and Executive Search

Next, the Board held some discussion regarding the contracts currently in place with ADK Consulting and Executive Search and then resolved the following:

RESOLUTION CY-2020-198

RESOLUTION AS TO TERMINATING AGREEMENTS WITH ADK CONSULTING AND EXECUTIVE SEARCH

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

WHEREAS, the JMAA Board of Commissioners have considered the services provided by ADK Consulting and Executive Search and the information provided by Mr. Paul Brown, CEO; and

WHEREAS, the JMAA Board of Commissioners has further considered the current agreements between JMAA and ADK Consulting and Executive Search.

IT IS, THEREFORE, RESOLVED that the Board, after considering the services provided by ADK Consulting and Executive Search and the information provided by Mr. Paul Brown, CEO, terminates all agreements between JMAA and ADK Consulting and Executive Search.

Yeas: Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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1. JMAA Board of Commissioners Committee Appointments.

Chairman announced that during FY2021, the following Commissioners shall be the Chairs of the following Board Committees:

Chairman Martin: Information Technology Committee;

Vice-Chairman Harris: Human Resources/Legal/Procurement Committees;

Commissioner Pastor James Henley: Finance/Capital Program/DBE Committees; and

Commissioner LTC(R) Wright: Hawkins Field Committee.

VIII. ADJOURNMENT

Thereafter, it was moved by Commissioner Pastor Henley, seconded by Vice-Chairman Harris, and resolved by a unanimous vote of the Commissioners present, that the Meeting of the Board ADJOURNED at 6:10 p.m.

Respectfully submitted,

Mr. Robert E. Martin, Commissioner, and Chairman

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

Pastor James L. Henley, Jr., Commissioner

LTC(R) Lucius Wright, Commissioner