

SPECIAL MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS

November 13, 2008

The Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority ("Authority" or "JMAA") met in the Community Room, Main Terminal Building, Jackson-Evers International Airport, in Jackson, Mississippi, at 7:30 a.m. on Thursday, November 13, 2008 (the "Meeting"), pursuant to proper notice. A copy of the notice is attached as an exhibit to the minutes of this Meeting.

I. CALL TO ORDER/ROLL CALL/DECLARATION OF QUORUM.

Chair George E. Irvin, Sr. presided, called the Meeting to order, and called the roll of Commissioners. The following Commissioners were present in person at the Meeting:

George E. Irvin, Sr., Chair
Dr. Glenda Glover, Vice Chair
Earle Jones
Johnnie P. Patton, R. Ph.
Dr. Sylvia Stewart

Chair Irvin noted that a quorum was present in person, and announced that the Meeting was competent to proceed with the business at hand.

Dirk Vanderleest, Chief Executive Officer of the Authority, and Alan L. Moore, general legal counsel for the Authority, were also present at the Meeting.

II. AMEND BYLAWS TO CHANGE TIME OF WORK SESSIONS.

At Chairman Irvin's request, the Board considered amending the bylaws of the Authority to change the time for monthly Board Work Sessions.

After discussion, upon motion duly made by Commissioner Patton, seconded by Commissioner Stewart, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION AMENDING BYLAWS TO CHANGE THE TIME OF MONTHLY
BOARD WORK SESSIONS**

RESOLVED, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") hereby amends Paragraph 5.B. Work Sessions of the Bylaws of the Authority to change the time of the monthly Board Work Session from 7:30 a.m. to 8:30 a.m.,

effective November 21, 2008, all other provisions of Paragraph 5.B. and the Bylaws to remain the same.

III. BOARD COMMITTEE ASSIGNMENTS.

Chair Irvin appointed the following individuals to serve as Chairs of the respective Board committees listed below:

- Administration Committee: Chair, Dr. Glenda Glover.
- Hawkins Field Committee: Chair, Johnnie P. Patton, R.Ph.
- Customer Service and Marketing Committee: Earle Jones.
- Planning and Economic Development Committee: Chair, Dr. Sylvia Stewart.

Chair Irvin confirmed that the Board Chairman would continue to serve as a member of each Board committee. Because all Board committee meetings are noticed as if they are public meetings, all other Commissioners are welcome to attend all Board committee meetings.

IV. BOARD COMMITTEE SCHEDULE.

Mr. Vanderleest distributed to the Board a schedule of all Board meetings for fiscal year 2009, subject to modification by the Board from time to time.

Chair Irvin said that the Board committees, as appointed above, would meet at the times and locations indicated on the schedule distributed by Mr. Vanderleest. Mr. Moore said that he would prepare and publish a notice of the new Board committee schedule in accordance with applicable law. A copy of the schedule was directed to be attached as an exhibit to the minutes of the Meeting.

V. CHINA INITIATIVE.

Mr. Vanderleest advised the Board that Virginia Kamsky of Kamsky & Associates, the Authority's consultant regarding development of air cargo to and from China, had notified the Authority that the Chairman of the HNA Group, owner and operator of Hainan Airlines, had agreed to a reception and dinner with the JMAA Board in New York on Monday, November 24, 2008. Mr. Vanderleest said that Ms. Kamsky had invited the Board to meet at her office at 12:00 noon on November 24 to discuss the China initiative and, in particular, Hainan Airlines. Mr. Moore said that he would prepare a notice of a special meeting of the Board for the New York meeting, in compliance with applicable law.

The Board then discussed the necessity of canceling the Regular Monthly Meeting of the Board scheduled in Jackson on November 24, 2008. Mr. Moore said that a notice had already been distributed, canceling the Regular Monthly Meeting on November 24, 2008, and providing notice that all matters relating to the Authority would be considered for discussion and action at the Monthly Work Session scheduled for 7:30 a.m. on Thursday, November 20, 2008.

VI. CONGRESSIONAL VISIT.

Chair Irvin said that he had asked Commissioners Patton and Stewart to work with Mr. Vanderleest to schedule a trip to Washington, DC for the Board to discuss federal funding and legislative priorities with the Mississippi Congressional Delegation.

VII. CLOSED SESSION.

At approximately 8:20 a.m., Chair Irvin requested that the Board enter into Closed Session for the limited purpose of considering whether to enter into Executive Session for the limited purpose of discussing a personnel matter which required confidential treatment.

Upon motion duly made by Commissioner Stewart, seconded by Commissioner Patton, and unanimously approved by the affirmative votes of all Commissioners present, the Board voted to enter Closed Session.

The Board asked Mr. Moore to remain with the Board during the Closed Session. Mr. Vanderleest stepped outside of the Meeting.

At approximately 8:21 a.m., during Closed Session, Chair Irvin asked the Board to enter into Executive Session for the limited purpose of discussion and action regarding a personnel matter which required confidential treatment.

Upon motion duly made by Commissioner Jones, seconded by Commissioner Stewart, and unanimously approved by the affirmative votes of all Commissioners present, the Board voted to enter Executive Session for the limited purpose of discussion and action regarding a personnel matter which required confidential treatment.

VIII. EXECUTIVE SESSION.

At approximately 8:22 a.m., the Board met in Executive Session. Mr. Moore was asked to remain with the Board during Executive Session.

IX. OPEN SESSION.

At approximately 8:55 a.m., the Board reconvened in Open Session. The JMAA staff and public were invited to join the Meeting, but no one did.

Chair Irvin said that, during the Executive Session, the Board had considered but taken no action on a personnel matter which required confidential treatment.

X. ADJOURNMENT.

There being no further business to come before the Meeting, upon motion duly made by Commissioner Glover, seconded by Commissioner Stewart, and unanimously approved by the affirmative votes of all Commissioners present, the Meeting was adjourned.

Respectfully submitted,

George E. Irvin, Sr., Chair

Dr. Glenda Glover, Vice Chair

Earle Jones

Johnnie P. Patton, R. Ph.

Dr. Sylvia Stewart