

REGULAR MONTHLY MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
JULY 22, 2013

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, July 22, 2013 (the “Meeting”), pursuant to proper notice.

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

Chair Johnnie P. Patton, R. Ph., presided, called the Meeting to order, and called the roll of Commissioners.

The following Commissioners were present in person at the Meeting at this time.

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

Commissioner Glenda Glover was telephonically present and participated in the Meeting by teleconference. Commissioner Glover could hear everyone who spoke during the Meeting, and everyone at the Meeting could hear Commissioner Glover.

Chair Patton noted that a quorum was present 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
Kenneth Randolph, JMAA Airport Police Chief
William Dickson, JMAA Airport Security Manager
Arnetrius Reed Branson, JMAA Comptroller
Cindy Crotchett, JMAA Executive Assistant
Rhonda Knight, JMAA Human Resources Manager
Garry Montgomery, JMAA Maintenance Manager
Laura Morgan, JMAA Summer Intern
Matthew Morrow, JMAA Summer Intern
Troy Nix, JMAA Police Officer
Gary O’Quin, JMAA Airfield Maintenance Supervisor
Durante Reed, JMAA Summer Intern

Joyce Tillman, JMAA Facilities Engineer
Jack Weldy, JMAA Properties Manager
Chuck Lott, Neel-Schaffer, Inc.
Brian Nettles, Waggoner Engineering, Inc.
Alan Moore, Baker Donelson Bearman Caldwell & Berkowitz
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz
Marlena Pickering, Baker Donelson Bearman Caldwell & Berkowitz

II. APPROVAL AND EXECUTION OF MINUTES.

A. Regular Meeting of the Board of Commissioners, June 24, 2013.

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 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 June 30, 2013.*
2. *Airport Activity Statistics Report, Period Ending June 30, 2013.*

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.

Mr. Vanderleest expressed special appreciation to Woody Wilson, JMAA Senior Director of Capital Planning, for his extraordinary work in reopening Runway 16L/34R at Jackson-Medgar Wiley Evers International Airport.

3. *Employee and Organizational Recognitions.*

- a. Employee of the Month, June 2013: Anthony Manning, Police Corporal, Department of Public Safety.

Mr. Vanderleest recognized and commended Corporal Manning for being named Employee of the Month for June 2013.

4. *Professional Development Recognitions.*

- a. Troy Nix, Certified Police Officer, Department of Public Safety: Certificate of Completion Level III ATSI, sponsored by AAAE Airport Training & Safety Institute.

Mr. Vanderleest recognized and commended Officer Nix for completing Level III ATSI, as sponsored by the AAAE Airport Training & Safety Institute.

5. *Summer Youth Intern Recognitions.*

Mr. Vanderleest recognized the following individuals for participating in the Authority's summer intern program.

- a. Laura Morgan: JAN Aviation Intern.
- b. Matthew Morrow: JAN Maintenance Summer Intern.
- c. Durante Reed: JAN Administration Summer Intern.

Chair Patton thanked the summer interns, on behalf of the Board, for their work with JMAA during the summer.

6. *Professional Recognitions.*

- a. Jackson Municipal Airport Authority: 2013 Best Places to Work in Mississippi, Mississippi Business Journal.

Mr. Vanderleest said that the Authority had been nominated as a 2013 Best Place to Work by the Mississippi Business Journal.

B. Attorney.

1. *Settlement of Litigation with James Myers.*

Mr. Wagner asked the Board to consider approval of a settlement in the amount of \$5,000 to be paid to James Myers in full and complete settlement of his lawsuit against JMAA, claiming racial discrimination. Mr. Wagner said that the entire \$5,000 would be paid by the Authority's insurance carrier. Mr. Wagner emphasized that the settlement agreement would specifically state that JMAA did not admit any liability, and said that the settlement proposal was being made in lieu of paying the costs of litigation, which were expected to exceed the amount being paid in settlement.

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 authorized the settlement of Mr. Myers' claim in the above stated amount, subject to execution of a settlement agreement in a form acceptable to the Authority's legal counsel.

**RESOLUTION APPROVING SETTLEMENT OF
LITIGATION STYLED MYERS V. JACKSON MUNICIPAL
AIRPORT AUTHORITY, CIVIL ACTION NO. 3:12-CV-
00669-WHB-RHW IN THE UNITED STATES DISTRICT
COURT FOR THE SOUTHERN DISTRICT OF
MISSISSIPPI, JACKSON DIVISION**

WHEREAS, James L. Myers ("Myers") filed suit against the Jackson Municipal Airport Authority (the "Authority") in Cause No. 3:12-cv-00669-WHB-RHW in the United States District Court for the Southern District of Mississippi, Jackson Division (the "Lawsuit"); and

WHEREAS, Chubb Group of Insurance Companies, Inc., the Authority's employment practices liability insurance carrier ("Chubb"), provided a defense for the Authority in connection with the Lawsuit; and

WHEREAS, Chubb and the Authority's legal counsel have (i) advised the Board that, although both do not believe that the Authority is liable to Myers for any damages related to the Lawsuit, litigating the Lawsuit will be expensive and there is no certainty of the outcome if the Lawsuit goes to trial; and (ii) recommended that the Board of Commissioners (the "Board") of the Authority approve and authorize settlement of the Lawsuit by payment of \$5,000 to Myers, with all of said payment being made by Chubb and no portion of the payment being made by the Authority (the "Settlement Amount"); and

WHEREAS, the Board has considered the settlement proposal described above and the recommendations of Chubb and the Authority's legal counsel;

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 (i) payment of the Settlement Amount to Myers by Chubb in full settlement of the Lawsuit, and (ii) execution of all documents necessary and appropriate to accomplish settlement of the Lawsuit, said

documents to be approved as to form by the Authority's legal counsel prior to execution.

V. ACTION ITEMS.

A. Financial Matters.

1. *Financial Reports for June 2013.*

- a. Balance Sheet: Accept.
- b. Income Statement: Accept.
- c. Claims Docket for June 2013: Approve.
- d. Quarterly Statistics.

Mr. Vanderleest directed the Board's attention to the above referenced financial reports for June 2013, the Claims Docket for June 2013, and the summary of the Third Quarter FY2013 statistics, all of which were included in the Packet.

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 ACCEPTING FINANCIAL REPORTS
FOR JUNE 2013, APPROVING AND AUTHORIZING
PAYMENT OF CLAIMS DOCKET FOR JUNE 2013,
AND ACCEPTING QUARTERLY FINANCIAL
REPORT**

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered (i) the Balance Sheet and Income Statement for the Authority for the month and period ending June 30, 2013 (the "Financial Reports"); (ii) the Claims Docket for the Authority for the month of June 2013 (the "Claims"); and (iii) the financial reports for the Third Quarter FY2013 (the "Quarterly Report"), each of which was (x) included in the packet distributed to the Board prior to the July 22, 2013, Regular Monthly Meeting of the Board, and (y) incorporated herein by reference;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby (i) accepts the Financial Reports, (ii) approves and authorizes payment of the Claims in the total amount of \$849,334.46; and (iii) accepts the Quarterly Report.

B. Service Agreements.

There was no discussion or action regarding service agreements at the Meeting.

C. Construction Projects.

1. ***JMAA Project No. 005-13, Northwest Ramp Repair and Repaving, HKS: Authorize Advertisement for Bids.***
2. ***JMAA Project No. 010-13, Surface Markings for Runway 16R/34L, JAN: Authorize Advertisement for Bids.***
3. ***JMAA Contract No. 011-11-085, Power Resources Evaluation and Improvements – Boiler Plant Modification, JAN: Approve Change Order No. 1 (Metro Mechanical, Inc.).***
4. ***JMAA Project No. 007-11, Assessment and Repair of Aircraft Parking Aprons, JAN: Authorize Amendment (Aviation Group of Mississippi, LLC).***

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

5. ***JMAA Contract No. 021-12-048, Reconstruction of Former Catering Space and Delta Airlines Flight Operations Area, JAN: Rescind Award of Contract to Major Associates, Inc.; Award Contract to Harris Constructors, Inc.***

Mr. Vanderleest distributed to the Board a memorandum dated July 19, 2013, which described this matter, and discussed this matter with the Board. A copy of the memorandum is attached as an exhibit to the minutes of the Meeting.

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 or at the July 22, 2013, 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 (i) publication of an advertisement for bids for construction of JMAA Project No. 005-13, Northwest Ramp Repair and Repaving at Hawkins Field (the “Ramp Paving Project”); and (ii) an increase to the proposed budget for the Ramp Paving Project in the amount of \$79,000, for a new total project budget of \$615,000, all as more particularly described in that certain Memorandum dated July 6, 2013, which describes this matter.
2. The Board approves and authorizes publication of an advertisement for bids for the application of surface markings to Runway 16R/34L in connection with JMAA Project No. 010-13, Markings for Runway 16R/34L (the “Runway Marking Project”) at Jackson-Medgar Wiley Evers International Airport (“JAN”), as more particularly described in that certain Memorandum dated July 10, 2013, which describes this matter.
3. The Board approves and authorizes negotiation and execution of Change Order No. 1 to Contract No. 011-11-085 with Metro Mechanical, Inc. in connection with JMAA Project No. 011-11, Power Resources Evaluation and Improvement – Boiler Plan Modification Element at JAN,

as more particularly described in the Memorandum dated July 12, 2013, which describes this matter.

4. The Board approves and authorizes (i) negotiation and execution of an amendment to the existing professional services agreement between the Authority and Aviation Group of Mississippi, LLC (“AGM”), whereby AGM will provide additional services for design and construction inspection in connection with JMAA Project No. 007-11, Aircraft Parking Aprons Assessment and Repair (the “Parking Apron Project”) at JAN, with fees for such additional services not to exceed \$79,448 for a new total contract budget for AGM of \$239,262 (the “AGM Amendment”), as more particularly described in the Memorandum dated July 17, 2013, which describes this matter, said AGM Amendment 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 (the “CEO”), as evidenced by his execution thereof; and (ii) an increase to the project budget for the Parking Apron Project of \$79,448, for a new total Parking Apron Project budget of \$1,759,262, as set forth in the Memorandum.
5. The Board hereby (i) rescinds the award of that certain Contract No. 021-12-048 for reconstruction of the former catering space and Delta Airlines flight operations area at JAN (JMAA Project No. 021-12) (“Project No. 021-12”) to Major Associates, Inc.; (ii) accepts the bid of Harris Constructors, Inc. (“Harris”) in the amount of \$395,359 as the lowest and best bid for Project No. 021-12 and awards the contract for Project No. 021-12 to Harris; and (iii) authorizes and directs the staff of the Authority to negotiate and execute an appropriate agreement with Harris to accomplish Project No. 021-12 (the “Harris Agreement”), all as more particularly described in the Memorandum dated July 19, 2013, which describes this matter, said Harris Agreement to be in such form and to contain such terms and conditions consistent with Project No. 021-12 and the Memorandum, as may be deemed appropriate by the CEO, as evidenced by his execution thereof.

D. Procurements.

There was no discussion or action regarding procurements at the Meeting.

E. Grants.

There was no discussion or action regarding grants at the Meeting.

F. Other Matters.

1. *Settlement and Release for Property Damage (Webster Electric Co., Inc./Union Standard Insurance Company).*

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

**RESOLUTION APPROVING AND AUTHORIZING (I)
ACCEPTANCE OF SETTLEMENT OFFER AND (II)
EXECUTION OF RELEASE FOR PROPERTY DAMAGE
WITH WEBSTER ELECTRIC, INC.**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the "Authority") has advised the Board of Commissioners (the "Board") of the Authority that an employee of Webster Electric Co., Inc. ("Webster") caused certain damage to the west concourse at Jackson-Medgar Wiley Evers International Airport on May 28, 2013, resulting in damages estimated at \$5,307.56 (the "Webster Claim"), as more particularly described in the memorandum dated July 15, 2013, which (i) was included in the packet distributed to the Board prior to the July 22, 2013, Regular Monthly Meeting of the Board, and (ii) is incorporated herein by reference (the "Memorandum"); and

WHEREAS, the staff has further advised the Board that Union Standard Insurance Company ("USIC"), Webster's general liability insurance company, requires that the Authority execute a certain property damage release relating to settlement of the Webster Claim before USIC will release payment for the Webster Claim to the Authority (the "Property Damage Release"); and

WHEREAS, the staff of the Authority has recommended that the Board approve and authorize execution of the Property Damage Release to settle the Webster Claim; and

WHEREAS, the Board has reviewed the Memorandum and considered the recommendation of the staff, and has concluded that the amounts to be paid to the Authority for the Webster Claim pursuant to the Property Damage Release is reasonable;

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 execution by the Chief Executive Officer of the Authority of the Property Damage Release to settle the Webster Claim in the amount of \$5,307.56.

2. *Early Issues.*

There was no discussion or action regarding early issues at the Meeting.

3. *Board Travel.*

There was no discussion or action regarding Board travel at the Meeting.

4. *Special Meeting on September 26, 2013.*

Because of the expected absence of a quorum, the Board decided to cancel the Board Work Session previously scheduled for 7:30 a.m. on Thursday, September 19, 2013, and the Regular Monthly Meeting of the Board previously scheduled for 4:00 p.m. on Monday, September 23, 2013, and schedule a Special Meeting of the Board for 12:00 noon on Thursday, September 26, 2013.

VI. DISCUSSION: STRATEGIC INITIATIVES.

There was no discussion or action regarding strategic initiatives at the Meeting.

VII. ADJOURNMENT.

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

Respectfully submitted,

Johnnie P. Patton, R. Ph., Chair

Dr. Sylvia Stewart, Vice Chair

Dr. Glenda Glover

George E. Irvin, Sr.

Earle Jones