REGULAR BOARD MEETING OF JACKSON MUNICIPAL AIRPORT AUTHORITY BOARD OF COMMISSIONERS NOVEMBER 25, 2019

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

The Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority" and "JMAA") convened its November 25, 2019 Regular Board Meeting in the Community Room, Main Terminal Building, at the Jackson-Medgar Wiley Evers International Airport ("JAN"), in Jackson, Mississippi, at 4:00 p.m. on Monday, November 25, 2019 (the "Meeting"), pursuant to proper notice.

Chairman LaWanda D. Harris, presided, called the Meeting to order at 4:00 p.m., and called the roll of Commissioners.

The following Commissioners were present, in person, during roll call, for a quorum at the Board Meeting:

LaWanda D. Harris, Chairman Robert E. Martin, Vice-Chairman Lee A. Bernard Jr., Commissioner Pastor James L. Henley Jr., Commissioner LTC(R) Lucius Wright, Commissioner

Chairman Harris announced that a quorum was present at the Meeting, as required by the Bylaws of the Authority, and announced that the Meeting would proceed with discussion of the Agenda (the "Agenda") for the Regular Board Meeting, scheduled for Monday, November 25, 2019, at the Jackson-Medgar Wiley Evers International Airport ("JAN"), in Jackson, Mississippi, at 4:00 p.m. The following other persons were also present at the Meeting:

Darion Warren, CFM, JMAA's Interim 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 11-25-19

II. INVOCATION

Commissioner Pastor James L. Henley Jr. gave the Invocation.

III. APPROVAL OF BOARD NOTICES

A. Notice of the Monthly Pre-Work Session, November 15, 2019, at Noon.

RESOLUTION CY-2019-172

APPROVAL OF THE NOTICE OF THE NOVEMBER 15, 2019 PRE-WORK SESSION; AT NOON

After discussion and review, and upon the motion made by Vice-Chairman Martin, seconded by Commissioner Bernard, and approved by a unanimous vote, the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Notice of the November 15, 2019 Pre-Work Session at Noon.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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IV. APPROVAL AND EXECUTION OF MINUTES

- A. Regular Scheduled Work Session of the Board of Commissioners, Thursday, October 24, 2019, at 8:30 a.m.
- B. Rescheduled Meeting of the Board of Commissioners, Friday, October 25, 2019, at 6:00 p.m.

RESOLUTION CY-2019-173

APPROVAL OF THE MINUTES OF THE: (I) OCTOBER 24, 2019 REGULAR MONTHLY WORK SESSION; AND (II) OCTOBER 25, 2019 RESCHEDULED MONTHLY BOARD MEETING

After discussion and review, and upon the motion made by Commissioner Pastor Henley, and seconded by Commissioner LTC(R) Wright, the Minutes of the October 24, 2019 Regular Work Session and the Minutes of the October 25, 2019 Rescheduled Monthly 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 October 24, 2019 Regular Monthly Work Session, and the Minutes of the October 25, 2019 Rescheduled Board Meeting, as presented, and directs that said Minutes be filed in the appropriate Minute Book and Records of the Authority.

Yeas: Bernard, Harris, Henley, Martin, Wright

Navs: None

Abstentions: None

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V. PUBLIC COMMENTS

None.

VI. REPORTS

A. Report from the Chairman

Chairman Harris announced that change is inevitable, and JMAA needs to embrace change.

B. Interim Chief Executive Officer

1. Airport Project Manager Summary, Period Ending October 31, 2019
......Page 1¹

Mr. Darion Warren, Interim CEO, then directed the Board's attention to the Airport Project Manager Summary ("APMS"), found at pages 1-15 in the November 25, 2019 Regular Board Meeting Packet and distributed to the Board before the November 25, 2019 Regular Board Meeting. The Board reviewed the Report and had no questions.

2. Airport Activity Statistics Report, Period Ending October 31, 2019
......Page 16

Next, Mr. Warren directed the Board's attention to the Airport Activity Statistics Report ("AASR"), found at pages 16-28 in the November 25, 2019 Regular Board Meeting Packet and distributed to the Board before the November 25, 2019 Regular Board Meeting. The Board reviewed the Report and had no questions.

3. Staff Introduction

Mr. Warren announced that there is a new Staff Member at JMAA and introduced Mr. Bryan Gleason as JMAA's new Director of the Disadvantaged Business Enterprise ("DBE"). He then directed Mr. Gleason to approach the podium and address the Board. Mr. Gleason addressed the Board and provided his education and background experience and stated that he is ready for the challenge of working as the DBE Director. Lastly, he thanked the Board for the opportunity to serve.

C. Attorney

Attorney Walker announced that there are several Resolutions for the Board to consider at an

¹ The page numbers herein are the page numbers contained in the Meeting Packet which is attached as an Exhibit to the November 25, 2019 Regular Board Meeting ("Meeting") Minutes.

appropriate time. He noted that the Resolutions were sent to each Commissioner prior to the Board Meeting. Further, Attorney Walker added that there are several matters that he believes the Board should consider during an Executive Session. Therefore, he recommended the Board enter into Closed Session to discuss those matters at an appropriate time.

VII. ACTION ITEMS

Chairman Harris then announced that at a later point on the Board Meeting Agenda, the Board would address service items No. 3, at page 52, and item No. 5, at page 59.

A. Financial Matters

1. Financial Reports for October 2019:

- a. Balance Sheet: Accept......Page 29
- b. Income Statement: Accept......Page 31

RESOLUTION CY-2019-174

RESOLUTION ACCEPTING/APPROVING THE OCTOBER 2019 BALANCE SHEET

Upon motion by Commissioner Pastor Henley, and seconded by Vice-Chairman Martin, 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 October 31, 2019, which is included in the Packet at pages 29-30, and was distributed to the Board prior to the November 25, 2019 Regular Board Meeting.

IT IS, THEREFORE, RESOLVED that the Board hereby accepts and approves the October 2019 Balance Sheet.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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The Board then held some discussion regarding the Income Statement and amended the Motion regarding the October 2019 Balance Sheet to include the October 2019 Income Statement as follows:

RESOLUTION CY-2019-175

RESOLUTION AMENDING RESOLUTION CY-2019-174 TO INCLUDE THE

OCTOBER INCOME STATEMENT

Upon motion by Chairman Harris, and seconded by Commissioner Pastor Henley, 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") desires to amend Resolution CY-2019-174 to include approval of the October 2019 Income Statement after considering the language of Resolution CY-209-174.

IT IS, THEREFORE, RESOLVED that Resolution CY-2019-174 is amended to read as follows:

RESOLUTION CY-2019-174

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

Upon motion by Commissioner Pastor Henley, and seconded by Vice-Chairman Martin, 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 and Income Statement (the "Financial Reports") for the month and period ending October 31, 2019, which are included in the Packet at pages 29-32, and were distributed to the Board prior to the November 25, 2019 Regular Board Meeting.

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

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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c. Claims Docket for October 2019: Approve......Page 33

Commissioner LTC(R) Wright referenced Claim No. 96920 asked why it has appeared on the docket on numerous occasions.

In response, Mr. Leroy Lee, Maintenance Manager, informed the Board that Boots and More claims appear on the Claims Docket often because each year JMAA purchases new steel toe boots from Boots and More for maintenance personnel. Mr. Lee confirmed that Claim No. 96920 is for one (1) set of boots for a newly hired employee. He also informed the Board that there are currently seventeen (17) employees in the Maintenance Department.

The Board held some additional discussion and then considered the October Claims Docket.

RESOLUTION CY-2019-176

RESOLUTION ACCEPTING/APPROVING THE OCTOBER 2019 CLAIMS DOCKET

Upon motion by Vice-Chairman Martin, seconded by Commissioner Bernard, 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 Claims Docket for the month and period ending October 31, 2019, which is included in the Packet at pages 33-36, and was distributed to the Board prior to the November 25, 2019 Regular Board Meeting.

IT IS, THEREFORE, RESOLVED that the Board hereby authorizes payment of the claims appearing on the October 2019 Claims Docket in the amount of \$2,704,364.39.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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d. Early Issue

Next, Chairman Harris announced that the Board would consider an early issue regarding the purchase of an advertisement in the amount One Hundred Dollars (\$100.00) from Omega Psi Phi Fraternity, Inc.

RESOLUTION CY-2019-177

RESOLUTION AUTHORIZING AN EARLY ISSUE PAYMENT OF ONE HUNDRED DOLLARS (\$100.00) TO OMEGA PSI PHI FRATERNITY, INC. FOR A JMAA ADVERTISEMENT

Upon motion by Vice-Chairman Martin, seconded by Chairman Harris, the following **RESOLUTION** was made and approved by majority vote 3-0-2.

WHEREAS, the Board desires to make an early issue payment of One Hundred Dollars (\$100.00) to Omega Psi Phi Fraternity, Inc., for a JMAA advertisement.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized to make an early issue payment of One Hundred Dollars (\$100.00) to Omega Psi Phi Fraternity, Inc., for a JMAA advertisement.

Yeas: Harris, Martin, Wright

Nays: None

Abstentions: Bernard, Henley

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B. Construction Projects

In response to Vice-Chairman Martin's question as to what happens to the FAA Staff while the roof is being replace, Mr. Warren informed that Board that FAA employees will be able to occupy the building during the construction phase of the project. Next, Mr. Warren informed the Board that the anticipated construction time is ninety (90) to one hundred (100) days.

Vice-Chairman Martin requested that he be informed of the progress regarding the roof replacement as a FAA representative previously emailed him regarding the project.

RESOLUTION CY-2019-178

RESOLUTION REGARDING THE FEDERAL AVIATION ADMINISTRATION BUILDING ROOF REPLACEMENT PROJECT AT JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT ("JAN") GRANTING: (I) JMAA STAFF AUTHORITY TO ADVERTISE FOR COMPETITIVE BIDS; (II) APPROVAL OF THE CONSTRUCTION BUDGET PLUS CONTINGENCY AMOUNT NOT TO EXCEED \$631,803.00; AND (III) APPROVAL OF THE TOTAL PROJECT BUDGET OF \$727,803.00

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

WHEREAS, the Jackson Municipal Airport Authority ("JMAA") Staff is requesting: (i) authority to advertise a Request for Bids ("RFB") for construction services in connection with

the Federal Aviation Administration Building Roof Replacement project at Jackson-Medgar Wiley Evers International Airport ("JAN"); (ii) approval of the construction budget plus contingency amount not to exceed \$631,803.00; and (iii) approval of the total project budget of \$727,803.00; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated November 25, 2019, located at pages 37-39 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) JMAA Staff is authorized to advertise a Request for Bids ("RFB") for construction services in connection with the Federal Aviation Administration Building Roof Replacement project at Jackson-Medgar Wiley Evers International Airport ("JAN"); (ii) the construction budget plus contingency amount not to exceed \$631,803.00 is approved; and (iii) the total project budget of \$727,803.00 is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated November 25, 2019, found at pages 37-39 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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Chairman Harris announced that she would entertain a motion to table this item as the Board believes further due diligence on the recommended company needs to be done. She stated that it was brought to her attention that the recommended company had issues on a recent project that were not disclosed to JMAA.

The Board, along with Interim CEO Warren, held further discussion about the due diligence that the Board is requesting.

Commissioner Pastor Henley moved to table this item until December 2019. The motion was seconded by Vice-Chairman Martin, and the motion to table was approved by a unanimous vote.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

C. Procurements

None.

D. Service Agreements

RESOLUTION CY-2019-179

RESOLUTION AUTHORIZING JACKSON MUNICIPAL AIRPORT AUTHORITY STAFF TO AWARD AND EXECUTE, AFTER REVIEW BY JMAA'S LEGAL COUNSEL, AN AGREEMENT WITH APPLIED PAVEMENT TECHNOLOGY, INC. ("APT") FOR PROFESSIONAL ENGINEERING SERVICES IN CONNECTION WITH THE PAVEMENT MANAGEMENT PROGRAM AT THE HAWKINS FIELD AIRPORT

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

WHEREAS, the Jackson Municipal Airport Authority ("JMAA") Staff is requesting authority to award and execute, after review by JMAA's legal counsel, a service agreement with Applied Pavement Technology, Inc. ("APT"), an Illinois Corporation, headquartered in Urbana, Illinois for professional engineering services in connection with the implementation of a Pavement Management Program ("PMP"), for fees and expenses in an amount not to exceed \$187,448.00; and

WHEREAS, APT will be supported by Myriad Engineering Solutions, LLC of Jackson, MS ("Myriad"), a Mississippi Limited Liability Company, certified as a Disadvantaged Business Enterprise ("DBE") by the Mississippi Department of Transportation, JMAA, the Mississippi Developmental Authority, and City of Jackson, MS, to perform Pavement Condition Index ("PCI") inspection and training services, and PAVER and Capital Improvement Program ("CIP") development services, at a DBE participation level of approximately 15.35%; and

WHEREAS, Myriad shall be paid 15.35% of the amount paid to APT under the proposed amended Agreement; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated November 25, 2019, located at pages 44-47 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that Staff is authorized to award and execute, after review by JMAA's legal counsel, a service agreement with Applied Pavement Technology, Inc. ("APT"), an Illinois Corporation, headquartered in Urbana, Illinois for professional

engineering services in connection with the implementation of a Pavement Management Program ("PMP") for fees and expenses in an amount not to exceed \$187,448.00; and

IT IS, THEREFORE, FURTHER RESOLVED that APT will be supported by Myriad Engineering Solutions, LLC of Jackson, MS ("Myriad"), a Mississippi Limited Liability Company, certified as a Disadvantaged Business Enterprise ("DBE") by the Mississippi Department of Transportation, JMAA, the Mississippi Developmental Authority, and City of Jackson, MS, to perform Pavement Condition Index ("PCI") inspection and training services, and PAVER and Capital Improvement Program ("CIP") development services, at a DBE participation level of approximately 15.35%; and

IT IS, THEREFORE, FURTHER RESOLVED Myriad shall be paid 15.35% of the amount paid to APT under the proposed amended Agreement; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated November 25, 2019, found at pages 44-47 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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RESOLUTION CY-2019-180

RESOLUTION AUTHORIZING JACKSON MUNICIPAL AIRPORT AUTHORITY STAFF TO AWARD AND EXECUTE, AFTER REVIEW BY JMAA'S LEGAL COUNSEL, AN AGREEMENT WITH APPLIED PAVEMENT TECHNOLOGY, INC. ("APT") FOR PROFESSIONAL ENGINEERING SERVICES IN CONNECTION WITH THE PAVEMENT MANAGEMENT PROGRAM AT THE JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT

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

WHEREAS, the Jackson Municipal Airport Authority ("JMAA") Staff is requesting authority to award and execute, after review by JMAA's legal counsel, a service agreement with Applied Pavement Technology, Inc. ("APT"), an Illinois Corporation, headquartered in Urbana, Illinois, for professional engineering services in connection with the implementation of a Pavement Management Program ("PMP") for fees and expenses in an amount not to exceed \$325,776.00; and

WHEREAS, APT will be supported by Myriad Engineering Solutions, LLC of Jackson, MS ("Myriad"), a Mississippi Limited Liability Company, certified as a Disadvantaged Business Enterprise ("DBE") by the Mississippi Department of Transportation, JMAA, the Mississippi Departmental Authority, and City of Jackson, MS to perform Pavement Condition Index ("PCI") survey, inspection, and training services, as well as, PAVER and Capital Improvement Program ("CIP") development services, at a DBE participation level of approximately 13.79%; and

WHEREAS, Myriad shall be paid 13.79% of the amount paid to APT under the proposed amended Agreement; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated November 25, 2019, located at pages 48-51 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that Staff is authorized to award and execute, after review by JMAA's legal counsel, a service agreement with to Applied Pavement Technology, Inc. ("APT"), an Illinois Corporation, headquartered in Urbana, Illinois for professional engineering services in connection with the implementation of a Pavement Management Program ("PMP") for fees and expenses in an amount not to exceed \$325,776.00; and

IT IS, THEREFORE, FURTHER RESOLVED that APT will be supported by Myriad Engineering Solutions, LLC of Jackson, MS ("Myriad"), a Mississippi Limited Liability Company, certified as a Disadvantaged Business Enterprise ("DBE") by the Mississippi Department of Transportation, JMAA, the Mississippi Departmental Authority, and City of Jackson, MS to perform Pavement Condition Index ("PCI") survey, inspection, and training services, as well as, PAVER and Capital Improvement Program ("CIP") development services, at a DBE participation level of approximately 13.79%; and

IT IS, THEREFORE, FURTHER RESOLVED Myriad shall be paid 13.79% of the amount paid to APT under the proposed amended Agreement; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated November 25, 2019, found at pages 48-51 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin, Wright

Navs: None

Abstentions: None

November 25, 2019

3. Runway 16L/34R Taxiway Alpha and Cross Connector Taxiways Pavement Rehabilitation, JAN: Authorization to (i) Amend Existing Professional Service Contract Agreement (Integrated Management Services Agreement);

Chairman Harris announced that the Board would consider the Agenda Item at a later point during the Meeting. Chairman Harris then moved to the next item on the Agenda.

4. Professional State Legislative and Consulting Services, JMAA: Authorization to (i) execute a Professional Service Agreement (The Daniels Group); (ii) Approval of a Monthly Fee; and (iii) Approval of the Maximum Fee for Services and Expenses for the Term of the Agreement........Page 57

RESOLUTION CY-2019-181

RESOLUTION: (I) AUTHORIZING JMAA'S STAFF TO EXECUTE, AFTER REVIEW BY JMAA'S LEGAL COUNSEL, A PROFESSIONAL SERVICES AGREEMENT WITH THE DANIELS GROUP, LLC FOR STATE LEGISLATIVE CONSULTING SERVICES ON BEHALF OF JMAA; (II) APPROVING THE FEE AMOUNT OF \$7,500.00 PER MONTH; AND (III) APPROVING THE MAXIMUM FEE AMOUNT OF \$100,000.00 FOR SERVICES AND EXPENSES DURING THE TERM OF THE AGREEMENT

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

WHEREAS, the Jackson Municipal Airport Authority ("JMAA") Staff is requesting: (i) authority to execute, after review of JMAA's legal counsel, a professional service agreement between the Jackson Municipal Airport Authority ("JMAA") and The Daniels Group, LLC ("TDG") for state legislative consulting services in Mississippi for one (1) year beginning on December 1, 2019, and ending on November 30, 2020 ("Agreement"); (ii) approval of a fee in the amount of \$7,500.00 per month; and (iii) approval of the total not to exceed fee amount of \$100,000.00 for services and expenses during the term of the Agreement; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated November 25, 2019, located at pages 57-58 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) Staff is authorized to execute, after review of JMAA's legal counsel, a professional service agreement between the Jackson Municipal Airport Authority ("JMAA") and The Daniels Group, LLC ("TDG") for state legislative consulting services in Mississippi for one (1) year beginning on December 1, 2019, and ending on November 30, 2020 ("Agreement"); (ii) the fee amount of \$7,500.00 per month is approved; and (iii) the total not to exceed amount of \$100,000.00 for services and expenses during the term of the Agreement is approved; and

IT IS, THEREFORE FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated November 25, 2019, found at pages 57-58 of the Meeting Packet.

Yeas: Bernard, Harris, Martin, Wright

Nays: None

Abstentions: Henley

November 25, 2019

5. Professional Federal and Legislative Consulting Services, JMAA:
Authorization to: (i) Execute a Professional Services Agreement (Elevate);
(ii) Approval of the Monthly Fee; (iii) Approval of the Maximum Gross
Amount for Services and Expenses for the Term of the
Agreement.......Page 59

Chairman Harris announced that the Board would consider this Agenda Item at a later point during the Meeting. Chairman Harris then moved to the next item on the Agenda.

Vice-Chairman Martin requested a description of the services that Fahrenheit Creative Group ("Fahrenheit") was performing as sub-contractor on the project with UBMi.

In response, Mr. Warren, Interim CEO, informed the Board that Fahrenheit's scope of work with UBMi is separate from its prime contract with JMAA regarding marketing strategies. Regarding its prime contract with JMAA, it works directly with JMAA. He added that members of Fahrenheit were present at the Board Meeting to speak on the scope of work as to both projects.

Next, Mr. Jason Thompson, Fahrenheit's representative, addressed the Board. He explained that the work Fahrenheit does with UBMi focuses on graphic design and marketing research related to air service. Whereas, the work Fahrenheit performs on its prime contract with JMAA is focused on implementing and developing the marketing strategy for JMAA.

Afterward, the Board and Mr. Thompson discussed the results of Fahrenheit's marketing strategy. At the conclusion of the discussion, Chairman Harris informed Mr. Thompson that the Board hopes to see more marketing strategies implemented outside of the specific zip codes provided to the Board during Fahrenheit's previous discussion about its marketing work with the Board.

RESOLUTION CY-2019-182

RESOLUTION: (I) AUTHORIZING JACKSON MUNICIPAL AIRPORT AUTHORITY STAFF TO EXECUTE, AFTER REVIEW BY JMAA'S LEGAL COUNSEL, AMENDMENT NO. 2 TO THE EXISTING AGREEMENT WITH UBMI PRINCETON, LLC; (II) APPROVING THE ADDITIONAL FEES AND EXPENSES IN AN AMOUNT NOT TO EXCEED \$60,000.00; AND (III) APPROVING THE NEW PROPOSED BUDGET AMOUNT NOT TO EXCEED \$190,000.00

Upon motion by Commissioner Pastor Henley, seconded by Commissioner Bernard, the following **RESOLUTION** was made and approved by a majority vote 4-0-1.

WHEREAS, the Jackson Municipal Airport Authority ("JMAA") Staff is requesting: (i) authority to execute, after review by JMAA's legal counsel, Amendment No. 2, to extend for one (1) year the existing professional services agreement ("Agreement") with UBMi Princeton, LLC ("UBMi"), a New York Corporation, registered to do business in Mississippi, for air service development consulting services; (ii) approval of the proposed additional fees and expenses in an amount not to exceed \$60,000.00 for the one (1) year extension; and (iii) approval of the new proposed project budget amount not to exceed \$190,000.00; and

WHEREAS, UBMi shall continue to subcontract with Fahrenheit Creative Group ("Fahrenheit"), a Mississippi limited liability company, and certified Disadvantaged Business Enterprise ("DBE") located in the City of Jackson, MS, to perform market research and advertising services regarding the proposed amended agreement with JMAA, and Fahrenheit shall be paid twenty percent (20%) of the amount paid to UBMi under the proposed amended Agreement; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated November 25, 2019, located at pages 62-64 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) Staff is authorized to execute, after review by JMAA's legal counsel, Amendment No. 2, to extend for one (1) year the existing professional services agreement ("Agreement") with UBMi Princeton, LLC ("UBMi"), a New York Corporation, registered to do business in Mississippi, for air service development consulting services; (ii) the proposed additional fees and expenses in an amount not to exceed \$60,000.00 for the one (1) year extension are approved; and (iii) the new proposed project budget amount not to exceed \$190,000.00 is approved; and

IT IS, THEREFORE FURTHER RESOLVED that UBMi shall continue to subcontract with Fahrenheit Creative Group ("Fahrenheit"), a Mississippi limited liability company, and certified Disadvantaged Business Enterprise ("DBE") located in the City of Jackson, MS, to perform market research and advertising services regarding the proposed amended agreement with JMAA and Fahrenheit shall be paid twenty percent (20%) of the amount paid to UBMi under the proposed amended Agreement; and

IT IS, THEREFORE FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated November 25, 2019, found at pages 62-64 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Wright

Nays: None

Abstentions: Martin

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E. Grants

None

F. Other Matters

RESOLUTION CY-2019-183

RESOLUTION **AUTHORIZING** THE **JACKSON MUNICIPAL AIRPORT** AUTHORITY STAFF TO HOST THE **NATIONAL** WEATHER SERVICE/NATIONAL HURRICANE CENTER HURRICANE AWARENESS TOUR AT THE JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT ON WEDNESDAY, MAY 6, 2020

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

WHEREAS, the Jackson Municipal Airport Authority ("JMAA") Staff is requesting: (i) authority to host the National Weather Service/National Hurricane Center ("NWS/NHC") Hurricane Awareness Tour at the Jackson-Medgar Wiley Evers International Airport ("JAN"), on Wednesday, May 6, 2020 ("Tour"); (ii) approval of expense payments not to exceed \$1,200.00 related to restroom trailer rentals; and (iii) approval of five (5) JMAA employees to serve as badged escorts to secure the access of members of the public to the South Cargo Ramp to comply with Transportation Security Administration ("TSA") regulations; and

WHEREAS, the Tour will include a briefing and educational platform as well as two (2) static aircraft displays, and the display will include a C-130J Aircraft stationed at the 53rd Weather Reconnaissance Squadron and a Department of Commerce/National Oceanic and Atmospheric Administration ("NOAA") P-3 Orion Aircraft; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated November 25, 2019, located at pages 65-66 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) Staff is authorized to host the National Weather Service/National Hurricane Center ("NWS/NHC") Hurricane Awareness Tour at the Jackson-Medgar Wiley Evers International Airport ("JAN"), on Wednesday, May 6, 2020 ("Tour"); (ii) the expense payments, not to exceed \$1,200.00, related to restroom trailer rentals are approved; and (iii) five (5) JMAA employees are approved to serve as badged escorts to secure the access of members of the public to the South Cargo Ramp to comply with Transportation Security Administration ("TSA") regulations; and

IT IS, THEREFORE FURTHER RESOLVED that the Tour will include a briefing and educational platform as well as two (2) static aircraft displays, and the display will include a C-130J Aircraft stationed at the 53rd Weather Reconnaissance Squadron and a Department of Commerce/National Oceanic and Atmospheric Administration ("NOAA") P-3 Orion aircraft; and

IT IS, THEREFORE FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated November 25, 2019, found at pages 65-66 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

November 25, 2019

OPEN SESSION

The Board, pursuant to the motion of Commissioner Pastor Henley, seconded by Vice-Chairman Martin, by a unanimous vote, resolved to close the Meeting. Chairman Harris asked all, except Mr. Darion Warren, Interim CEO, and attorneys from Walker Group, PC, to vacate the room.

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

The Board went into Closed Session at 4:36 p.m.

CLOSED SESSION

After discussion regarding matters proposed to be discussed in Executive Session, Commissioner Pastor Henley moved that the Board enter Executive Session to consider: a pending litigation matter, JMAA v. Bryant et al.; a current litigation matter, City of Jackson, MS Annexation cases; a pending litigation matter, Jessie Jones v. Yolanda Commons and JMAA; a personnel matter regarding current and former employees; a potential litigation matter regarding a construction project; a potential litigation regarding a contract matter; a personnel matter regarding a prospective executive-level employee; personnel matter regarding a prospective management-level employee; and an economic

development matter. Commissioner Bernard seconded the motion, and the Commissioners unanimously resolved to enter Executive Session for the stated purposes.

The Closed Session ended at 4:48 p.m.

OPEN SESSION

Chairman Harris then invited all persons outside the room to re-enter, and some did. Chairman Harris then stated in Open Session that the Board, during Closed Session, voted to enter Executive Session to discuss: a pending litigation matter, JMAA v. Bryant et al.; a current litigation matter, City of Jackson, MS Annexation cases; a pending litigation matter, Jessie Jones v. Yolanda Commons and JMAA; a personnel matter regarding current and former employees; a potential litigation matter regarding a construction project; a potential litigation regarding a contract matter; a personnel matter regarding a prospective executive-level employee; personnel matter regarding a prospective management-level employee; and an economic development matter. Further, she stated that Commissioner Pastor Henley made the motion to go into Executive Session, and Commissioner Bernard seconded the motion. Continuing, she said the Commissioners unanimously resolved to enter Executive Session for the stated purposes.

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

The Board went into Executive Session at 4:50 p.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed a personnel matter regarding an incumbent employee.

- 1. The Board took no action as to the pending litigation matter, JMAA v. Bryant et al.
- 2. The Board took no action as to the current litigation matter, City of Jackson, MS Annexation cases.
- 3. The Board took no action as to the pending litigation matter, Jessie Jones v. Yolanda Commons and JMAA.
- 4. The Board took no action as to the personnel matter regarding current and former employees.
- 5. The Board took no action as to the potential litigation matter regarding a construction project.
- 6. The Board took no action as to the potential litigation regarding a contract matter.

7. The Board took no action as to the personnel matter regarding a prospective executive-level employee.

Attorneys from Walker Group, PC, and Mr. Darion Warren, Interim CEO, exited the Executive Session at 5:49 p.m.

Ms. Linda Frankl, AAE, and Mr. Kenneth Gwyn, AAE, entered the Executive Session at 5:50 p.m. and exited the Executive Session at 7:24 p.m.

Attorneys from Walker Group, PC, and Mr. Darion Warren, Interim CEO, returned to the Executive Session at 7:24 p.m. Mr. Michael Gater, Director of Human Resources and Administration, entered the Executive Session at 7:24 p.m.

8. The Board took the following action as to a personnel matter regarding a prospective management-level employee.

RESOLUTION CY-2019-184

RESOLUTION REGARDING A JMAA PROSPECTIVE MANAGEMENT-LEVEL EMPLOYEE

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

WHEREAS, the Board has considered the discussion held and the documents reviewed during Executive Session.

IT IS, THEREFORE, RESOLVED that the Board authorizes the employment of a management-level employee identified during Executive Session for a management-level position with the benefit and compensation package identified during Executive Session.

Yeas: Bernard, Henley, Harris, Martin, Wright

Nays: None

Abstentions: None

November 25, 2019

Attorneys from Walker Group, PC, and Mr. Michael Gater, Director of Human Resources and Administration, exited the Executive Session at 7:44 p.m.

Attorneys from Walker Group, PC, returned to the Executive Session at 8:43 p.m.

9. The Board took no action as to the economic development matter.

Jeremiah Gerald entered the Executive Session at 8:43 p.m. and exited at 9:04 p.m.

Upon motion by Commissioner Pastor Henley, seconded by Vice-Chairman Martin, and unanimous approval of the Commissioners present, the Executive Session ended at 9:06 p.m.

OPEN SESSION

Open Session reconvened at 9:07 p.m.

All persons outside the room were invited to rejoin the meeting in open session, and some persons present outside the room re-entered.

Chairman Harris announced that the meeting was open. She then announced that during Executive Session, the above-stated action was taken as to a personnel matter regarding a prospective management-level employee. She also announced that no action was taken as to: a pending litigation matter, JMAA v. Bryant et al.; a current litigation matter, City of Jackson, MS Annexation cases; a pending litigation matter, Jessie Jones v. Yolanda Commons and JMAA; a personnel matter regarding current and former employees; a potential litigation matter regarding a construction project; a potential litigation regarding a contract matter; a personnel matter regarding a prospective executive-level employee; and an economic development matter.

G. New Business

1. Professional Consulting Services Agreement for Planning, Designing, and Facilitating the Board of Commissioners' Retreat

RESOLUTION CY-2019-185

RESOLUTION DIRECTING THE INTERIM CHIEF EXECUTIVE OFFICER ("CEO") OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY ("JMAA"), DARION WARREN, CFM, TO NEGOTIATE AND EXECUTE, AFTER REVIEW BY JMAA'S LEGAL COUNSEL, AN AGREEMENT WITH EDUCATIONAL SERVICES FOR HOPE LLC ("HOPE") TO PROVIDE PROFESSIONAL CONSULTING SERVICES BY PLANNING, DESIGNING, AND FACILITATING THE BOARD RETREAT FOR THE JMAA

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

WHEREAS, the JMAA Board of Commissioners desires to enter into a professional service agreement with Educational Services for Hope LLC ("HOPE") to provide Consulting Services by Planning, Designing, and Facilitating the Board of Commissioners' Retreat; and

WHEREAS, the JMAA Board of Commissioners considered the presentation submitted by HOPE entitled "HOPE in Business," which is attached to this Resolution as Exhibit A; and

WHEREAS, the JMAA Board of Commissioners directs JMAA's Interim CEO, Darion Warren, CFM, to negotiate and execute, after review by JMAA's Legal Counsel, a professional service agreement with HOPE to provide Consulting Services by Planning, Designing, and Facilitating the Board of Commissioners' Retreat.

IT IS, THEREFORE, RESOLVED that JMAA's Interim CEO, Darion Warren, CFM, is directed to negotiate and execute, after review by JMAA's Legal Counsel, a professional service agreement with HOPE to provide Consulting Services by Planning, Designing, and Facilitating the Board of Commissioners' Retreat.

Yeas: Bernard, Henley, Harris, Martin, Wright

Nays: None

Abstentions: None

November 25, 2019

2. Resolution Amending Resolution CY-2019-44 regarding Board Member Standing Committees.

RESOLUTION CY-2019-186

RESOLUTION AMENDING RESOLUTION CY-2019-44 TO DESIGNATE CHAIRMAN LAWANDA D. HARRIS AS THE STANDING COMMITTEE MEMBER FOR THE DISADVANTAGED BUSINESS ENTERPRISE DEPARTMENT

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

WHEREAS, the Board Adopted Resolution CY-2019-44 on March 25, 2019; and

WHEREAS, the Board desires to amend Resolution 2019-44 to designate Chairman LaWanda D. Harris as the Standing Committee Member for the Disadvantaged Business Enterprise Department of the Jackson Municipal Airport Authority.

IT IS, THEREFORE, RESOLVED that Resolution 2019-44 is amended to designate Chairman LaWanda D. Harris as the Standing Committee Member for the Disadvantaged Business Enterprise Department of the Jackson Municipal Airport Authority.

Yeas: Bernard, Henley, Harris, Martin, Wright

Nays: None

Abstentions: None

November 25, 2019

3. Resolution Amending Resolution CY-2019-169 regarding the Professional Services Agreement with Expert Professional Solutions.

RESOLUTION CY-2019-187

RESOLUTION AMENDING RESOLUTION CY-2019-169 TO PROVIDE FOR THE EXECUTION OF A FIXED RATE PROFESSIONAL SERVICES AGREEMENT BY JACKSON MUNICIPAL AIRPORT AUTHORITY ("JMAA") WITH EXPERT PROFESSIONAL SOLUTIONS, LLC

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

WHEREAS, the JMAA Board of Commissioners on, October 25, 2019, passed Resolution CY-2019-169 which directed JMAA's Interim Chief Executive Officer ("CEO"), Darion Warren, CFM, to execute, after review by JMAA's legal counsel, a professional services agreement with Akil Webster, on behalf of eXpert Professional Solutions, to provide Ad-hoc Information Technology Consulting Services to JMAA;

WHEREAS, the JMAA desires to amend Resolution CY-2019-169 to direct JMAA's Interim CEO, Darion Warren, CFM, to execute, after review by JMAA's legal counsel, a professional services contract with eXpert Professional Solutions, LLC to provide Information Technology Consulting Services to JMAA pursuant to a twelve (12) month agreement at a fixed fee of \$108,000.00 payable in twelve (12) monthly installments plus any incurred reimbursable expenses supported by receipts.

IT IS, THEREFORE, RESOLVED that JMAA Board of Commissioners amend Resolution CY-2019-169 and directs JMAA's Interim CEO, Darion Warren, CFM, to execute, after review by JMAA's legal counsel, a professional services agreement with eXpert Professional Solutions, LLC to provide Information Technology Consulting Services to JMAA pursuant to a twelve (12) month agreement at a fixed fee of \$108,000.00 payable in twelve (12) monthly installments plus any incurred reimbursable expenses supported by receipts.

Yeas: Bernard, Henley, Harris, Martin, Wright

Nays: None

Abstentions: None

November 25, 2019

4. Travel Reimbursement regarding Vice-Chairman Robert E. Martin

RESOLUTION CY-2019-188

RESOLUTION AUTHORIZING STAFF OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY ("JMAA") TO REIMBURSE VICE-CHAIRMAN ROBERT E. MARTIN FOR MILEAGE FOR VEHICLE TRAVEL TO APPROVED SEMINARS

Upon motion by Commissioner Pastor Henley, seconded by Commissioner Bernard, the following **RESOLUTION** was made and approved by a majority vote (4-0-1).

WHEREAS, the Board of Commissioners ("Board") of the Jackson Municipal Airport Authority ("JMAA") finds that it was medically necessary for Vice-Chairman Martin to travel by motor vehicle instead of commercial airlines to attend approved seminars in Savannah, Georgia, during the period October 20-22, 2019, and Orlando, Florida, during the period October 27-30, 2019; and

WHEREAS, the Board finds that Vice-Chairman Martin is entitled to receive the full amount of vehicle mileage reimbursement for his previously described travel despite said amount exceeding the cost of travel by commercial airline to the previously identified seminars attended by Vice-Chairman Martin.

IT IS, THEREFORE, RESOLVED that JMAA's Staff shall reimburse Vice-Chairman Martin for the full amount of his vehicle mileage as to his travel to the approved seminars in Savannah, Georgia, during the period October 20-22, 2019, and Orlando, Florida October 27-30, 2019.

Yeas: Bernard, Henley, Harris, Wright

Nays: None

Abstentions: Martin

November 25, 2019

RESOLUTION CY-2019-189

RESOLUTION: CONDITIONED ON THE TERMINATION OF JMAA'S CURRENT AGREEMENT WITH SIGNAL GROUP CONSULTING, LLC (I) AUTHORIZING STAFF TO EXECUTE, AFTER REVIEW BY JMAA'S LEGAL COUNSEL, A PROFESSIONAL SERVICE AGREEMENT WITH ELEVATE GOVERNMENT AFFAIRS FOR FEDERAL AND LEGISLATIVE CONSULTING SERVICES; (II) APPROVING THE FEE AMOUNT OF \$8,333.00 PER MONTH; (III) APPROVING THE TOTAL AMOUNT NOT TO EXCEED \$100,000.00 FOR SERVICES AND EXPENSES FOR THE TERM OF THE AGREEMENT; AND (IV) APPROVING THE AGREEMENT TERM

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

WHEREAS, the Board of Commissioners ("Board") of the Jackson Municipal Airport Authority ("JMAA") Staff is requesting, conditioned on the termination of JMAA's current agreement with Signal Group Consulting, LLC ("Signal"): (i) authority to execute, after review by JMAA's legal counsel, a professional service agreement ("Agreement") with Elevate Government Affairs, LLC ("Elevate"), a Virginia Limited Liability Company to provide federal legislative consulting services ("Services") to the Jackson Municipal Airport Authority ("JMAA") beginning on first day of the month after the agreement with Signal is terminated and ending one (1) year thereafter; (ii) approval of a fee in an amount of \$8,333.00 per month; and (iii) approval of the total amount not to exceed \$100,000.00 for services and expenses for the term of the Agreement; and

WHEREAS, Elevate is registered to do business in the State of Mississippi and will maintain a good standing status with the Mississippi Secretary of State at its own expense throughout the terms of the Agreement; and

WHEREAS, Elevate will be supported in its "federal lobbying" efforts by Clyburn Consulting, LLC, ("Clyburn") a Washington, D.C. partnership and a minority-owned business and Elevate shall, from the funds paid to Elevate by JMAA, pay to Clyburn, funds in an amount equal to the percentage amount included in the Agreement between Clyburn and Elevate; and

WHEREAS, conditioned on the termination of JMAA's Agreement with Signal, the Board finds, except as modified by the above provisions of this Resolution, that such requests, which are explained in the Memorandum dated November 25, 2019, located at pages 59-61 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that conditioned on the termination of JMAA's current agreement with Signal Group Consulting, LLC ("Signal"): (i) Staff is authorized to execute, after review by JMAA's legal counsel, a professional service agreement ("Agreement") with Elevate Government Affairs, LLC ("Elevate"), a Virginia Limited Liability Company to provide federal legislative consulting services ("Services") to the Jackson Municipal Airport Authority ("JMAA") beginning on first day of the month after the agreement with Signal is terminated and ending one (1) year thereafter; (ii) the fee in an amount of \$8,333.00 per month is approved; and (iii) the total amount not to exceed \$100,000.00 for services and expenses for the term of the Agreement is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that Elevate is registered to do business in the State of Mississippi and shall maintain a good standing status with the Mississippi Secretary of State at its own expense throughout the terms of the Agreement; and

IT IS, THEREFORE, FURTHER RESOLVED that Elevate will be supported in its "federal lobbying" efforts by Clyburn Consulting, LLC, ("Clyburn") a Washington, D.C. partnership and a minority-owned business and Elevate shall, from the funds paid to Elevate by JMAA, pay to Clyburn, funds in an amount equal to the percentage amount stated in any Agreement between Clyburn and Elevate; and

IT IS, THEREFORE FURTHER RESOLVED that, conditioned on the termination of JMAA's current agreement with Signal Group Consulting, LLC ("Signal"), the Board finds that such requests, except as modified by the above provisions of this Resolution, are fully explained in the Memorandum dated November 25, 2019, found at pages 59-61 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

November 25, 2019

VIII. ADJOURNMENT

Thereafter, it was moved by Vice-Chairman Martin, seconded by Chairman Harris, and resolved by a unanimous vote, that the meeting of the Board was ADJOURNED at 9:18 p.m.

Respectfully submitted,
Ms. LaWanda D. Harris, Commissioner and Chairman
Mr. Robert. E. Martin, Commissioner and Vice-Chairman
Mr. Lee A. Bernard Jr., Commissioner
Pastor James L. Henley, Jr., Commissioner
LTC(R) Lucius Wright, Commissioner