

REGULAR MONTHLY MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS

January 24, 2011

The Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority” or “JMAA”) met in the Main Terminal Building, Hawkins Field, Jackson, Mississippi, at 4:00 p.m. on Monday, January 24, 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
Woody Wilson, JMAA Senior Director of Capital Planning
Gary Cohen, JMAA Chief Financial Officer
René Woodward, JMAA Director of Human Resources and Administration
Kenneth Randolph, JMAA Airport Police Commander
Arnetrius Reed Branson, JMAA Finance Department
Cindy Crotchett, JMAA Executive Assistant
Kimberly Farmer, JMAA Administrative Project Support
Ronald Marsalis, JMAA Police Lieutenant
Chad G. Parker, JMAA Employee Development Specialist
Joyce Tillman, JMAA Facilities Engineer
Jack Weldy, JMAA Properties Manager
Alan Moore, Baker Donelson Bearman Caldwell & Berkowitz

Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz
Alex Martin, Baker Donelson Bearman Caldwell & Berkowitz
Chuck Lott, Neel-Schaffer, Inc.

II. APPROVAL AND EXECUTION OF MINUTES.

- A. Open Session and Executive Session of the Special Meeting of the Board of Commissioners, December 17, 2010.
- B. Work Session of the Board of Commissioners, January 20, 2011.

After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Patton, 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 December 31, 2010.
- 2. Airport Activity Statistics Report, Period Ending December 31, 2010.

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 Year 2010: Joyce Tillman, Facilities Engineer, Department of Capital Programming.

Mr. Vanderleest recognized and commended Ms. Tillman for being named Employee of the Year for 2010.

- b. Employee of the Month, January 2011: Ron Marsalis, Police Lieutenant, Department of Public Safety.

Mr. Vanderleest recognized and commended Lieutenant Marsalis for being named Employee of the Month for January 2011.

4. Professional Development Recognitions.

- a. Chad G. Parker, Employee Development Specialist, Department of Human Services and Administration.

- (1) Human Resources Certification Program, Awarded by the Mississippi State Personnel Board.

Mr. Vanderleest recognized and commended Mr. Parker for completing the Human Resources Certification Program, as awarded by the Mississippi State Personnel Board.

- b. Kimberly Farmer, Administrative Project Support, Department of Capital Programming.

- (1) Certificate of Completion, Level II ATSI, Sponsored by AAAE Airport Training & Safety Institute.

Mr. Vanderleest recognized and commended Ms. Farmer for receiving a Certificate of Completion for Level II ATSI, as sponsored by the AAAE Airport Training & Safety Institute.

5. ACI Washington Conference.

Mr. Vanderleest discussed with the Board the schedule for the upcoming Board trip to Washington, DC to participate in the annual ACI Washington Conference on January 31 – February 2, 2011.

6. Annual MetroJackson Chamber Luncheon.

Mr. Vanderleest asked the Commissioners to confirm their attendance at the Annual MetroJackson Chamber Luncheon with Ms. Crotchett.

B. Attorney.

Mr. Moore said he had nothing to report at this time.

V. ACTION ITEMS.

A. Financial Matters.

1. Financial Reports for December 2010.
 - a. Balance Sheet: Accept.
 - b. Income Statement: Accept.
 - c. Claims Docket for December 2010: Approve.

Mr. Vanderleest directed the Board's attention to the above financial reports for December 2010 and the Claims Docket for December 2010, all of which were included in the Packet.

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

**RESOLUTION ACCEPTING FINANCIAL REPORTS FOR
DECEMBER 2010 AND APPROVING AND AUTHORIZING
PAYMENT OF CLAIMS DOCKET FOR DECEMBER 2010**

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered (i) certain financial statements for the Authority for the month and period ending December 31, 2010 (the "Financial Reports"), and (ii) the Claims Docket of the Authority for the month of December 2010 (the "Claims"), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board prior to the January 24, 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 \$4,520,882.23.

- d. Fiscal Year 2010 Financial Audit: Accept.

Mr. Vanderleest reminded the Board that the FY 2010 Audit had been presented to the Board by Breazeale, Saunders & O'Neil, Ltd. ("BSO"), the Authority's certified public accounting firm, at the Regular Monthly Work Session of the Board on January 20, 2011. Mr. Vanderleest said that it was appropriate at this time for the Board to consider accepting the (i) letter dated January 21, 2011, from BSO to the Board describing significant audit findings; (ii) Management Letter from

BSO addressed to the Board dated September 30, 2010, describing several “opportunities for strengthening internal controls and operating efficiency”; and (iii) Audited Financial Statements and Independent Auditors’ Reports on Internal Accounting Controls and Compliance, September 30, 2010 as prepared by BSO (collectively, the “FY 2010 Audit Report”). Mr. Vanderleest directed that copies of the FY 2010 Audit Report be attached as exhibits to the minutes of the Meeting.

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

**RESOLUTION ACCEPTING FISCAL YEAR 2010 AUDIT
REPORT**

WHEREAS, Breazeale, Saunders & O’Neil, Ltd. (the “Auditors”) have presented and discussed with the Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority the (i) the Audited Financial Statements and Independent Auditors’ Reports on Internal Accounting Controls and Compliance dated September 30, 2010; (ii) the Management Letter dated September 30, 2010; and (iii) a letter dated January 21, 2011, describing the Auditors’ responsibilities and the scope and timing of the audit (collectively, the “FY 2010 Audit Report”); and

WHEREAS, the Board has reviewed and considered the FY 2010 Audit Report;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby approves and accepts the FY 2010 Audit Report.

B. Service Agreement.

1. Professional Services Agreement for Safety and Operations Training for HKS: Approve Agreement.

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 Stewart, seconded by Commissioner Patton, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION APPROVING AND AUTHORIZING PROFESSIONAL
SERVICES AGREEMENT WITH BRAINSEED GLOBAL AVIATION
SERVICES, LLC**

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 negotiation and execution of a professional services agreement (the “Agreement”) with Brainseed Global Aviation Services, LLC (“Brainseed”), whereby Brainseed would conduct a two and one-half day training program at Hawkins Field based on elements of Part 139 of the Federal Aviation Administration Regulations relating to general aviation airports (the “Services”), all as more particularly described in that certain memorandum dated January 15, 2011, which was (i) included in the packet distributed to the Board prior to the January 24, 2011, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (the “Memorandum”) ; and

WHEREAS, the Board has reviewed and considered the Memorandum and considered said recommendation 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, approve and authorize negotiation and execution of the Agreement, said Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

C. Construction Projects.

1. JMAA Project No. 007-09, East Runway 16L/34R Pavement Rehabilitation, JEIA: Approve Change Order No. 2.
2. JMAA Project No. 013-08, Hawkins Field Drainage Improvements, Phase III, HKS: Approve Amendment.
3. JMAA Project No. 005-09, Stormwater Improvements, JEIA: Approve Amendment.
4. JMAA Project No. 009-11, Expansion Joint Repair in Baggage Claim Area, JEIA: Approve Agreement.

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 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 January 24, 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 execution and accomplishment of Change Order No. 2 to Contract No. 007-09-14 with Rifenburg Construction, Inc. in connection with Project No. 007-09, East Parallel Runway 16L/34R Pavement Rehabilitation at Jackson-Evers International Airport, as more particularly described in the Memorandum dated January 6, 2011, which describes this matter.
2. The Board approves and authorizes negotiation and execution of an amendment to the professional services agreement with Neel-Schaffer, Inc. (“NS”) to provide certain additional professional engineering and related services in connection with the Hawkins Field Drainage Improvements, Phases I-III Project (the “NS Amendment”), said NS Amendment to be in such form and to contain such terms and conditions consistent with the Memorandum dated January 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.
3. The Board approves and authorizes negotiation and execution of an amendment to the existing agreement with WEI/AJA, LLC, a joint venture consisting of Waggoner Engineering, Inc. and AJA Management & Technical Services, Inc., to include certain additional professional engineering and related services required as a result of certain areas within the project area at Jackson-Evers International Airport (“JEIA”) being identified as jurisdictional wetlands by the United States Army Corps of Engineers, thereby requiring protection during and after construction of the stormwater system at JEIA (the “WEI/AJA Amendment”), said WEI/AJA Amendment to be in such form and to contain such terms and

conditions consistent with the Memorandum dated January 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.

4. The Board approves and authorizes negotiation and execution of an agreement with Vision Group Services to replace the expansion joint cover in the Baggage Claim Area on the lower level of the Main Terminal Building at Jackson-Evers International Airport (the "Vision Agreement"), said Vision Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated January 13, 2011, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

D. Procurements.

No action or discussion took place at the Meeting regarding procurements.

E. Grants.

1. JMAA Project No. 008-11, Authorize Grant Application to Blue Cross/Blue Shield of Mississippi for Public Walking Track, JEIA.

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 Patton, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

RESOLUTION AUTHORIZING APPLICATION TO BLUE CROSS/BLUE SHIELD OF MISSISSIPPI FOUNDATION FOR CONSTRUCTION OF PUBLIC WALKING TRACK AT JACKSON-EVERS INTERNATIONAL AIRPORT

WHEREAS, participants in the JMAA Leadership Excellence and Airport Program ("LEAP"), specifically LEAP Team Three, recommended that the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") consider development and construction of personal fitness facilities at Jackson-Evers International Airport ("JEIA") to include a public walking path; and

WHEREAS, the JMAA staff has identified a possible location for a public walking path along the east side of the west runway at JEIA, to include a walking path and other fitness focused activities (collectively, the "Walking Path"); and

WHEREAS, the JMAA staff has estimated fees and expenses for (i) professional services in connection with design and construction of the Walking Path to be approximately \$33,000 and (ii) the construction cost of the Walking Path to be approximately \$300,000; and

WHEREAS, the JMAA staff has identified several possible funding sources for the Walking Path, including without limitation a grant from Blue Cross/Blue Shield of Mississippi Foundation in the amount of \$350,000 (the “BCBS Foundation Grant”) and additional grant opportunities with the Mississippi Department of Wildlife, Fisheries and Parks (the “DWFP Grants”); and

WHEREAS, the JMAA staff has recommended that the Board authorize the preparation and filing of applications for and receipt of the BCBS Foundation Grant and the DWFP Grant; and

WHEREAS, the Board has considered said recommendation by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby authorizes and approves the preparation and filing of applications for and receipt of the BCBS Foundation Grant and the DWFP Grant; and directs the JMAA staff to provide the Board with timely updates on said applications so that the Board may consider authorizing procurement of professional engineering and design services and construction of the Walking Path, subject to expected receipt of sufficient funds.

F. Other Matters.

1. Early Issues.

Mr. Vanderleest distributed to the Board a list of claims which he proposed to be approved for early payment by the Board. A copy of the list of “early issue” claims is attached as an exhibit to the minutes of this Meeting.

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

**RESOLUTION APPROVING AND AUTHORIZING PAYMENT OF
CERTAIN EARLY ISSUE CLAIMS**

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 prompt payment of certain early issue claims (the “Early Issue Claims”), a list of the Early Issue Claims being attached as an exhibit to the minutes of the Regular Monthly Meeting of the Board on January 24, 2011; and

WHEREAS, the Board has reviewed the Early Issue Claims and considered said recommendation by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that the Early Issue Claims were appropriate and proper expenses incurred in connection with authorized responsibilities and duties of the Authority, and hereby approves and authorizes prompt payment of the Early Issue Claims in the total amount of \$9,931.98.

2. ACI Washington Conference: JMAA Federal Funding Priorities.

Mr. Vanderleest discussed with the Board the priorities set out in JMAA's annual letter to the Mississippi Congressional Delegation requesting federal funds. Mr. Vanderleest said that the first two priorities were reauthorization of the FAA Airports Improvements Program, which provides grants for basic infrastructure at airports throughout the country, and reauthorization of the federal highway bill, which would provide an opportunity for additional funding for the East Metropolitan Corridor Road. Mr. Vanderleest said that additional priorities included an increase in permitted passenger facility charges, continuation of the Small Airport Access Grant Program, and maintaining the current structure for foreign trade zones. Mr. Vanderleest said that a copy of the letter would be provided to the Board prior to the Board's trip to Washington for the ACI Washington Conference.

3. Board Meetings at Hawkins Field.

Chair Glover asked the Board and staff to consider holding two instead of four monthly Board meetings per year at Hawkins Field. She said she would discuss this matter further with the Board at the next monthly Board meeting.

VI. DISCUSSION: STRATEGIC INITIATIVES.

No discussion or action was taken at the Meeting regarding strategic initiatives.

VII. ADJOURNMENT.

There being no further business to come before the Meeting, upon motion duly made by Commissioner Stewart, seconded by Commissioner Patton, 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