

REGULAR MONTHLY MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS

September 26, 2011

The Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority” or “JMAA”) met in the Community Room, Main Terminal Building, Jackson-Evers International Airport (“JEIA”), Jackson, Mississippi, at 4:00 p.m. on Monday, September 26, 2011 (the “Meeting”), pursuant to proper notice.

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

Chair Glenda Glover presided, called the Meeting to order, and called the roll of Commissioners.

The following Commissioners were present in person at the Meeting.

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

Chair Glover noted that a quorum was present in person as required by the Bylaws, and announced that the Meeting would proceed.

The following other persons were also present at the Meeting.

Dirk Vanderleest, JMAA Chief Executive Officer
Bonnie Wilson, JMAA Chief Operating Officer
Gary Cohen, JMAA Chief Financial Officer
Woody Wilson, JMAA Senior Director of Capital Planning
René Woodward, JMAA Director of Human Resources and Administration
Denson Stasher, JMAA Director of Operations and Security
Jack Thomas, JMAA Director of DBE and Community Development
Cindy Crotchett, JMAA Executive Assistant
Joyce Tillman, JMAA Facilities Engineer
Jack Weldy, JMAA Properties Manager
Arnetrius Branson, JMAA Comptroller
Tonya Coakley, JMAA Access Control Technician
Sherry Hotaling, JMAA Customer Service Representative
Ronald Marsalis, JMAA Police Lieutenant

Garry Montgomery, JMAA Maintenance Manager
Chuck Lott, Neel-Schaffer
Jim White, Waggoner Engineering, Inc.
Terry Lovelace, Utility Constructors, Inc.
Karl Banks, Lee Allen & Associates, LLC
Neal Shearer, Insituform Technologies, Inc.
David Wall, SouthGroup Insurance Services
Alan Moore, Baker Donelson Bearman Caldwell & Berkowitz
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz
Alexander Martin, Baker Donelson Bearman Caldwell & Berkowitz

II. APPROVAL AND EXECUTION OF MINUTES.

- A. **Special Quarterly Meeting of the Board of Commissioners, August 22, 2011.**
- B. **Open Session and Executive Session of the Regular Monthly Meeting of the Board, August 22, 2011.**

After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Jones, and unanimously approved by the affirmative votes of all Commissioners present, the minutes described above 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, Period Ending August 31, 2011.***
 2. ***Airport Activity Statistics Report, Period Ending August 31, 2011.***

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 and Organizational Recognitions.*

- a. Employee of the Month, September 2011: Tawanda Armstrong, Certified Police Officer, Department of Public Safety.

Mr. Vanderleest said that Ms. Armstrong was not present at the Meeting, so she would be recognized and commended at a later date.

4. *Professional Recognitions.*

- a. Tonya Coakley, Access Control Technician, Department of Operations & Security.

- (1) Basic Supervisory Course, Awarded by Mississippi State Personnel Board.

Mr. Vanderleest recognized and commended Ms. Coakley for completing the Basic Supervisory Course as presented by the Mississippi State Personnel Board.

- b. Joyce Tillman, Facilities Engineer, Department of Capital Programming.

- (1) Basic Supervisory Course, Awarded by Mississippi State Personnel Board.

Mr. Vanderleest recognized and commended Ms. Tillman for completing the Basic Supervisory Course as presented by the Mississippi State Personnel Board.

5. *Organizational Recognitions.*

Mr. Vanderleest said that JMAA had received the 2011 ASQ Field Work Award in the Cleanest Data category as awarded by Damien Kobel Mark Adamson. Mr. Vanderleest singled out Sherry Hotaling, a JMAA employee, for her exemplary work in bringing about this organizational recognition.

6. *Other Matters.*

- a. 2011 Hawkins Field Airshow.

Mr. Vanderleest reminded the Board that the 2011 Hawkins Field Airshow would be held on October 1 – 2, 2011.

During discussion, in response to a question from Commissioner Irvin, Mr. Vanderleest discussed safety measures in light of recently reported aerial accidents involving old aircraft and air shows. Mr. Vanderleest said that air races are not regulated by FAA, but aerial shows

at airports such as Hawkins Field are regulated for safety by FAA. Mr. Vanderleest then discussed the “safe box” within which all aerial activities must take place, which is designed to keep events away from the crowd.

b. LEAP II.

Mr. Vanderleest then discussed plans for a second employee program to teach leadership and collaborative skills to employees and identify worthwhile employee projects at JMAA.

During discussion, Mr. Vanderleest discussed a banner summarizing the vision of JMAA as developed by its employees. Mr. Vanderleest said that the banner had been prepared by LEAP II participants and would be displayed along the entrance and/or exit to JEIA. A picture of the banner is attached as an exhibit to the minutes of this Meeting.

B. Attorney.

Mr. Moore said the attorneys had nothing to report at this time.

V. ACTION ITEMS.

A. Financial Matters.

1. *Financial Reports for August 2011.*

- a. Balance Sheet: Accept.
- b. Income Statement: Accept.
- c. Claims Docket for August 2011: Approve.

Mr. Vanderleest directed the Board’s attention to the above referenced financial reports for August 2011 and the Claims Docket for August 2011, all of which were included in the Packet.

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

**RESOLUTION ACCEPTING FINANCIAL REPORTS FOR
AUGUST 2011 AND APPROVING AND AUTHORIZING
PAYMENT OF CLAIMS DOCKET FOR AUGUST 2011**

WHEREAS, the Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority”) has reviewed and

considered (i) the Balance Sheet and the Income Statement for the Authority for the month and period ending August 31, 2011 (the "Financial Reports"), and (ii) the Claims Docket of the Authority for the month of August 2011 (the "Claims"), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board prior to the September 26, 2011, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby (i) accepts the Financial Reports and (ii) approves and authorizes payment of the Claims in the total amount of \$977,772.51.

2. *Fiscal Year 2012 Operating Budget, JMAA: Approve.*

At Chair Glover's request, Mr. Vanderleest discussed the proposed Fiscal Year 2012 Budget and proposed changes in the Fiscal Year 2012 Rates and Charges.

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

**RESOLUTION APPROVING AND ADOPTING
FISCAL YEAR 2012 BUDGET**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the "Authority") has presented a proposed budget for Fiscal Year 2012, which includes airline rates and other charges for Fiscal Year 2012 (the "FY 2012 Budget"), to the Board of Commissioners (the "Board") of the Authority for review and approval, a copy of said FY 2012 Budget being (i) attached as an exhibit to the minutes of the September 26, 2011, Regular Monthly Meeting of the Board and (ii) incorporated herein by reference; and

WHEREAS, the Board has reviewed and considered the FY 2012 Budget;

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, adopt and authorize implementation of the FY 2012 Budget.

B. Service Agreements.

1. ***JMAA Financial Services Agreement: Authorize Agreement.***
2. ***FY 2012 Insurance Proposal: Accept Proposal.***

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

After discussion, upon motion duly made by Commissioner Jones, seconded by Commissioner Stewart, 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 of the Authority (the "Board") approve and authorize certain actions with respect to certain service agreements identified below, all as more particularly described in certain memoranda (i) included in the packet distributed to the Board prior to the September 26, 2011, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (separately, each a "Memorandum;" collectively, the "Memoranda"); and

WHEREAS, the Board has reviewed the Memoranda and considered the recommendations therein 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 actions:

1. The Board approves and authorizes negotiation and execution of an agreement for certain professional services with Public Financial Management, Inc. to provide general financial consulting services through July 31, 2012 (the "PFM Agreement"), said PFM Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated September 15, 2011, 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 purchase of the FY 2012 Commercial Insurance Program as proposed by SouthGroup Insurance Services as set forth in the Memorandum dated September 8, 2011, which describes this matter, and authorizes and directs the Chief Executive Officer of the

Authority to take all necessary and appropriate steps to implement the FY 2012 Commercial Insurance Program as described therein.

C. Construction Projects.

1. *JMAA Project No. 009-11, Ceramic Tile and Expansion Joint Replacement, JEIA: Award Contract.*
2. *JMAA Project No. 010-11, Information Center Fabrication and Installation, JEIA: Authorize Budget Approval and Award Contract.*
3. *JMAA Project No. 021-11, General Aviation (FBO), Redirect Electrical Power at Gate 94: Award Contract.*
4. *JMAA Project No. 009-08, South Terminal Building Renovation, HKS: Authorize Advertisement for Bids.*
5. *JMAA Project No. 005-09, Storm Water Improvements, JEIA: Reject Bids.*
6. *JMAA Project No. 013-10, Structural Enhancement of Old Cargo Facility, JEIA: Reject Bids; Authorize Re-Advertisement for Bids.*

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

The Board then discussed items 1, 2, 3, 4 and 6 above.

After discussion, upon motion duly made by Commissioner Irvin, seconded by Commissioner Stewart, 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 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 September 26, 2011, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (separately, each a "Memorandum;" collectively, the "Memoranda"); and

WHEREAS, the Board has reviewed the Memoranda and considered the recommendations therein 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 actions:

1. The Board approves and authorizes negotiation and execution of an agreement with Byrd & Cook Paint and Decorating Center to replace damaged tile around the expansion joint in the Baggage Claim Area on the lower level of the Main Terminal Building at Jackson-Evers International Airport at a cost not to exceed \$1,600.00 (the "B&C Agreement"), said B&C Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated August 31, 2011, 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 hereby accepts the bid by Infiniti Décor ("Infiniti") in the amount of \$37,079.86 for JMAA Project No. 010-11, Information Center Fabrication and Installation at Jackson-Evers International Airport (the "Information Center Project"), as the lowest and best bid for the Information Center Project, and approves and authorizes execution and accomplishment of a contract with Infiniti to accomplish the Information Center Project (the "Infiniti Agreement"), said Infiniti Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated August 30, 2011, 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 hereby accepts the bid by McInnis Electric ("McInnis") in the amount of \$27,887.92 for JMAA Project No. 021-11, General Aviation (FBO), Redirect Electrical Power at Gate 94 at Jackson-Evers International Airport (the "Electric Power Project"), as the lowest and best bid for the Electric Power Project, and approves and authorizes execution and accomplishment of a contract with McInnis to accomplish the Electric Power Project (the "McInnis Agreement"), said McInnis Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated September 2, 2011, which describes this matter, 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) publication of an advertisement for bids for renovation (stabilization) of the South Terminal Building at Hawkins Field Airport (JMAA Project No. 009-08) (the "HKS Terminal Building Project") and (ii) acceptance of the proposed budget for the HKS Terminal Building Project, all as more particularly described in the Memorandum dated September 16, 2011, relating to this matter.

5. The Board hereby (i) rejects all bids received by the Authority in connection with the Structural Enhancement of the Old Air Cargo Facility at Jackson-Evers International Airport (Project No. 013-10) (the "Air Cargo Facility Project"); (ii) approves and authorizes negotiation and execution of an amendment to the existing professional services agreement with JBHM Architects to provide additional design services necessary to change the scope of improvements to the Old Cargo Building (the "JBHM Agreement"), said JBHM Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated September 12, 2011, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority (the "CEO"), as evidenced by his execution thereof; (iii) approves and accepts such design changes in the Air Cargo Facility Project as deemed appropriate by JBHM Architects and the CEO to reduce the cost of the Air Cargo Facility Project; (iv) approves and authorizes the re-advertisement for bids for the Air Cargo Facility Project after said design changes; and (v) approves and authorizes an appropriate amendment to the proposed budget for the Air Cargo Facility Project; all as more particularly described in the Memorandum dated September 12, 2011, which describes this matter.

The Board then discussed JMAA Project No. 005-09, Storm Water Improvements, JEIA.

Mr. Vanderleest discussed with the Board the reasons for the staff's recommendation to reject all bids, redesign the project to lower costs, and then rebid the project, as more particularly described in the memorandum dated September 15, 2011, which described this matter.

After discussion, upon motion duly made by Commissioner Irvin, seconded by Commissioner Patton, and unanimously approved by all Commissioners present, the Board voted to table this matter for further consideration and discussion at the Regular Monthly Meeting of the Board scheduled for October 24, 2011.

D. Procurements.

1. *JMAA Public Safety Vehicles: Authorize Purchase of Police Vehicles.*

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

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

RESOLUTION APPROVING AND AUTHORIZING (I) PURCHASE OF THREE (3) PUBLIC SAFETY VEHICLES AND (II) DECLARATION OF FOUR (4) VEHICLES AS SURPLUS

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 the purchase of three (3) new high efficiency/low emissions police vehicles at a total cost not to exceed \$75,000 utilizing funds from the “Asset Forfeiture Program” (the “New Vehicles”); and

WHEREAS, the staff has further advised the Board that four (4) vehicles selected for replacement are no longer needed by the Authority for the conduct of its business and should be declared surplus (the “Surplus Vehicles”), all as more particularly described in that certain memorandum dated September 12, 2011, (i) included in the packet distributed to the Board prior to the September 26, 2011, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (the “Memorandum”); and

WHEREAS, the Board has reviewed the Memorandum and considered the recommendations therein 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 (i) approve and authorize purchase of the New Vehicles in accordance with the Memorandum; (ii) find and determine that the Surplus Vehicles are surplus and no longer needed for Authority purposes and are not to be used in the Authority’s operations; and (iii) authorize and direct the staff of the Authority to notify public entities of the availability of the Surplus Vehicles to be transferred under an inter-government transfer for a nominal fee.

E. Grants.

There was no discussion or action taken in regards to grants at the Meeting.

F. Other Matters.

1. *JetStream Ground Services, Inc.; Ground Support Services, JEIA: Authorize Agreement.*
2. *Air Serv Security dba International RAM Associates; Ground Support Services, JEIA: Authorize Agreement.*
3. *Settlement and Release for Property Damage (Hankins Air Service).*
4. *Emergency Repair Certificate, HKS: Gate Repair.*
5. *Settlement and Release for Property Damage (Cline Tours).*

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

After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Irvin, 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 MATTERS**

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 matters identified below, all as more particularly described in certain memoranda (i) included in the packet distributed to the Board prior to the September 26, 2011, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (separately, each a "Memorandum;" collectively, the "Memoranda"); and

WHEREAS, the Board has reviewed the Memoranda and considered the recommendations therein 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 actions:

1. The Board approves and authorizes negotiation and execution of a certain ground support operating agreement with JetStream Ground Services, Inc. ("JetStream") whereby JetStream will (i) provide ground handling services for Delta Airlines at Jackson-Evers International Airport ("JEIA") and (ii) pay the Authority an override of 3% on all gross revenues from operations at JEIA (the "JetStream Agreement"), said JetStream Agreement to be in such form and to contain such terms and conditions consistent with the

Memorandum dated September 6, 2011, 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 a certain ground support operating agreement with Air Serv Security DBA International RAM Associates (“IRAM”) whereby IRAM will (i) provide skycap services for Southwest Airlines at JEIA and (ii) pay the Authority an override of 3% on all gross revenues from operations at JEIA (the “IRAM Agreement”), said IRAM Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated August 30, 2011, 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 execution of a Property Damage Release with Catlin Insurance Company and settlement in the amount of \$2,710 in connection with damage to a gate at Hawkins Field caused during the attempted theft of a fuel truck from Hankins Air Service, as more particularly described in the Memorandum dated September 12, 2011, which describes this matter.
4. The Board accepts the Memorandum dated September 16, 2011 (the “Certificate”), certifying the circumstances and justification for certain emergency repairs to the security gate on Lavernet Road at Hawkins Field, and approves the repairs described in said Certificate, all as more particularly described in the Certificate.
5. The Board approves and authorizes execution of a Property Damage Release with National Interstate Insurance and settlement in the amount of \$8,332.44 in connection with damage to the underside of Upper Terminal Drive at JEIA caused by a bus driver for Crussin’ Explorer Transportation, Inc. (d/b/a Cline Tours), as more particularly described in the Memorandum dated September 12, 2011, which describes this matter.
6. ***AMAC Industry Day Report.***

Chair Glover and Commissioners Irvin and Stewart discussed with the Board the Congressional and executive branch visits by each in Washington during AMAC Industry Day. Among other productive and positive conversations, Commissioner Stewart reported that her group met with Senator Wicker and discussed the FAA Reauthorization Act, which is still pending before Congress. Chair Glover and Commissioner Irvin discussed their attendance at the AMAC Board meeting, during which Commissioner Irvin reported there was discussion of a possible new program to benefit veterans.

7. *AAAE 26th Aviation Issues Conference.*

Mr. Vanderleest said that this matter was on the agenda because the Board had expressed an interest in attending this conference.

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

**RESOLUTION APPROVING BOARD TRAVEL TO AND
PARTICIPATION IN THE AMERICAN ASSOCIATION OF AIRPORT
EXECUTIVE'S 26TH ANNUAL AVIATION ISSUES CONFERENCE ON
JANUARY 8-12, 2012 IN KOHALA COAST, HAWAII**

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed the agenda and considered the benefits which would accrue to the Authority from attendance by the Authority's Commissioners at the 26th Annual AAEE Aviation Issues Conference in Kohala Coast, Hawaii, on January 8-12, 2012 (the "Conference"), a copy of said agenda being attached as an exhibit to the minutes of the September 26, 2011, Regular Monthly Meeting of the Board and (ii) incorporated herein by reference;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that participation by the Authority's Commissioners in the Conference would be extremely beneficial to the Authority, and hereby approves and authorizes travel to the Conference by the Authority's Commissioners and reimbursement of reasonable expenses incurred by the Authority's Commissioners in connection with attendance at the Conference, all in accordance with the Authority's Travel Policy.

8. *JMAA Board of Commissioners Elections.*

Chair Glover reminded the Board that, in accordance with the Bylaws of the Authority, the Board is expected to elect a Chair and Vice Chair at the Regular Monthly Meeting of the Board in September of each year to serve during the next fiscal year of the Authority.

After discussion, upon motion duly made by Commissioner Irvin, seconded by Commissioner Stewart, and unanimously adopted by the affirmative votes of all Commissioners present, the Board unanimously elected the existing officers to serve for an additional one year term, as follows:

Chair – Dr. Glenda Glover, and

Vice Chair – Johnnie P. Patton, R.Ph.

9. *JMAA Contract No. 007-09-359, East Parallel Runway 16L/34R Pavement Rehabilitation, JEIA.*

See below.

10. *Evaluation and Compensation of Chief Executive Officer.*

At Chair Glover's request, Mr. Moore discussed with the Board (i) the need to enter Executive Session to discuss JMAA Project No. 007-09, Pavement Assessment and Repair, Runway 16L/34R Pavement Rehabilitation (the "Pavement Project"), because there was a possibility of litigation and the Board needed to discuss possible litigation strategy, and (ii) the need to enter Executive Session to discuss the job performance and evaluation of Mr. Vanderleest. Mr. Moore said that, under Mississippi law, public entities may enter Executive Session to discuss litigation strategy and the employment performance of specific employees. Mr. Moore said that compensation matters could not be discussed in Executive Session.

a. Closed Session.

Upon advice of legal counsel, at approximately 4:40 p.m., Chair Glover requested that the Board enter into a Closed Session for the limited purpose of considering whether to enter Executive Session for the limited purpose of considering (i) possible litigation strategy related to the Pavement Project and (ii) the job performance and evaluation of Mr. Vanderleest, the Authority's Chief Executive Officer.

Upon motion duly made by Commissioner Stewart, seconded by Commissioner Irvin, and approved by the affirmative votes of all Commissioners present, the Board adopted a resolution authorizing the Board to enter Closed Session for the limited purpose of considering (i) possible litigation strategy related to the Pavement Project and (ii) the job performance and evaluation of Mr. Vanderleest, the Authority's Chief Executive Officer.

The Board requested that everyone present leave the Closed Session of the Meeting except for Mr. Vanderleest, Ms. Wilson, Mr. Wilson, Mr. Moore, Mr. Wagner and Mr. Martin.

At approximately 4:41 p.m., upon motion duly made by Commissioner Stewart, seconded by Commissioner Irvin, and unanimously approved by the affirmative votes of all Commissioners present, the Board voted to enter into Executive Session for the limited purpose of considering (i) possible litigation strategy related to the Pavement Project and (ii) the job performance and evaluation of Mr. Vanderleest, the Authority's Chief Executive Officer.

The Board requested that Mr. Vanderleest, Ms. Wilson, Mr. Wilson, Mr. Moore, Mr. Wagner and Mr. Martin remain with the Board during the Executive Session.

Mr. Martin then informed those outside the Meeting that the Board had voted to enter Executive Session for the limited purpose of considering (i) possible litigation strategy related to the Pavement Project and (ii) the job performance and evaluation of Mr. Vanderleest, the Authority's Chief Executive Officer.

b. Executive Session.

At approximately 4:42 p.m., the Board met in Executive Session for the limited purpose of considering (i) possible litigation strategy related to the Pavement Project and (ii) the job performance and evaluation of Mr. Vanderleest, the Authority's Chief Executive Officer.

c. Open Session.

At approximately 5:15 p.m., the Board reconvened the Meeting in Open Session. Chair Glover noted that during the Executive Session, Mr. Vanderleest, Ms. Wilson and Mr. Wilson had been asked to leave the Executive Session after consideration of possible litigation strategy related to the Pavement Project, when the Board considered Mr. Vanderleest's job performance and evaluation. At Chair Glover's request, Mr. Martin then invited the staff of the Authority and the general public back into the Meeting, but only Mr. Moore, Mr. Wagner and Mr. Martin joined the Board in Open Session.

Chair Glover announced that during the Executive Session, the Board discussed possible litigation strategy related to the Pavement Project, but took no specific action.

Chair Glover also reported that during the Executive Session, the Board had decided to defer discussion of Mr. Vanderleest's job performance and evaluation a subsequent Board Meeting.

11. *Compensation of Chief Executive Officer.*

Chair Glover said that it was appropriate at this time for the Board to consider an adjustment, if any, in the compensation of Mr. Vanderleest, JMAA's Chief Executive Officer, so that such adjustment, if any, could be effective as of October 1, 2011, the beginning of FY2012.

During discussion, the Board considered that a 3% overall increase in employee compensation had been included in the FY2012 Budget adopted earlier in the Meeting, and considered a comparison of Mr. Vanderleest's compensation

to that of chief executive officers at comparable airports, prepared by The Whitten Group, the Authority's professional consultant for personnel matters.

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

RESOLUTION APPROVING COMPENSATION INCREASE FOR CHIEF EXECUTIVE OFFICER

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has determined that Dirk B. Vanderleest, Chief Executive Officer of the Authority ("Mr. Vanderleest"), has satisfactorily performed his duties and responsibilities and that it would be in the best interest of the Authority to increase his compensation;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby approves and directs that Mr. Vanderleest's annual compensation as CEO be increased by 3% effective October 1, 2011.

VI. DISCUSSION: STRATEGIC INITIATIVES.

There was no discussion of strategic initiatives at the Meeting.

VII. ADJOURNMENT.

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

Respectfully submitted,

Dr. Glenda Glover, Chair

Johnnie P. Patton, R. Ph., Vice Chair

George E. Irvin, Sr.

Earle Jones

Dr. Sylvia Stewart