

SPECIAL MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS

NOVEMBER 19, 2007

The Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority ("Authority" or "JMAA") met in the Community Room, Main Terminal Building at Jackson-Evers International Airport ("JEIA") in Jackson, Mississippi, at 4:00 p.m. on Monday, November 19, 2007 (the "Meeting"), pursuant to proper notice. A copy of the notice is attached as an exhibit to the minutes of the Meeting.

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

Chair Sylvia Stewart presided, called the Meeting to order, and called the roll of Commissioners. The following Commissioners were present in person at the meeting:

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

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

The following other persons were also present at the Meeting.

Dirk B. Vanderleest, JMAA Chief Executive Officer
Bonnie Wilson, JMAA Chief Operating Officer
Woody Wilson, JMAA Vice President for Facilities
Rene' Woodward, JMAA Director of Human Resources and Administration
Gary Cohen, JMAA Chief Financial Officer
Kenneth Randolph, JMAA Airport Police Commander
Denson Stasher, JMAA Director of Operations and Security
Barbara Reed, JMAA Executive Assistant
Joyce Tillman, JMAA Facilities Engineer
Jack Weldy, JMAA Properties Manager
Michael Haskins, JMAA Facilities Manager
Tonya Coakley, JMAA Access Control Technician
Cindy Crotchett, JMAA Administrative Coordinator
Larry Davis, JMAA Compliance Analyst
Karen Hatten, JMAA Purchasing Agent
Alan L. Moore, Baker Donelson Bearman Caldwell & Berkowitz

Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz
Chuck Lott, Neel-Schaffer, Inc.
Clarence Edwards, Atlantic Aviation

II. APPROVAL AND EXECUTION OF MINUTES.

- A. Special Meeting of Customer Service and Marketing Committee on October 22, 2007.
- B. Open Session and Executive Session of Regular Board Meeting on October 22, 2007.
- C. Special Work Session on November 15, 2007.

The Board considered the minutes of (i) the Special Meeting of the Customer Service and Marketing Committee on October 22, 2007, (ii) the Open Session and the Executive Session of the Regular Monthly Board Meeting on October 22, 2007, and (iii) the Special Work Session on November 15, 2007.

After discussion, upon motion duly made by Commissioner Jones, seconded by Commissioner Glover, and approved by the affirmative votes of Commissioners Stewart, Glover and Jones, with Commissioners Irvin and Patton abstaining, said minutes were approved as presented and directed to be filed in the appropriate minute book and records of the Authority.

III. PUBLIC COMMENTS.

None.

IV. REPORTS.

- A. Chief Executive Officer.
 - 1. Airport Project Manager Summary, Ending October 31, 2007.
 - 2. Airport Activity Statistics Report, Ending October 31, 2007.

Mr. Vanderleest directed the Board's attention to the Airport Project Manager Summary and the Airport Activity Statistics Report, as found in the packet distributed to the Board prior to the Meeting (the "Packet"), and discussed these reports with the Board. A copy of the Packet is attached as an exhibit to the minutes of the Meeting.

3. Employee Recognitions.

a. Employee of the Month.

- (1) October 2007: Shawn Hanks, ITT Team Leader, Facilities Department.

Mr. Vanderleest said that Mr. Hanks could not attend the Meeting, so he would be recognized and commended as Employee of the Month for October 2007 at the next Board meeting.

- (2) November 2007: Tonya Coakley, Access Control Technician, Operations and Security Department.

Mr. Vanderleest recognized and commended Ms. Coakley as Employee of the Month for November 2007.

b. Professional Development.

- (1) Karen Hatten, Purchasing Agent, Human Resources and Administration Department.

Mr. Vanderleest introduced and commended Ms. Hatten on her recent certification as a Certified Professional Buyer by the Universal Public Purchasing Certification Council (UPCC).

c. Customer Service Recognition.

- (1) Cindy Crotchett, Administrative Coordinator, Human Resources and Administration Department.

Mr. Vanderleest introduced and commended Ms. Crotchett on her recent recognition by The Something mAAgic Foundation of American Airlines for WishFlight 2007 in connection with a special flight for a young child.

B. Attorney.

Mr. Moore said he had nothing to report at this time beyond the matters on the agenda for the Meeting and the matters discussed at the Special Work Session on November 15, 2007.

V. ACTION ITEMS.

A. Financial Matters.

1. Financial Reports for October 2007: Accept.

Mr. Vanderleest discussed with the Board the Financial Reports for the Authority for the month of October 2007, as found in the Packet.

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

**RESOLUTION ACCEPTING FINANCIAL REPORTS FOR OCTOBER
2007**

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered certain financial statements for the Authority for the month and period ending October 31, 2007 (the "Financial Reports"), as (i) included in the packet distributed to the Board prior to the November 19, 2007, Special Meeting of the Board and (ii) incorporated herein by reference;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby accepts the Financial Reports.

2. Claims Docket for October 2007: Approve.

Mr. Vanderleest discussed with the Board the Claims Docket for the Authority for the month of October 2007, as set out in the Packet.

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

**RESOLUTION APPROVING AND AUTHORIZING PAYMENT OF
CLAIMS DOCKET FOR OCTOBER 2007**

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered the Claims Docket of the Authority for the month of October 2007 (the "Claims"), as (i) included in the packet distributed to the Board prior to the November 19, 2007, Special Meeting of the Board and (ii) incorporated herein by reference;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby approves and authorizes payment of the Claims in the total amount of \$1,429,154.59.

B. Service Agreements.

1. Proposal from Faith Group for Safety Management System, JEIA: Accept Proposal and Authorize Contract Negotiation.
2. T-1 Services for Internet Access, JMAA: Approve Agreement.
3. Agreement with Neel-Schaffer, Inc., JEIA: Approve Addendum.

Mr. Vanderleest directed the Board's attention to the memoranda in the Packet which described each of the matters set out above, and discussed each of these matters with the Board.

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

**RESOLUTION APPROVING AND AUTHORIZING CERTAIN ACTIONS
WITH RESPECT TO CERTAIN SERVICE AGREEMENTS**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the "Authority") has recommended that the Board of Commissioners (the "Board") of the Authority approve and authorize certain actions with respect to certain service agreements identified below, all as more particularly described in certain memoranda which were (i) included in the packet distributed to the Board prior to the November 19, 2007, Special Meeting of the Board, and (ii) incorporated herein by reference (separately, each a "Memorandum;" collectively, the "Memoranda"); and

WHEREAS, the Board has reviewed and considered said Memoranda and considered said recommendations by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, take the following action:

1. The Board approves and authorizes negotiation and execution of an agreement (the "Faith Agreement") with the Faith Group for professional services in connection with development of safety management systems for Jackson-Evers International Airport (the "Services"), said Faith Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated November 7, 2007, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
2. The Board approves and authorizes negotiation and execution of an agreement (the "AT&T Agreement") with AT&T to provide internet service to both

Jackson-Evers International Airport and Hawkins Field, said AT&T Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated November 10, 2007, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

3. The Board approves and authorizes negotiation and execution of an addendum to the Standard Form Agreement with Neel-Schaffer, Inc. (the "NS Addendum") for professional services in connection with inspection and evaluation of the uneven pavement surface on the west runway at Jackson-Evers International Airport, said NS Addendum to be in such form and to contain such terms and conditions consistent with the Memorandum dated November 6, 2007, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

4. Confidential Project.

Chair Stewart recommended and the Board agreed to defer action on this matter until later in the Meeting.

C. Construction Projects.

1. JMAA Project No. 017-06, Contract No. 017-06-249, Signage Fabrication, Installation & Related Services, JEIA: Approve Change Order No. 5 and Final Close Out.
2. JMAA Project No. 007-07, Contract No. 007-07-313, Purchase and Installation of S&C Switchgear, JEIA: Approve Change Order No. 1.
3. JMAA Project No. 005-05, Contract No. 005-05-220, Parking Garage Expansion, JEIA: Approve Supplement to Agreement.
4. JMAA Project No. 005-05, Contract No. 005-05-220, Parking Garage Expansion, Final Close Out, JEIA: Approve Change Order and Final Payment.

Mr. Vanderleest directed the Board's attention to the memoranda in the Packet which described each of the matters set out above, and discussed each of these matters with the Board.

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

**RESOLUTION APPROVING AND AUTHORIZING CERTAIN ACTIONS
WITH RESPECT TO CERTAIN CONSTRUCTION PROJECTS**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the “Authority”) has recommended that the Board of Commissioners (the “Board”) of the Authority approve and authorize execution and accomplishment of certain actions with respect to certain construction projects identified below, all as more particularly described in certain memoranda (i) included in the packet distributed to the Board prior to the November 19, 2007, Special Meeting of the Board (separately, each a “Memorandum;” collectively, the “Memoranda”) and (ii) incorporated herein by reference; and

WHEREAS, the Board has reviewed and considered said Memoranda and considered said recommendations by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, take the following action:

1. The Board approves and authorizes execution and accomplishment of Change Order No. 5 and Final Close Out of Contract No. 017-06-249 with One Stop Sign and Safety for signage fabrication, installation and related services at Jackson-Evers International Airport, as more particularly described in the Memorandum dated November 6, 2007, relating to this matter and the attachments thereto.
2. The Board approves and authorizes execution and accomplishment of Change Order No. 1 to Contract No. 007-07-313 with Webster Electric Co., Inc. for purchase and installation of certain S&C switchgear at Jackson-Evers International Airport, as more particularly described in the Memorandum dated November 6, 2007, relating to this matter and the attachments thereto.
3. The Board approves and authorizes execution and accomplishment of a certain Supplement No. 4 to the Standard Form Agreement for engineering services with Walker Parking Consultants for design and construction oversight services in connection with expansion of the existing parking garage at Jackson-Evers International Airport, as more particularly described in the Memorandum dated November 6, 2007, relating to this matter, said Supplement No. 4 to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
4. The Board approves and authorizes (i) an extension of the time to complete the contract by 94 days and (ii) final close out of Contract No. 005-05-220 with Yates/Brashears for expansion of the existing parking garage at Jackson-Evers International Airport, all as more particularly described in the

Memorandum dated November 13, 2007, relating to this matter and the attachments thereto.

D. Procurements.

There was no discussion or action taken regarding procurements at the Meeting.

E. Lease and Concession Agreements.

1. Lease Agreement with Community Bank, JEIA: Approve Renewal Amendment.

Mr. Vanderleest directed the Board's attention to the memorandum dated November 11, 2007, in the Packet which described this matter, and discussed this matter with the Board.

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

**RESOLUTION APPROVING AND AUTHORIZING RENEWAL
AMENDMENT TO LEASE AGREEMENT WITH COMMUNITY BANK**

WHEREAS, CB Aviation, LLC ("CB Aviation"), an affiliate of Community Bank, formerly subleased a certain hangar at Jackson-Evers International Airport (the "ChemFirst Hangar") from DuPont, Inc. ("DuPont"); and

WHEREAS, DuPont's lease of the ChemFirst Hangar expired on August 31, 2007, and since that time, CB Aviation has continued to occupy the ChemFirst Hangar as a tenant at will; and

WHEREAS, the Jackson Municipal Airport Authority (the "Authority"), which operates Jackson-Evers International Airport and owns (i) the real property on which the ChemFirst Hangar is located and (ii) the ChemFirst Hangar, wishes to enter into a lease of the ChemFirst Hangar for a period of six months with CB Aviation (the "CB Aviation Lease"), all as more particularly described in that certain memorandum dated November 11, 2007, relating to this matter and (i) included in the packet distributed to the Board prior to the November 19, 2007, Special Meeting of the Board (the "Memorandum") and (ii) incorporated herein by reference; and

WHEREAS, CB Aviation has agreed in principal to the terms and conditions of the proposed CB Aviation Lease, a copy of which is attached as an exhibit to the minutes of said Special Meeting of the Board on November 19, 2007; and

WHEREAS, the Board of Commissioners (the "Board") of the Authority has considered the foregoing and reviewed the terms and conditions of the CB Aviation Lease, and has reviewed the Memorandum;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, approve and authorize execution and delivery of the CB Aviation Lease.

F. Grants.

There was no discussion or action regarding grants at the Meeting.

G. Other Matters.

1. Resolutions Commending Service of Former Commissioners J. H. “Tommy” Thames and J. R. Jones.

Chair Stewart then requested that the Board approve and adopt certain resolutions commending the service of former Commissioners J. H. “Tommy” Thames and J. R. Jones.

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

RESOLUTION COMMENDING J. H. “TOMMY” THAMES, JR. FOR HIS SERVICE ON THE BOARD OF COMMISSIONERS OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY

WHEREAS, the Jackson Municipal Airport Authority was created by the City of Jackson, Mississippi, in accordance with applicable law to operate Jackson-Evers International Airport in Rankin County, Mississippi, and Hawkins Field in Hinds County, Mississippi; and

WHEREAS, the Jackson Municipal Airport Authority is governed by a Board of Commissioners, each member of which is appointed by the Mayor of the City of Jackson and confirmed by the City Council of the City of Jackson for a five (5) year term; and

WHEREAS, J. H. “Tommy” Thames, Jr. was appointed by the Mayor of the City of Jackson and confirmed by the City Council of the City of Jackson on November 26, 2002, to serve on the Board of Commissioners of the Jackson Municipal Airport Authority; and

WHEREAS, J. H. “Tommy” Thames, Jr. served on the Board of Commissioners of the Jackson Municipal Airport Authority until November 7, 2006; and

WHEREAS, during his service on the Board of Commissioners of the Jackson Municipal Airport Authority, J. H. “Tommy” Thames, Jr. served as Vice-Chairman and Chairman of the Board of Commissioners, and provided outstanding leadership and vision to the Board and the Authority; and

WHEREAS, Jackson-Evers International Airport, Hawkins Field, the City of Jackson, the surrounding community, and State of Mississippi were greatly enhanced by J. H. “Tommy” Thames, Jr. during his service on the Board of Commissioners of the Jackson Municipal Airport Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board of Commissioners of the Jackson Municipal Airport Authority hereby expresses its deepest appreciation and thanks to J. H. “Tommy” Thames, Jr. for his commitment to public service, collegiality, wisdom, advice and numerous contributions to the Jackson Municipal Airport Authority, the City of Jackson, the surrounding community, and State of Mississippi while serving on the Board of Commissioners of the Jackson Municipal Airport Authority.

**RESOLUTION COMMENDING J. R. JONES FOR HIS SERVICE ON THE
BOARD OF COMMISSIONERS OF THE JACKSON MUNICIPAL
AIRPORT AUTHORITY**

WHEREAS, the Jackson Municipal Airport Authority was created by the City of Jackson, Mississippi, in accordance with applicable law to operate Jackson-Evers International Airport in Rankin County, Mississippi, and Hawkins Field in Hinds County, Mississippi; and

WHEREAS, the Jackson Municipal Airport Authority is governed by a Board of Commissioners, each member of which is appointed by the Mayor of the City of Jackson and confirmed by the City Council of the City of Jackson for a five (5) year term; and

WHEREAS, J. R. Jones was appointed by the Mayor of the City of Jackson and confirmed by the City Council of the City of Jackson on November 26, 2002, to serve on the Board of Commissioners of the Jackson Municipal Airport Authority; and

WHEREAS, J. R. Jones served on the Board of Commissioners of the Jackson Municipal Airport Authority until July 3, 2007; and

WHEREAS, during his service on the Board of Commissioners of the Jackson Municipal Airport Authority, J. R. Jones served as Vice-Chairman and Chairman of the Board of Commissioners, and provided outstanding leadership and vision to the Board and the Authority; and

WHEREAS, Jackson-Evers International Airport, Hawkins Field, the City of Jackson, the surrounding community, and State of Mississippi were greatly enhanced by J. R. Jones during his service on the Board of Commissioners of the Jackson Municipal Airport Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board of Commissioners of the Jackson Municipal Airport Authority hereby expresses its deepest appreciation and thanks to J. R. Jones for his commitment to public service, collegiality, wisdom,

advice and numerous contributions to the Jackson Municipal Airport Authority, the City of Jackson, the surrounding community, and State of Mississippi while serving on the Board of Commissioners of the Jackson Municipal Airport Authority.

H. Continuation of B: Service Agreements.

4. Confidential Project.

VI. CLOSED SESSION.

At approximately 4:30 p.m., Chair Stewart requested that the Board consider entering Closed Session to discuss whether to enter into Executive Session for the limited purpose of discussing the terms and conditions by which the Authority might lease certain real property at Jackson-Evers International Airport in connection with a project which required confidential treatment in accordance with applicable law.

After discussion, upon motion duly made by Commissioner Glover, seconded by Commissioner Jones, and unanimously approved by the affirmative votes of all Commissioners present, the Board agreed to enter into Closed Session for the limited purpose of considering whether to enter into Executive Session to discuss the terms and conditions by which the Authority might lease certain real property at Jackson-Evers International Airport in connection with a project which required confidential treatment in accordance with applicable law. The Board asked Mr. Vanderleest, Ms. Wilson, Mr. Moore and Mr. Wagner to remain during the Closed Session. All others present at the Meeting, other than the Board itself, then left the Meeting.

VII. EXECUTIVE SESSION.

At approximately 4:35 p.m., the Board considered whether to enter into Executive Session for the limited purpose of discussing the terms and conditions by which the Authority might lease certain real property at Jackson-Evers International Airport in connection with a project which required confidential treatment in accordance with applicable law.

Upon motion duly made by Commissioner Glover, seconded by Commissioner Jones, and unanimously approved by the affirmative votes of all Commissioners present, the Board agreed to enter into Executive Session for the limited purpose of discussing the terms and conditions by which the Authority might lease certain real property at Jackson-Evers International Airport in connection with a project which required confidential treatment in accordance with applicable law. The Board asked Mr. Vanderleest, Ms. Wilson, Mr. Moore and Mr. Wagner to remain during the Executive Session.

Ms. Wilson then stepped outside the Community Room and told those outside the Meeting that the Board had voted to go into Executive Session to discuss the terms and conditions by which the Authority might lease certain real property at Jackson-Evers International Airport in connection with a project which required confidential treatment in accordance with applicable law.

The Board then met in Executive Session to discuss the terms and conditions by which the Authority might lease certain real property at Jackson-Evers International Airport in connection with a project which required confidential treatment in accordance with applicable law.

VIII. OPEN SESSION.

At approximately 4:45 p.m., Chair Stewart invited the staff of the Authority and the public back into the Meeting, and the Board reconvened the Meeting in Open Session.

Chair Stewart announced that, during the Executive Session, the Board had unanimously agreed to take the following actions:

- The Board agreed to negotiate and enter into an addendum to the Standard Form Agreement between the Authority and Waggoner Engineering, Inc. (“WEI”) to employ WEI to provide a survey, surface transportation plans, wetlands evaluation, infrastructure evaluation, plans for additional infrastructure, and related services in connection with the project (the “Addendum”), said Addendum to be in such form and to contain such terms and conditions as may be deemed appropriate by the Chief Executive Officer of the Authority as evidenced by his execution thereof.
- The Board authorized the Chief Executive Officer to negotiate and enter into an agreement with Fountain Construction Company, Major Associates, Inc., Mark S. Jordan, and other parties or a combination thereof (the “Joint Venture Agreement”), in order to make a joint proposal to be submitted for the project (the “Proposal”), said Joint Venture Agreement and said Proposal to be in such forms and to contain such terms and conditions as may be deemed appropriate by the Chief Executive Officer of the Authority as evidenced by his execution thereof.
- The Board authorized preparation and delivery of the Proposal to the firm handling the project.

IX. CONTINUATION OF G: OTHER MATTERS.

2. Administrative Matters.

Commissioner Irvin said that he wished to discuss several administrative matters with the Board relating to record keeping at the Regular Monthly Work Session on January 24, 2007.

X. DISCUSSION: STRATEGIC INITIATIVES.

There was no further discussion or action taken regarding strategic initiatives at the Meeting.

XI. ADJOURNMENT.

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

Respectfully submitted,

Dr. Sylvia Stewart, Chair

Dr. Glenda Glover, Vice Chair

George E. Irvin, Sr.

Earle Jones

Johnnie P. Patton, R. PH.