

**RESCHEDULED REGULAR BOARD MEETING OF JACKSON MUNICIPAL AIRPORT
AUTHORITY
BOARD OF COMMISSIONERS
MAY 26, 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 May 26, 2020 Rescheduled Regular Board Meeting in the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi, at Noon (12:00 p.m.) on Tuesday, May 26, 2020 (the “Meeting”), pursuant to proper notice. A copy of the Notice Rescheduling the May 25, 2020 Board Meeting to May 26, 2020, is attached as an Exhibit to the May 26, 2020 Board Meeting (“Meeting”) Minutes.

Chairman LaWanda D. Harris, presided, called the Meeting to order at 12:08 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
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 Rescheduled Regular Board Meeting, May 26, 2020, at the Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi, at Noon (12:00 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 5-26-20**

II. INVOCATION

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

III. APPROVAL OF BOARD NOTICES

- A. Notice of the Monthly Pre-Work Session Meeting Friday, May 15, 2020, at 12:00 p.m. (Noon) at HKS.

- B. Notice Rescheduling the Monthly Board of Commissioners Meeting, Monday, May 25, 2020, at 4:00 p.m. to Tuesday, May 26, 2020, at 12:00 p.m. (Noon) at Jackson-Medgar Wiley Evers International Airport.

RESOLUTION CY-2020-79

APPROVAL OF THE: (I) NOTICE OF THE MAY 15, 2020 PRE-WORK SESSION MEETING; AND (II) NOTICE RESCHEDULING THE MAY 25, 2020 REGULAR BOARD MEETING TO MAY 26, 2020

After discussion and review, and upon the motion made by Vice-Chairman Martin, 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 May 15, 2020 Pre-Work Session Meeting; and (ii) Notice Rescheduling the May 25, 2020 Regular Board Meeting to May 26, 2020.

Yeas: Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

May 26, 2020

IV. APPROVAL AND EXECUTION OF MINUTES

- A. Regular Scheduled Monthly Work Session Meeting, Thursday, April 23, 2020, at 8:30 a.m. at Jackson-Medgar Wiley Evers International Airport.
- B. Regular Scheduled Board of Commissioners Meeting, Monday, April 27, 2020, at 4:00 p.m. at Jackson-Medgar Wiley Evers International Airport.

RESOLUTION CY-2020-80

APPROVAL OF THE MINUTES OF THE APRIL 23, 2020 WORK SESSION MEETING AND THE APRIL 27, 2020 REGULAR BOARD MEETING

After discussion and review, and upon the motion made by Commissioner Pastor Henley, seconded by Vice-Chairman Martin, the Minutes of the April 23, 2020 Work Session Meeting and April 27, 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 April 23, 2020 Work Session Meeting and April 27, 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

May 26, 2020

V. PUBLIC COMMENTS

None.

VI. REPORTS

A. Report from the Chairman

Chairman Harris encouraged the Public, Staff, and the Board to stay safe during the COVID-19 Pandemic, and to continue abiding by the Center for Disease Control’s (“CDC”) guidelines.

Chairman Harris then invited Mr. Paul Brown, CEO, to provide his Report.

B. Chief Executive Officer

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

Mr. Paul A. Brown, CEO, directed the Board’s attention to the Airport Project Manager Summary (“APMS”), found at pages 1-14 in the May 26, 2020 Rescheduled Board Meeting Packet, and distributed to the Board before the May 26, 2020 Rescheduled Board Meeting.

Mr. Brown announced that Staff successfully opened Runway 16R/34L for Visual Flight Rules (“VFR”) operations only. Further, he informed the Board that Staff plans to open Runway 16R/34L for regular commercial service within sixty (60) days. He added that the Runway 16R/34L Project would continue to appear on the project list until it is opened for commercial service.

He announced that there were no changes to the APMS since the May 21, 2020 Work Session. There were no questions from the Board.

2. Airport Activity Statistics Report, Period Ending April 30, 2020
.....Page 15

¹ The page numbers herein are the page numbers contained in the Meeting Packet which is attached as an Exhibit to the May 26, 2020 Rescheduled Regular Board Meeting (“Meeting”) Minutes.

Mr. Brown directed the Board’s attention to the Airport Activity Statistics Report (“AASR”), found at pages 15-33 in the May 26, 2020 Rescheduled Regular Board Meeting Packet, and distributed to the Board before the May 26, 2020 Rescheduled Regular Board Meeting. Mr. Brown announced the passenger statistics report as to passengers and operations at both JAN and Hawkins Field Airport (“HKS”), which was also provided during the Work Session. He announced that there were no changes to the statistics report. The Board had no questions regarding the AASR.

3. *Disadvantaged Business Enterprise Report*

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

- Direct and Indirect Payments to M/W/DBEs Firms: \$1,300,000.00 or 37% of the Total Amount of Eligible Payments; and
- Payments to City of Jackson, MS-based firms: \$261,846.00 or 7% of the Total Amount of Eligible Payments.

C. Attorney

Attorney Walker announced that there is one (1) Resolution for the Board to consider regarding Staff and Board Travel at the appropriate time and one (1) matter 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.

Additionally, he announced that during the City of Jackson, MS City Council Meeting on today, May 26, 2020, Kevin B. Bass, Esq., with the Walker Group appeared and obtained the signed Memorandum of Understanding with the City of Jackson, MS, regarding lost and abandoned non-vehicle property at JAN and HKS.

VII. ACTION ITEMS

A. Financial Matters

1. Financial Reports for April 2020:

- a. Balance Sheet: Accept.....Page 34*

Mr. Brown directed the Board’s attention to the Balance Sheet for April 2020, which was included in the Regular Board Meeting Packet. Mr. Brown stated that the Board would be asked to adopt a Resolution accepting the Balance Sheet for April 2020.

Vice-Chairman Martin moved that the JMAA Board accept and approve the April 2020 Balance Sheet and Commissioner LTC(R) Wright, seconded the motion.

During the discussion of the motion, Commissioner Pastor Henley asked if all the information is available to support the numbers included in the Balance Sheet and explained that he would like to see the information that he requested and has not received.

Commissioner Pastor Henley, Chairman Harris, and Mr. Brown held some additional discussion concerning Commissioner Pastor Henley’s request. Afterward, Mr. Brown distributed documents to each Commissioner related to the claims of Airways Consulting and Steve Luben.

After reviewing the documents distributed, Commissioner Pastor Henley requested the detailed invoices related to Airways Consulting and Steve Luben for the current month.

Next, Vice-Chairman Martin requested to see the detailed invoices related to JMAA’s legal fees.

Chairman Harris then announced that the Board would address Financial Matters after addressing Other Matters on the Agenda. At that point, the Commissioners would have the requested documents.

B. Construction Projects

- 1. Fence Replacement Phase 1, HKS: (i) Authorization to Advertise a Request for Competitive Bids (“RFB”) for Construction Services; (ii) Approval of the Construction Budget Plus Contingency Amount; and (iii) Approval of the Total Project Budget).....Page 43*

In response to Commissioner LTC(R) Wright’s inquiry, Mr. Brown confirmed that the amount of fence being repaired is not contiguous. Instead, repairs will be made to those portions of the fence that need repairing.

RESOLUTION CY-2020-81

RESOLUTION: (I) AUTHORIZING JMAA’S STAFF TO ADVERTISE A REQUEST FOR COMPETITIVE BIDS (“RFB”) FOR CONSTRUCTION SERVICES; (II) APPROVING THE CONSTRUCTION BUDGET PLUS CONTINGENCY AMOUNT; AND (III) APPROVING THE TOTAL PROJECT BUDGET

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 Board has considered the request of Jackson Municipal Airport Authority's ("JMAA") Staff for: (i) authority to advertise a Request for Bids ("RFB") for construction services in connection with the Fence Replacement Phase 1 project at Hawkins Field Airport ("HKS") ("Services"); (ii) approval of the budget, not to exceed \$358,600.00 for the Services which includes a contingency amount; and (iii) approval of the total project budget amount of \$432,252.00; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated May 26, 2020, found at pages 43-44 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) JMAA's Staff is authorized to advertise a Request for Bids ("RFB") for construction services in connection with the Fence Replacement Phase 1 project at Hawkins Field Airport ("HKS") ("Services"); (ii) the budget, not to exceed \$358,600.00 for the Services which includes a contingency amount is approved; and (iii) the total project budget amount of \$432,252.00 is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that such requests are fully explained in the Memorandum dated May 26, 2020, found at pages 43-44 of the Meeting Packet.

Yeas: Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

May 26, 2020

2. *Rehabilitation of Taxiway Alpha Phase 2, JAN: Authorization to (i) Publish a Request for Qualifications ("RFQ") for Engineering and Related Services; (ii) Negotiate a Professional Services Agreement; and (iii) Approval to Offer to Pay Construction Administration and Oversight Fees.....Page 45*

RESOLUTION CY-2020-82

RESOLUTION: (I) AUTHORIZING JMAA'S STAFF TO PUBLISH A REQUEST FOR QUALIFICATIONS ("RFQ") FOR ENGINEERING AND RELATED SERVICES IN CONNECTION WITH THE REHABILITATION OF TAXIWAY ALPHA PHASE 2; (II) AUTHORIZING STAFF TO NEGOTIATE, AFTER REVIEW BY JMAA'S LEGAL COUNSEL, A PROFESSIONAL SERVICES AGREEMENT WITH THE MOST QUALIFIED FIRM; AND (III) APPROVING JMAA'S STAFF TO OFFER TO PAY CONSTRUCTION ADMINISTRATION AND OVERSIGHT FEES IN AN AMOUNT NOT TO EXCEED \$729,703.00

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

WHEREAS, the Board has considered the request of Jackson Municipal Airport Authority's ("JMAA") Staff for: (i) authority to publish a Request for Qualifications ("RFQ") for engineering and related services in connection with the Rehabilitation of Taxiway Alpha Phase 2 at Jackson-Medgar Wiley Evers International Airport ("JAN") ("Services"); (ii) authority to negotiate, after review by JMAA's Legal Counsel, a professional services agreement with the most qualified firm; and (iii) approval to offer to pay construction administration and oversight fees in an amount not to exceed \$729,703.00; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated May 22, 2020, found at pages 45-48 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is: (i) authorized to publish a Request for Qualifications ("RFQ") for engineering and related services in connection with the Rehabilitation of Taxiway Alpha Phase 2 at Jackson-Medgar Wiley Evers International Airport ("JAN") ("Services"); (ii) authorized to negotiate, after review by JMAA's Legal Counsel, a professional services agreement with the most qualified firm; and (iii) approved to offer to pay construction administration and oversight fees in an amount not to exceed \$729,703.00; and

IT IS, THEREFORE, FURTHER RESOLVED that such requests are fully explained in the Memorandum dated May 26, 2020, found at pages 45-48 of the Meeting Packet.

Yeas: Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

May 26, 2020

3. *West Concourse Roof Replacement, JAN: (i) Authorization to Advertise a Request for Bids ("RFB"); and (ii) Approval of the Construction Budget Plus Contingency Amount; and (iii) Approval of the Total Project Budget*
.....Page 49

RESOLUTION CY-2020-83

RESOLUTION (I) AUTHORIZING JMAA'S STAFF TO ADVERTISE A REQUEST FOR BIDS ("RFB") FOR REPLACEMENT OF THE WEST CONCOURSE ROOFING SYSTEM AT THE JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT ("JAN"); (II) APPROVING THE CONSTRUCTION BUDGET PLUS CONTINGENCY AMOUNT; AND (III) APPROVING THE TOTAL PROJECT BUDGET

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

WHEREAS, the Board has considered the request of Jackson Municipal Airport Authority’s (“JMAA”) Staff for: (i) authority to advertise a Request for Bids (“RFB”) for replacement of the West Concourse Roofing System in the Terminal Building at Jackson-Medgar Wiley Evers International Airport (“JAN”) (“Services”); (ii) approval of the construction budget, plus contingency amount, not to exceed \$830,349.19 for the Services; and (iii) approval of a total project budget of \$945,618.19.

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated May 26, 2020, found at pages 49-51 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) JMAA’s Staff is authorized to advertise a Request for Bids (“RFB”) for replacement of the West Concourse Roofing System in the Terminal Building at Jackson-Medgar Wiley Evers International Airport (“JAN”) (“Services”); (ii) the construction budget, plus contingency amount, not to exceed \$830,349.19 for the Services is approved; and (iii) the total project budget amount of \$945,618.19 is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that such requests are fully explained in the Memorandum dated May 26, 2020, found at pages 49-51 of the Meeting Packet.

Yeas: Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

May 26, 2020

C. Procurements

- 1. Fire Alarm System Improvements, JAN: (i) Authorization to Reject the Proposal Received; (ii) Authorization to Re-Advertise the Request for Proposals; and (iii) Approval of a Project Budget.....Page 52*

RESOLUTION CY-2020-84

RESOLUTION: (I) AUTHORIZING STAFF TO REJECT THE PROPOSAL RECEIVED; (II) AUTHORIZING STAFF TO RE-ADVERTISE THE REQUEST FOR PROPOSALS (“RFP”); AND (III) APPROVING THE PROJECT BUDGET AMOUNT NOT TO EXCEED \$95,000.00

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

WHEREAS, the Board has considered the request of Jackson Municipal Airport Authority’s (“JMAA”) Staff for (i) authorization to reject the proposal received; (ii) authorization to re-

advertise the Request For Proposals (“RFP”) for services in support of the JAN Fire Alarm System Improvements at the Jackson-Medgar Wiley Evers International Airport (“JAN”) (“Services”); (iii) approval of project budget amount not-to-exceed \$95,000.00; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated May 26, 2020, found at pages 52-54 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that (i) JMAA’s Staff is authorized to reject the proposal received; (ii) JMAA’s Staff is authorized to re-advertise the Request For Proposals (“RFP”) for services in support of the JAN Fire Alarm System Improvements at the Jackson-Medgar Wiley Evers International Airport (“JAN”) (“Services”); and (iii) a project budget amount not-to-exceed \$95,000.00, is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that such requests are fully explained in the Memorandum dated May 26, 2020, found at pages 52-54 of the Meeting Packet.

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

May 26, 2020

D. Service Agreements

- 1. State Legislative Professional Consulting Services, JMAA: Authorization to Reinstate a Professional Service Agreement to Provide State Legislative Consulting Services (The Daniels Group, LLC).....Page 55*

RESOLUTION CY-2020-85

RESOLUTION: (I) AUTHORIZING JMAA’S STAFF TO REINSTATE THE PROFESSIONAL SERVICES AGREEMENT BETWEEN THE JACKSON MUNICIPAL AIRPORT AUTHORITY (“JMAA”) AND THE DANIELS GROUP, LLC

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

WHEREAS, the Board has considered the request of Jackson Municipal Airport Authority’s (“JMAA”) Staff for authority to: (i) reinstate, after review by JMAA’s Legal Counsel, the professional service agreement between the Jackson Municipal Airport Authority (“JMAA”) and The Daniels Group, LLC for state legislative consulting services in Mississippi; and (ii) negotiate, after review by JMAA’s Legal Counsel, an amended agreement for the services, which amends the Agreement term to begin on the date of reinstatement and expire one (1) year thereafter; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated May 26, 2020, found at pages 55-56 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to: (i) reinstate the professional service agreement between the JMAA and The Daniels Group, LLC for state legislative consulting services in Mississippi; and (ii) negotiate, after review by JMAA’s Legal Counsel, an amended agreement for the services, which amends the Agreement term to begin on the date of reinstatement and expire one (1) year thereafter; and

IT IS, THEREFORE, FURTHER RESOLVED that such requests are fully explained in the Memorandum dated May 26, 2020, found at pages 55-56 of the Meeting Packet.

Yeas: Harris, Martin, Wright

Nays: Henley

Abstentions: None

May 26, 2020

2. *Commercial Real Estate Brokerage Services Exclusive Authorization and Agency Listing Agreement, JMAA: Authorization to Amend a Professional Service Agreement to Provide Real Estate Brokerage Services (The Dylan Ashton Group).....Page 57*

In response to Commissioner LTC(R) Wright, Mr. Brown confirmed that The Dylan Ashton Group did not receive payment from JMAA for the Month of May 2020.

During additional discussion by the Board, Mr. Brown confirmed that the agreement with Dylan Ashton would end at the same time as the originally scheduled term of the Agreement.

RESOLUTION CY-2020-86

RESOLUTION: (I) AUTHORIZING JMAA’S STAFF TO AMEND THE PROFESSIONAL SERVICES AGREEMENT WITH THE DYLAN ASHTON GROUP

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

WHEREAS, the Board has considered the request of Jackson Municipal Airport Authority’s (“JMAA”) Staff for authorization to amend, after review by JMAA’s Legal Counsel, the professional service agreement with The Dylan Ashton Group for real estate brokerage services to include a \$3000.00 per month payment during the original initial term, for a total amount not to exceed \$108,000.00, as described in Exhibit C of the service agreement; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated May 26, 2020, found at pages 57-58 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to amend, after review by JMAA’s Legal Counsel, the professional service agreement with The Dylan Ashton Group for real estate brokerage services to include a \$3000.00 per month payment during the original initial term, for a total amount not to exceed \$108,000.00, as described in Exhibit C of the service agreement; and

IT IS, THEREFORE, FURTHER RESOLVED that such request is fully explained in the Memorandum dated May 26, 2020, found at pages 57-58 of the Meeting Packet.

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

May 26, 2020

3. *Clearing and Grubbing Services, JAN: (i) Authorization Reject Bids Received; and (ii) Authorization to Re-Advertise a Request for Bids (“RFB”) for Clearing and Grubbing and Remediation of 31.7 Acres of JMAA Property for a 60-day Calendar Term for Services and a Budget for the Services; and (iii) Approval of an Amended Budget.....Page 59*

RESOLUTION CY-2020-87

RESOLUTION: (I) AUTHORIZING JMAA’S STAFF TO REJECT THE BIDS RECEIVED; (II) AUTHORIZING JMAA’S STAFF TO RE-ADVERTISE A REQUEST FOR BIDS (“RFB”) FOR CLEARING, GRUBBING, AND REMEDIATION OF 31.7 ACRES OF JMAA PROPERTY; AND (III) APPROVING AN AMENDED BUDGET

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

WHEREAS, the Board has considered the request of Jackson Municipal Airport Authority’s (“JMAA”) Staff for: (i) authority to reject the bids received; (ii) authority to re-advertise a Request for Bids (“RFB”) for the clearing, grubbing, and remediation of 31.7 acres of JMAA property for a sixty (60) calendar day term and a budget amount not to exceed \$220,000.00 for the Services; and (iii) approval of an amended budget; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated May 26, 2020, found at pages 59-60 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) JMAA’s Staff is authorized to reject the bids received; (ii) JMAA’s Staff is authorized to re-advertise a Request for Bids (“RFB”) for the

clearing, grubbing, and remediation of 31.7 acres of JMAA property for a sixty (60) calendar day term and a budget amount not to exceed \$220,000.00 for the Services; and (iii) the amended budget is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that such requests are fully explained in the Memorandum dated May 26, 2020, found at pages 59-60 of the Meeting Packet.

Yeas: Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

May 26, 2020

E. Grants

None.

F. Other Matters

- 1. State of Mississippi Department of Finance and Administration Office of Air Transport Services (“OATS”) Ground Lease Extension, JAN: Authorization to Execute a Ground Lease Extension Agreement for 12,500 Square Feet of Land for a One-Year Term.....Page 61*

RESOLUTION CY-2020-88

RESOLUTION: (I) AUTHORIZING JMAA’S STAFF TO NEGOTIATE AND IF SUCCESSFUL, EXECUTE, AFTER REVIEW BY JMAA’S LEGAL COUNSEL, A GROUND LEASE EXTENSION AGREEMENT WITH THE STATE OF MISSISSIPPI DEPARTMENT OF FINANCE AND ADMINISTRATIVE OFFICE OF AIR TRANSPORT SERVICES (“OATS”) FOR 12,500 SQUARE FEET OF LAND AT THE JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT (“JAN”)

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 has considered the request of Jackson Municipal Airport Authority’s (“JMAA”) Staff for authority to negotiate and if successful, execute, after review by JMAA’s Legal Counsel, a Ground Lease Extension Agreement with the Mississippi Department of Finance and Administration-Office of Air Transport Services (“OATS”) for 12,500 square feet of land at the Jackson-Medgar Wiley Evers International Airport (“JAN”); and

WHEREAS, the proposed lease extension will be for a one (1)-year term, and the rent for that term will be \$3,439.00; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated May 26, 2020, found at pages 61-62 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to negotiate and if successful, execute, after review by JMAA’s Legal Counsel, a Ground Lease Extension Agreement with the Mississippi Department of Finance and Administration-Office of Air Transport Services (“OATS”) for 12,500 square feet of land at the Jackson-Medgar Wiley Evers International Airport (“JAN”); and

IT IS, THEREFORE, FURTHER RESOLVED that the proposed lease extension will be for a one (1)-year term, and the rent for that term will be \$3,439.00; and

IT IS, THEREFORE, FURTHER RESOLVED that such request is fully explained in the Memorandum dated May 26, 2020, found at pages 61-62 of the Meeting Packet

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

May 26, 2020

2. *Renaming of Existing JMAA South Cargo Facility to SoJAN Flex Center, JAN: Authorization to Rename the South Cargo Building to the Name of SoJAN Flex Center.....Page 63*

RESOLUTION CY-2020-89

RESOLUTION AUTHORIZING JMAA’S STAFF TO RENAME THE “SOUTH CARGO BUILDING” LOCATED AT THE JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT (“JAN”) AS THE “SOJAN FLEX CENTER”

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 has considered the request of Jackson Municipal Airport Authority’s (“JMAA”) Staff for authority to rename the “South Cargo Building” located at the Jackson-Medgar Wiley International Airport (“JAN”) as the “SoJAN Flex Center;” and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated May 26, 2020, found at page 63 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to rename the “South Cargo Building” located at the Jackson-Medgar Wiley International Airport (“JAN”) as the “SoJAN Flex Center;” and

IT IS, THEREFORE, FURTHER RESOLVED that such request is fully explained in the Memorandum dated May 26, 2020, found at page 63 of the Meeting Packet.

Yeas: Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

May 26, 2020

Chairman Harris then announced that the Board would consider the Financial Matters at this point on the Agenda. JMAA's Staff then distributed to the Commissioners the documents requested by Commissioner Pastor Henley and Vice-Chairman Martin at an earlier point of the Meeting during consideration of the Balance Sheet.

Next, in response to Commissioner LTC(R) Wright's inquiry, Attorney Walker explained to the difference between "Board of Commissioners General, WG2," code, and "Board of Commissioners Meetings, WG3," code appearing on the Walker Group, PC's April 2020 Billing Statement. He explained that "WG2" pertains to individual transactions with Commissioners as opposed to "WG3," which applies to Board Meetings and collective activities of the Board. He also informed the Board that when Walker Group began as JMAA Board Counsel, JMAA gave Walker Group a set of codes and requested Walker Group to assign a code to all work performed. In response, LTC(R) Wright said he had not seen a statement that contains as much detail.

The Board then considered the following:

RESOLUTION CY-2020-90

RESOLUTION ACCEPTING/APPROVING THE APRIL 2020 BALANCE SHEET

Upon motion by Vice-Chairman Martin, 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 April 30, 2020, which is included in the Rescheduled Regular Board Meeting Packet at pages 34-35, and was distributed to the Board prior to the May 26, 2020 Rescheduled Regular Board Meeting.

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

Yeas: Harris, Martin, Wright

Nays: Henley

Abstentions: None

May 26, 2020

b. Income Statement: Accept.....Page 36

Mr. Brown explained that the payroll expenses came in under the projected amount of \$807,000.00 at \$745,000.00 as a direct result of the actions taken by the JMAA Board of Commissioners.

RESOLUTION CY-2020-91

RESOLUTION ACCEPTING/APPROVING THE APRIL 2020 INCOME STATEMENT

Upon motion by Vice-Chairman Martin, 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 Income Statement for the month and period ending April 30, 2020, which is included in the Rescheduled Regular Board Meeting Packet at pages 36-38, and was distributed to the Board prior to the May 26, 2020 Rescheduled Regular Board Meeting.

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

Yeas: Harris, Martin, Wright

Nays: Henley

Abstentions: None

May 26, 2020

c. Claims Docket for April 2020: Approve.....Page 39

RESOLUTION CY-2020-92

RESOLUTION ACCEPTING/APPROVING THE APRIL 2020 CLAIMS DOCKET

Upon motion by Vice-Chairman Martin, 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 Claims Docket for the month and period ending April 30, 2020, which is included in the Rescheduled Regular Board Meeting Packet at pages 39-42, and was distributed to the Board prior to the May 26, 2020 Rescheduled Regular Board Meeting.

IT IS, THEREFORE, RESOLVED that the Board hereby authorizes payment of the claims appearing on the April 2020 Claims Docket in the amount of \$4,020,623.18.

Yeas: Harris, Martin, Wright

Nays: Henley

Abstentions: None

May 26, 2020

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. Paul A. Brown, CEO, and attorneys from Walker Group, PC, to vacate the room. All other persons attending the Meeting telephonically or via video conference were disconnected from the Meeting.

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

The Board went into Closed Session at 12:53 p.m.

CLOSED SESSION

After discussion regarding the matters proposed to be discussed in Executive Session, Commissioner Pastor Henley moved that the Board enter Executive Session to consider: a potential litigation as to a contract and tort claim matter; and a potential litigation as to a contract matter. Vice-Chairman Martin seconded the motion, and the Commissioners resolved to enter Executive Session for the stated purposes by a unanimous vote.

The Closed Session ended at 12:57 p.m.

OPEN SESSION

Chairman Harris then invited some 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 potential litigation as to a contract and tort claim matter; and a potential litigation as to a contract matter. Further, she stated that Commissioner Pastor Henley made the motion to go into Executive Session, Vice-Chairman Martin seconded the motion, and the Commissioners, by a unanimous vote, resolved to enter Executive Session for the stated purposes.

Chairman Harris 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 12:59 p.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed: a potential litigation as to a contract and tort claim matter; and a potential litigation as to a contract matter.

1. *The Board took the following action as to a potential litigation as to a contract and tort claim matter.*

RESOLUTION CY-2020-93

RESOLUTION AUTHORIZING CERTAIN ACTIONS AS TO A POTENTIAL LITIGATION AS TO A CONTRACT AND TORT CLAIM MATTER

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

WHEREAS, the Board of Commissioners (“Board”) of the Jackson Municipal Airport Authority (“JMAA”) has considered a potential litigation as to a contract and tort claim matter specified during Executive Session; and

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

IT IS, THEREFORE, RESOLVED that the Board authorizes certain actions regarding a potential litigation as to a contract and tort claim matter, as specified during Executive Session.

Yeas: Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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2. *The Board took the following action as a potential litigation as to a contract matter.*

RESOLUTION CY-2020-94

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

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

WHEREAS, the Board of Commissioners (“Board”) of the Jackson Municipal Airport Authority (“JMAA”) has considered a potential litigation as to a contract matter specified during Executive Session; and

WHEREAS, the Board has considered the information and documents provided by Staff during Executive Session and considered authorizing certain actions specified during Executive Session.

IT IS, THEREFORE, RESOLVED that the Board authorizes certain actions regarding a potential litigation as to a contract matter, as specified during Executive Session.

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

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Upon motion by Vice-Chairman Martin, seconded by Commissioner Pastor Henley, and unanimous approval of the Commissioners, the Executive Session ended at 2:18 p.m.

OPEN SESSION

Open Session reconvened at 2:20 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 Harris announced that the Meeting was open. She then announced that during Executive Session, the above-stated actions were taken as to a potential litigation as to a contract and tort claim matter; and a potential litigation as to a contract matter.

G. New Business

1. Employee Recognition

Mr. Brown then recognized Ms. Bonnie Spears, Executive Assistant, as one (1) of JMAA’s first Outstanding Employee of the Month. He then presented Ms. Spears with a Certificate of Excellence in recognition of this achievement. The JMAA Board, along with Mr. Brown, took a photograph with Ms. Spears. The Board of Commissioners and others in attendance applauded and congratulated Ms. Spears.

Next, Mr. Brown recognized Ms. Lynette Williams, Custodial Services Supervisor, as JMAA’s second Outstanding Employee of the Month. Mr. Brown informed the Board that Ms. Williams consistently exceeded expectations. Continuing, he stated that FAA and TSA employees are very complimentary of the performance of Ms. Williams and her staff

regarding providing enhanced COVID-19 cleaning. Next, Mr. Brown presented Ms. Williams with a Certificate of Excellence in recognition of this achievement. The JMAA Board, along with Mr. Brown, took a photograph with Ms. Williams and applauded and congratulated her.

2. *Board Travel*

RESOLUTION CY-2020-95

RESOLUTION APPROVING AND AUTHORIZING ROBERT E. MARTIN, VICE-CHAIRMAN OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY (“JMAA”) BOARD OF COMMISSIONERS; PAUL A. BROWN, JMAA’S CHIEF EXECUTIVE OFFICER; PATRICK MINOR, JMAA’S DIRECTOR OF HAWKINS FIELD AIRPORT; AND COLIN MCKEE, JMAA’S DIRECTOR OF COMMERCIAL DEVELOPMENT, TO TRAVEL TO CERTAIN AERONAUTICAL AND AVIATION FACILITIES AND TO MEET WITH FIXED-BASED OPERATORS AND OTHER RELEVANT AIRPORT INDUSTRY MEMBERS FOR THE PURPOSE OF EVALUATING AND ANALYZING THE OPERATION OF OTHER FIXED-BASED OPERATIONS

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 has considered and determined that the current services provided by JMAA’s current Fixed-Based Operators need to be evaluated; and

WHEREAS, the Board has considered the foregoing and the informational, educational, and networking benefits which will accrue to JMAA regarding the travel of Robert E. Martin, Vice-Chairman of the JMAA Board of Commissioners; Paul A. Brown, JMAA’s Chief Executive Officer; Patrick Minor, JMAA’s Director of Hawkins Field Airport; and Colin McKee, JMAA’s Director of Commercial Development, to aeronautical and aviation facilities to meet with fixed-based operators and other relevant airport industry members; and

WHEREAS, the Board authorizes and approves the travel, lodging, and related expenses for Robert E. Martin, Vice-Chairman of the JMAA Board of Commissioners; Paul A. Brown, JMAA’s Chief Executive Officer; Patrick Minor, JMAA’s Director of Hawkins Field Airport; and Colin McKee, JMAA’s Director of Commercial Development, to travel to relevant aeronautical and aviation facilities to meet with fixed-based operators and other relevant airport industry members for the reasons cited above.

NOW BE IT, THEREFORE, RESOLVED that the Board approves the travel, lodging, and related expenses for Robert E. Martin, Vice-Chairman of the JMAA Board of Commissioners; Paul A. Brown, JMAA’s Chief Executive Officer; Patrick Minor, JMAA’s Director of Hawkins Field Airport; and Colin McKee, JMAA’s Director of Commercial Development, to travel to relevant aeronautical and aviation facilities to meet with fixed-based operators and others relevant airport industry members.

Yeas: Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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3. *Amendment to JMAA's Agreement with Carson Law Group, PLLC ("CLG")*

Chairman Harris gave each Commissioner the following Resolution regarding Amendment No. 2, to the Carson Law Group, PLLC Agreement, and the attached proposed Amendment No. 2. Afterward, Chairman Harris stated that she would entertain a motion to adopt the Resolution.

RESOLUTION CY-2020-96

RESOLUTION APPROVING AND AUTHORIZING JMAA'S CEO, PAUL BROWN TO EXECUTE AMENDMENT NO. 2 OF JMAA LEGAL AND PROFESSIONAL SERVICES AGREEMENT WITH CARSON LAW GROUP, PLLC ("CLG")

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

RESOLUTION

WHEREAS, the Jackson Municipal Airport Authority ("Authority") and the Carson Law Group, PLLC ("CLG") previously entered into an Agreement for Legal and Professional Services (the "Agreement") on September 30, 2019, which was amended by Amendment No. 1 on December 23, 2019; and

WHEREAS, that Agreement is limited in scope, amount, and time, and is set to expire on or about September 30, 2020;

WHEREAS, the Authority desires to further amend the Agreement as set forth in Amendment No. 2, attached hereto, in order to modify the terms of scope, amount, and time.

RESOLVED that the Authority approves Amendment No. 2 to the Agreement; and

RESOLVED that the Authority authorizes the execution of Amendment No. 2 to the Agreement by Chief Executive Officer Paul Brown.

Yeas: Harris, Martin, Wright

Nays: None

Abstentions: Henley

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4. Capital Improvement Program Handbook Revisions

RESOLUTION CY-2020-97

RESOLUTION ADOPTING THE REVISED AND UPDATED CAPITAL IMPROVEMENT PROGRAM HANDBOOK FOR THE JACKSON MUNICIPAL AIRPORT AUTHORITY (“JMAA”)

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

WHEREAS, the Jackson Municipal Airport Authority’s (“JMAA”) Staff utilizes a Capital Improvement Program (“CIP”) Handbook in the Capital Programming Division of JMAA; and

WHEREAS, Staff recommends updating and revising JMAA’s current Capital Improvement Program Handbook to include a table of contents, revise the CIP Committee, and update the Scoring Criteria; and

WHEREAS, the Board of Commissioners of JMAA have reviewed the proposed updated and revised CIP Handbook, a copy of which is attached to this Resolution as Exhibit 1, and the Board finds that said proposed revised and updated CIP Handbook should be adopted and implemented as the CIP Handbook for JMAA.

IT IS, THEREFORE, RESOLVED that the Board approves the revised and updated Capital Improvement Program Handbook, a copy of which is attached as Exhibit 1 to this Resolution, as the CIP Handbook for the Jackson Municipal Airport Authority, and authorizes the use and implementation of said revised and updated CIP Handbook upon adoption of this resolution.

Yeas: Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

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VIII. ADJOURNMENT

Thereafter, it was moved by Vice-Chairman Martin, seconded by Commissioner LTC(R) Wright, and resolved by a unanimous vote of the Commissioners present, that the Meeting of the Board was ADJOURNED at 2:31 p.m.

Respectfully submitted,

Ms. LaWanda D. Harris, Commissioner, and Chairman

Mr. Robert. E. Martin, Commissioner, and Vice-Chairman

Pastor James L. Henley, Jr., Commissioner

LTC(R) Lucius Wright, Commissioner