

**EMERGENCY MEETING OF  
JACKSON MUNICIPAL AIRPORT AUTHORITY  
BOARD OF COMMISSIONERS  
July 1, 2014**

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

The Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority” or “JMAA”) met in the Terminal Building At Hawkins Field Airport, in Jackson, Mississippi, at 9:00 a.m. on Tuesday, July 1, 2014 (the “Meeting”), pursuant to proper notice.

Vice Chairman Evelyn Reed, presided, called the Meeting to order at 9:00 a.m., and called the roll of Commissioners.

The following Commissioners were present in person at the Meeting.

Evelyn O. Reed, Vice Chairman  
Jeffery A. Stallworth, Commissioner  
LaWanda D. Harris, Commissioner

Pastor James Henley, Jr., Commissioner and Chairman was “present” via telephone conference call (the audio recording of proceedings is included as a part of the minutes of this meeting; an mp3 file playable on Windows media Player)

The following other persons were also present at the Meeting.

Dirk B. Vanderleest, JMAA Chief Executive Officer  
John L. Walker, Jr., Attorney at Walker Group, P.C.  
Phillip J. Brookins, Attorney at Walker Group, P.C.

**II. INVOCATION**

Commissioner Stallworth prayed.

**III. APPROVAL OF JULY 1, 2014 EMERGENCY MEETING NOTICE**

**RESOLUTION CY-2014-92**

**APPROVAL OF JULY 1, 2014 EMERGENCY MEETING NOTICE**

Upon motion by Commissioner Harris, seconded by Commissioner Stallworth the following resolution was adopted by vote of 4-0.

**WHEREAS**, Attorney John Walker states that he caused the Notice attached as ***Exhibit A*** to be posted at the Administrative Office of the Jackson Municipal Airport Authority and at The Terminal Building at Hawkins Field Airport no later than 4:30 P.M. on June 30, 2014;

**RESOLVED**, that the Board hereby approves the posting and content of the notice of Meeting and directs that it be made a part of the minutes of this meeting as ***Exhibit A***.

Yeas: Reed, Henley, Stallworth, Harris

Nays: None

Absent: Hartley

July 1, 2014

#### **IV. PUBLIC COMMENTS**

None

#### **V. ACTION ITEMS**

##### **OPEN SESSION**

Chairman Henley moved for the Board to enter a closed session to consider whether to go into an executive session to consider some sensitive personnel matters including June 27, 2014 letter received by the JMAA Board of Commissioners from CEO Vanderleest; Commissioner Harris seconded the motion and it was by affirmative vote of all Commissioners (Hartley was absent) resolved that the session be closed to all except the attorneys from WG. Mr. Vanderleest exited the Meeting.

##### **CLOSED SESSION**

Chairman Pastor Henley then stated that he requested an executive session to consider sensitive personnel matters including June 27, 2014 letter received by the JMAA Board of Commissioners from CEO Vanderleest. Commissioner Harris seconded the motion to enter executive session and the Commissioners unanimously voted to enter executive session for the stated purposes.

**OPEN SESSION**

Vice Chairman Reed then invited all persons outside the room to re-enter; no one did.

Vice Chairman Reed announced that the Board had voted to enter an executive session to consider sensitive and confidential personnel matters.

**CLOSED EXECUTIVE SESSION**

Vice Chairman Reed announced that the Board was now in a closed executive session to consider sensitive and confidential personnel matters.

After discussions, the Board adopted the following resolution.

**RESOLUTION CY-2014-93**

**ACCEPTANCE OF RESIGNATION OF CEO AND 30-DAY FREEZING OF TERMINATIONS AND HIRINGS**

Upon motion, second and the affirmative vote of all Commissioners present with Commissioner Hartley absent, the following resolutions were adopted by votes of 4-0.

**RESOLVED** that the Board accepts the June 27, 2014 resignation/retirement/non renewal of contract with JMAA letter submitted by Dirk Vanderleest, CEO pursuant to the ninety (90) day notification period contained in Dirk Vanderleest's employment agreement with JMAA and that the Vice Chairperson shall send to Dirk Vanderleest, CEO a letter on behalf of the Board of Commissioners accepting said June 27, 2014 resignation/retirement/non renewal of contract with JMAA letter and advising of all actions taken at the Board's emergency meeting of July 1, 2014.

**RESOLVED, FURTHER,** that the Board directs the CEO to freeze the termination of JMAA's employees because of JMAA's nepotism policy for a thirty (30) day period while the Board reviews the JMAA's nepotism policy and the impact of JMAA's nepotism policy upon JMAA's current employees.

**RESOLVED, FURTHER** that the Board directs the CEO to Freeze the hiring of new employees at JMAA for thirty (30) days except for new employees needed by JMAA for public safety purposes/reasons.

Yeas: Reed, Henley, Stallworth, Harris  
Nays: None  
Absent: Hartley

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## **OPEN SESSION**

All persons outside the room were invited to rejoin the meeting in open session; no one was present and it has been previously decided that a copy of all actions taken would be sent to CEO Vanderleest at his home address.

Vice Chairman Reed announced that the meeting was once again open; Vice Chairman Reed announced that during the executive session, the Board had adopted the following resolution.

### **RESOLUTION CY-2014-93**

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**RESOLVED, FURTHER** that the Board directs the CEO to Freeze the hiring of new employees at JMAA for thirty (30) days except for new employees needed by JMAA for public safety purposes/reasons.

Yeas: Reed, Henley, Stallworth, Harris

Nays: None

Absent: Hartley

July 1, 2014

## **VI. ADJOURNMENT**

Thereafter it was moved, seconded and resolved upon the 4-0 vote of all Commissioners present that the Meeting of the Board be **ADJOURNED**.

Respectfully submitted,

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Ms. Evelyn O. Reed, Vice Chairman

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Pastor James L. Henley, Jr., Chairman

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Mr. Vernon W. Hartley, Sr., Commissioner

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Ms. LaWanda D. Harris, Commissioner

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Mr. Jeffery A. Stallworth, Commissioner