

**REGULAR MONTHLY MEETING OF JACKSON MUNICIPAL
AIRPORT AUTHORITY BOARD OF COMMISSIONERS
JULY 25, 2016**

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 Regular Monthly Board Meeting in the Terminal Building, Hawkins Field Airport (“HKS”), West Ramp Road, in Jackson, Mississippi, at 4:00 p.m. on Monday, July 25, 2016 (the “Meeting”), pursuant to proper notice.

Chairman Rosie L.T. Pridgen, Ph.D., presided, called the Meeting to order at 4:00 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:

Rosie L.T. Pridgen, Ph.D., Commissioner and Chairman
Pastor James L. Henley, Jr., Commissioner and Vice Chairman
Vernon W. Hartley, Sr., Commissioner
Evelyn O. Reed, Commissioner

Chairman Dr. Pridgen 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 Regular Monthly Meeting of the Board scheduled for 4:00 p.m. on Monday, July 25, 2016, in the Terminal Building, Hawkins Field Airport (“HKS”), West Ramp Road, in Jackson, Mississippi. The following other persons were also present at the Meeting:

Perry Miller, JMAA’s Chief Operating Officer
Bonnie A. Wilson, JMAA’s Chief Administrative Officer
John L. Walker, Esq., Walker Group, PC, Attorneys at Law
Kevin Bass, Esq., Walker Group, PC, Attorneys at Law
Regina May, Esq., The May Law Firm, PLLC, Attorneys at Law
John R. May, Jr., Esq., The May Law Firm, PLLC, Attorneys at Law
And persons listed on **EXHIBIT A: [Sign in Sheet for 7-25-16](#)**

The following person was present, telephonically, at the Board Meeting:

Carl D. Newman, A.A.E., JMAA’s Chief Executive Officer

II. INVOCATION

Vice Chairman Pastor Henley gave the Invocation.

III. APPROVAL AND EXECUTION OF THE JUNE 23, 2016 REGULAR WORK SESSION MINUTES; THE JUNE 27, 2016 REGULAR BOARD MEETING MINUTES AND THE JULY 19, 2016 SPECIAL BOARD MEETING MINUTES

- A. Regular Work Session of the Board of Commissioners, June 23, 2016.
- B. Regular Meeting of the Board of Commissioners, June 27, 2016.
- C. Special Meeting of the Board of Commissioners, July 19, 2016.

Vice Chairman Pastor Henley requested that the Minutes of the June 27, 2016 Board Meeting be amended to include that discussion took place about the service contract of Yellow Brick Media and no action was taken as to said contract by the Board. This is because no quorum was physically present in the meeting location at Jackson-Medgar Wiley Evers International Airport when the discussion took place since Chairman Dr. Pridgen was attending telephonically.

RESOLUTION CY-2016-94

APPROVAL AND EXECUTION OF THE MINUTES OF THE JUNE 23, 2016 WORK SESSION, THE JUNE 27, 2016 REGULAR BOARD MEETING, AS AMENDED, AND THE JULY 19, 2016 SPECIAL MEETING

After discussion and review and upon the motion made by Commissioner Reed, and seconded by Commissioner Hartley, the Minutes of the Regular Work Session, June 23, 2016, the Regular Board Meeting, June 27, 2016, as amended, and the Special Board Meeting, July 19, 2016 were approved by the unanimous vote of the Commissioners present at the Board Meeting (4-0-0), and the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Minutes of the Regular Work Session, June 23, 2016, the Regular Board Meeting, June 27, 2016, as amended, and the Special Board Meeting, July 19, 2016, as presented, and directs that said Minutes be filed in the appropriate Minute Book and Records of the Authority.

Yeas: Hartley, Henley, Pridgen, Reed
Nays: None
Abstentions: None

July 25, 2016

IV. PUBLIC COMMENTS

None.

V. REPORTS

A. Report from the Chairman

Chairman Dr. Pridgen presented the Chairman's report on her travel to the Farnborough Air Show in Hampshire, England from July 11 to July 14, 2016.

Chairman Dr. Pridgen announced the purpose of the Air Show and provided four benefits of her attending. They are as follows:

1. Provided the opportunity to experience "first-hand" how the Worldwide Farnborough Air Show could be a useful tool to JMAA's economic development;
2. Demonstrated the willingness of JMAA to be pro-active and act to be recognized and touted as a chief economic driver in our state.
3. Tangible act that JMAA is a respected, viable business partner and expects to be included in local, state, national, and international decisions regarding projects and programs that impacts any form of transportation needs – direct or indirect.
4. Additional benefits will continue to be realized over time. However, the Chairman was interviewed by the editor of the IHS Jane's Airport Review that will publish sometime in the near future.

Dr. Pridgen then thanked the Mississippi Development Authority ("MDA") Staff Members for their assistance with admission and access, and the Jackson Metro Chamber of Commerce Staff Members for their assistance with travel accommodations.

She recommended that JMAA write a letter to MDA requesting that JMAA be included in the following:

1. Future development of the Air Show's planning, meetings, and all other privileges associated with being a participating partner; and
2. Appropriate meetings, with the meeting dates and times to be tentatively confirmed, prior to arrival at the Air Show, and the vetting of meetings, approaches and presentations, done prior to travel.

She further recommended that JMAA identify and structure ongoing conversations between JMAA's MDA representative and JMAA's CEO, throughout the year, to help ensure that recommendations 1 and 2 above occur.

Chairman Dr. Pridgen's complete report is attached as an exhibit to the July 25, 2016 Board Meeting Minutes.

B. Chief Executive Officer

Mr. Perry Miller, JMAA's Chief Operating Officer, presented the report of Mr. Carl D. Newman, CEO, in his absence.

JMAA Employee Minimum Hourly Wage Update

Mr. Miller informed that Board that the hourly wages of the four (4) JMAA employees currently making below \$10.00 per hour would be increased to \$10.00 per hour beginning the first pay period in August 2016.

Hawkins Field Airport Administrative Staff Update

Mr. Miller informed the Board that Staff conducted a preliminary analysis and concluded that there is not enough traffic at the Hawkins Field Airport to warrant the employment of any administrative support staff at Hawkins Field. He reminded the Board that a Supervisor will be in place to assist with the management of Hawkins Field. Further, Mr. Miller announced that phone calls to Hawkins Field, not answered at Hawkins Field, will be answered at Jackson-Medgar Wiley Evers International Airport. The support staff at JAN will forward those calls to appropriate persons. Further, the receptionist at JAN, who answers the phone calls transferred from Hawkins Field, will answer the Hawkins' calls in a manner that informs the caller that he/she called Hawkins Field.

Commissioner Harris entered the Meeting at 4:09 p.m.

Community Room Update

Mr. Chad Parker, Procurement Specialist, presented a Community Room Update. He informed the Board that the new Board table was installed at JAN on July 25, 2016. Mr. Parker then displayed photos of the new board room table installed in the Community Room at JAN.

- 1. *Airport Project Manager Summary, Period Ending
June 30, 2016..... Page 1¹*
- 2. *Airport Activity Statistics Report, Period Ending
June 30, 2016.....Page 15*

C. Attorney

Attorney John L. Walker announced that there were two (2) matters that he recommended the Board to take up during an Executive Session. Therefore, he recommended that Chairman Dr. Pridgen present those matters for consideration at an appropriate time.

VI. ACTION ITEMS

¹ "Page #" refers to the page numbers in the Meeting Packet.

A. Financial Matters

1. Financial Reports for June 2016:

- a. Balance Sheet: Accept.....Page 30
- b. Income Statement: Accept.....Page 32

RESOLUTION CY-2016-95

RESOLUTION ACCEPTING/APPROVING JUNE 2016 FINANCIAL REPORTS

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

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") reviewed and considered the Authority's Balance Sheet and Income Statement ("the Financial Reports") for the month and period ending June 30, 2016, which were included in the Packet, at pages 30-34, and distributed to the Board prior to the July 25, 2016 Monthly Meeting of the Board.

IT IS THEREFORE, RESOLVED that the Board hereby accepts and approves the June 2016 Financial Reports: Balance Sheet and Income Statement for June 2016.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

July 25, 2016

- c. Claims Docket for June 2016: Approve.....Page 35

RESOLUTION CY-2016-96

RESOLUTION APPROVING THE CLAIMS DOCKET FOR THE MONTH AND PERIOD ENDING JUNE 30, 2016

Vice Chairman Pastor Henley expressed concerns to the Board as to paying the claims of Yellow Brick Media for services provided post June 30, 2016. The Board held discussion concerning, after which an amended motion as to the claims docket was made.

Upon motion by Commissioner Hartley, seconded by Commissioner Reed, the following **RESOLUTION** was made and approved by unanimous vote.

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered the Authority's Claims Docket ("Claims") for the month and period ending June 30, 2016, which was included in the Packet, at pages 35-40, and was distributed to the Board prior to the July 25, 2016 Monthly Meeting of the Board; and

WHEREAS the distributed Claims Docket is amended to provide payment of the claim as to Yellow Brick Media solely for services provided prior to June 30, 2016.

IT IS THEREFORE, RESOLVED that the Board hereby authorizes payment of the Claims in the amount of \$437,427.14.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

July 25, 2016

d. Quarterly Statistics.....Page 41

There were no actions taken pertaining to the Quarterly Statistics.

2. ***JMAA Fiscal Year 2017 Operating and Maintenance Budget: Approve Proposed Budget.....Page 44***

Mr. Miller also informed the Board that the raises to \$10.00 per hour for Staff members, discussed during his report as to minimum hourly wage, are incorporated into the presented Fiscal Year 2017 Operating and Maintenance Budget.

RESOLUTION CY-2016-97

RESOLUTION APPROVING 2017 FISCAL YEAR OPERATING AND MAINTENANCE BUDGET

Upon motion by Commissioner Hartley, seconded by Commissioner Reed, the following **RESOLUTION** was made and approved by majority vote (3-0-2).

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered Staff's request for adoption and approval of: (i) the Fiscal Year 2017 Operating & Maintenance Budget; and (ii) the Fiscal Year 2017 Capital Budget, contained in the FY 2017 Budget Presentation Booklet entitled "JMAA Fiscal Year 2017 Annual Budget," which was distributed to the Board prior to the July 25, 2016 Board Meeting. Said FY 2017 Budgets, contained in said FY 2017 Budget Presentation Booklet, contain the changes requested by the Commissioners during the July 19, 2016 Special Meeting and the July 21, 2016 Work Session. The key elements of the proposed Operating & Maintenance Budget and Primary Funding Sources for Capital

Expenditures estimated to be undertaken in Fiscal Year 2017, are contained in the Memorandum dated July 20, 2016, at pages 44-45 of the Meeting Packet.

IT IS THEREFORE, RESOLVED that the Board hereby adopts and approves: (i) the Fiscal Year 2017 Operating & Maintenance Budget; and (ii) the Fiscal Year 2017 Capital Budget, as distributed prior to the July 25, 2016 Board Meeting, with the changes requested by the Commissioners, during the July 19, 2016 Special Meeting and the July 21, 2016 Work Session, included therein, and the key elements of the proposed Operating & Maintenance Budget and Primary Funding Sources for Capital Expenditures estimated to be undertaken in Fiscal Year 2017, which are contained in the Memorandum dated July 20, 2016, at pages 44-45 of the Meeting Packet.

Yeas: Hartley, Pridgen, Reed

Nays: None

Abstain: Harris, Henley

July 25, 2016

3. Early Issues

None

B. Service Agreements

- 1. Financial Audit of Enterprise Leasing Company-South, LLC and RPS/AJA of Jackson, JAN: Authorize Amendment to Agreement (Breazeale, Saunders and O'Neil, LTD).....Page 46**

RESOLUTION CY-2016-98

RESOLUTION AUTHORIZING EXECUTION OF THE AMENDED PROFESSIONAL SERVICE AGREEMENT WITH BREAZEALE, SAUNDERS & O'NEIL

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

WHEREAS, The Board has considered the request of JMAA's Staff for authority to execute a first amendment to the current Professional Services Agreement ("Agreement") with Breazeale, Saunders & O'Neil, LTD ("BSO") of Jackson, Mississippi to: (i) expand the scope of service of BSO to also conduct an agreed upon procedures review of the concessions agreement with Enterprise Leasing Company-South, LLC ("Enterprise") for the years ending September 30, 2013 and September 30, 2014, and of the services and management agreement with RPS/AJA of Jackson ("RPS/AJA") for the period of July 1, 2015 thru June 30, 2016; and (ii) increase the amount of fees and expenses paid to BSO by an amount not to exceed \$42,500.00; and

WHEREAS, the term of the first amendment shall not exceed six (6) calendar months; and

WHEREAS, the Williams CPA Firm, PLLC (“Williams”) of Ridgeland, Mississippi, a Certified Disadvantaged Enterprise (“DBE”) will provide support services to Breazeale, Saunders & O’Neil, LTD, as a sub-consultant, and the goal is for Williams to receive forty percent (40%) of the agreement amount; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated July 7, 2016, found at pages 46-48 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that Staff is authorized to execute a first amendment to the current Professional Services Agreement (“Agreement”) with Breazeale, Saunders & O’Neil, LTD (“BSO”) of Jackson, Mississippi to: (i) expand the scope of service of BSO to also conduct an agreed upon procedures review of the concessions agreement with Enterprise Leasing Company-South, LLC (“Enterprise”) for the years ending September 30, 2013 and September 30, 2014, and of the services and management agreement with RPS/AJA of Jackson (“RPS/AJA”) for the period of July 1, 2015 thru June 30, 2016; and (ii) increase the amount of fees and expenses paid to BSO by an amount not to exceed \$42,500.00; and

IT IS THEREFORE, FURTHER RESOLVED that the term of the first amendment shall not exceed six (6) calendar months; and

IT IS THEREFORE, FURTHER RESOLVED that the Williams CPA Firm, PLLC (“Williams”) of Ridgeland, Mississippi, a Certified Disadvantaged Enterprise (“DBE”) will provide support services to Breazeale, Saunders & O’Neil, LTD, as a sub-consultant, and the goal is for Williams to receive forty percent (40%) of the agreement amount; and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated July 7, 2016, at pages 46-48 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

July 25, 2016

2. *Air Service Development Consulting Services, JAN: Authorize Amendment to Agreement (InterVISTAS Consulting, Inc.).....Page 49*

RESOLUTION CY-2016-99

RESOLUTION AUTHORIZING EXECUTION OF AMENDMENT TO PROFESSIONAL SERVICE AGREEMENT WITH INTERVISTAS

Upon motion by Commissioner Reed, seconded by Commissioner Hartley, the following **RESOLUTION** was made and approved by unanimous vote.

WHEREAS, the Board has considered the request of JMAA's Staff for: (i) authority to execute the first amendment to the current professional service agreement with InterVISTAS Consulting, Incorporated ("InterVISTAS"), a Delaware Corporation and a subsidiary of Royal Haskoning DHV ("Royal"), an independent, international project management, engineering, and consultancy service provider, with headquarters in the Netherlands, to provide air service development consulting services for the Jackson Municipal Airport Authority ("JMAA") for one (1) additional year for fees and expenses not to exceed \$65,000.00; and (ii) approval of the project budget; and

WHEREAS, the proposed first amendment will amend the following entitled sections of the current agreement: (i) 1. Services: Section 1.1 and 1.2 will be amended to provide for InterVISTAS to provide services in a continuing and monitoring capacity; (ii) 2. Compensation and Payments: Section 2.5 will be amended to reflect that the fees and expenses for the extended period shall not exceed \$65,000.00 and (iii) 4. Effective Date and Term: will be amended to extend the term of the Agreement for an additional one (1) year, commencing on the date of the execution of the amended contract and ending one (1) calendar year thereafter; and

WHEREAS, Kerimax Communications, LLC ("Kerimax"), of Jackson, Mississippi, a Certified Disadvantaged Business Enterprise ("DBE") will provide support services to InterVISTAS, as a sub-consultant, and the goal is for Kerimax to receive ten percent (10%) of the agreement amount; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated July 8, 2016, found at pages 49-52 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that: (i) Staff is authorized to execute the first amendment to the current professional service agreement with InterVISTAS Consulting, Incorporated ("InterVISTAS"), a Delaware Corporation and a subsidiary of Royal Haskoning DHV ("Royal"), an independent, international project management, engineering, and consultancy service provider, with headquarters in the Netherlands, to provide air service development consulting services for the Jackson Municipal Airport Authority ("JMAA") for one (1) additional year for fees and expenses not to exceed \$65,000.00; and (ii) the project budget is approved; and

IT IS THEREFORE, FURTHER RESOLVED that the proposed first amendment will amend the following entitled sections of the current agreement: (i) 1. Services: Section 1.1 and 1.2 will be amended to provide for InterVISTAS to provide services in a continuing and monitoring capacity; (ii) 2. Compensation and Payments: Section 2.5 will be amended to reflect that the fees and expenses for the extended period shall not exceed \$65,000.00 and (iii) 4. Effective Date and Term: will be amended to extend the term of the Agreement for an additional one (1) year, commencing the date of amended contract execution and ending one (1) calendar year thereafter; and

IT IS THEREFORE, FURTHER RESOLVED that Kerimax Communications, LLC

(“Kerimax”), of Jackson, Mississippi, a Certified Disadvantaged Business Enterprise (“DBE”) will provide support services to InterVISTAS, as a sub-consultant, and the goal is for Kerimax to receive ten percent (10%) of the agreement amount; and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated July 8, 2016, at pages 49-52 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

July 25, 2016

C. Construction Projects

- 1. JMAA Contract No. 005-09-379, Stormwater Improvements, JAN: Authorize Execution of Change Order No. 2. Final, JAN: (Hemphill Construction Co., Inc.....Page 53*

RESOLUTION CY-2016-100

RESOLUTION AUTHORIZING JMAA TO EXECUTE CHANGE ORDER NO. 2 TO THE AGREEMENT WITH HEMPHILL CONSTRUCTION

Upon motion by Commissioner Hartley, seconded by Chairman Dr. Pridgen, the following **RESOLUTION** was made and approved by majority vote 4-1-0.

WHEREAS, the Board has considered the request of Staff for authority to (i) execute Change Order No. 2 to the Standard Form Agreement with Hemphill Construction Company, Inc. (“Hemphill”), Jackson Municipal Airport Authority (“JMAA”) Contract Number 005-09-379, which provided for an additional forty-eight (48) days of construction time and adjusted unit quantities for certain pay items by \$4,796.30; and (ii) release the final \$548,066.30 retainage payment held by JMAA to Hemphill; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated July 13, 2016, along with the attachments to the memorandum consisting of: (i) a printed communication dated February 29, 2016 from Will Pentecost, of WEI/AJA, LLC, concerning retainage and final payment to Hemphill Construction attached as Exhibit A; (ii) a printed communication dated July 20, 2016 from Will Pentecost, WEI/AJA, LLC, to Meenakshi Nieto, of JMAA, concerning erosion issues, retainage and final payment to Hemphill Construction attached as Exhibit B; and (iii) the JMAA Project NO. 005-009 Contract Change Order No. 2, found at pages 53-61 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that Staff is authorized to (i) execute Change Order No.

2 to the Standard Form Agreement with Hemphill Construction Company, Inc. (“Hemphill”), Jackson Municipal Airport Authority (“JMAA”) Contract Number 005-09-379, which provided for an additional forty-eight (48) days of construction time and adjusted unit quantities for certain pay items by \$4,796.30; and (ii) release the final \$548,066.30 retainage payment held by JMAA to Hemphill; and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that said requests are fully explained in the Memorandum dated July 13, 2016, along with the attachments to the memorandum consisting of: (i) a printed communication dated February 29, 2016 from Will Pentecost, WEI/AJA, LLC, concerning retainage and final payment to Hemphill Construction, attached as Exhibit A; (ii) a printed communication dated July 20, 2016 from Will Pentecost, of WEI/AJA, LLC, to Meenakshi Nieto, of JMAA, concerning erosion issues, retainage and final payment to Hemphill Construction attached as Exhibit B; and (iii) the JMAA Project NO. 005-009 Contract Change Order No. 2, found at pages 53-61 of the Meeting Packet.

Yeas: Hartley, Henley, Pridgen, Reed

Nays: Harris

Abstentions: None

July 25, 2016

2. *JMAA Project No. 005-11, Runway 16R/34L and Connector Taxiways Pavement Rehabilitation, JAN: Authorize Award and Execution of Contract (Superior Asphalt, Inc.).....Page 62*

RESOLUTION CY-2016-101

RESOLUTION AUTHORIZING AWARDING OF CONTRACT TO SUPERIOR ASPHALT, INC. AS TO JMAA PROJECT NO. 005-11

Upon motion by Commissioner Reed, seconded by Commissioner Hartley, the following **RESOLUTION** was made and approved by majority vote 4-0-1.

WHEREAS, on July 21, 2016, JMAA received one (1) bid in connection with the rehabilitation of Runway 16R/34L, Taxiway Alpha, and Cross Connector Taxiways at the Jackson-Medgar Wiley Evers International Airport (“JAN”); and

WHEREAS, the Board has considered the request of JMAA’s Staff to award the rehabilitation agreement as to Runway 16R/34L, Taxiway Alpha, and Cross Connector Taxiways at JAN contract to Superior Asphalt of Philadelphia, MS in the amount of \$17,173,303.00, inclusive of a Base Bid of \$13,611,569.00, Alternate No. 1 in the amount of \$1,260,944.00, Alternate No. 3 in the amount of \$2,207,161.00, and Alternate No. 4 in the amount of \$93,580.00; and

WHEREAS, the bid was reviewed by JMAA staff and the project engineer, IMS Engineers,

PA (“IMS”), for accuracy and correctness; and

WHEREAS, Superior Asphalt will be supported by Traffic Control Products Company, Inc., Pearl, MS, Simmons Erosion Control, Inc., and Central Southern Construction Corporation, Houston, MS, which are certified under the Mississippi Unified Certification Program (“MUCP”); and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated June 28, 2016, found at pages 62-65 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that on July 21, 2016, JMAA received one (1) bid in connection with the rehabilitation of Runway 16R/34L, Taxiway Alpha, and Cross Connector Taxiways at the Jackson-Medgar Wiley Evers International Airport (“JAN”); and

IT IS THEREFORE, FURTHER RESOLVED that Staff is authorized to award the rehabilitation agreement as to Runway 16R/34L, Taxiway, Alpha, and Cross Connector Taxiways at JAN contract to Superior Asphalt of Philadelphia, MS in the amount of \$17,173,303.00, inclusive of a Base Bid of \$13,611,569.00, Alternate No. 1 in the amount of \$1,260,944.00, Alternate No. 3 in the amount of \$2,207,161.00, and Alternate No. 4 in the amount of \$93,580.00; and

IT IS THEREFORE, FURTHER RESOLVED that the bid was reviewed by JMAA staff and the project engineer, IMS Engineers, PA (“IMS”), for accuracy and correctness; and

IT IS THEREFORE, FURTHER RESOLVED that Superior Asphalt will be supported by Traffic Control Products Company, Inc., Pearl, MS, Simmons Erosion Control, Inc., and Central Southern Construction Corporation, Houston, MS, which are certified under the Mississippi Unified Certification Program (“MUCP”); and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that said request is fully explained in the Memorandum dated June 28, 2016, found at pages 62-65 of the Meeting Packet.

Yeas: Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: Harris

July 25, 2016

- 3. *JMAA Project No. 017-15, Concessions and Facility Improvements, JAN: Authorize Execution of Agreement (Dale Partners Architects, P.A.).....Page 66*

RESOLUTION CY-2016-102

RESOLUTION AUTHORIZING EXECUTION OF A PROFESSIONAL SERVICE

AGREEMENT WITH DALE PARTNERS, P.A.

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

WHEREAS, the Board has considered the request of JMAA's Staff for authority to enter into a professional services agreement with Dale Partners Architects, P.A. ("Dale Partners"), a Mississippi Corporation, to provide architectural and engineering services in support of the design and construction administration of the proposed new concession improvements at the Jackson-Medgar Wiley Evers International Airport ("JAN"); and

WHEREAS, fees and expenses for services are not to exceed \$300,000.00, and the term of the agreement is for the twenty-four (24) calendar months; and

WHEREAS, Julien Engineering & Consulting, Inc., a Louisiana Corporation, and Certified Disadvantaged Business Enterprise ("DBE") of New Orleans, Louisiana; Innovative Engineering Services, LLC, a Tennessee limited liability corporation and Certified DBE of Bartlett, Tennessee; BLV Electrical Engineers, Inc., a Florida corporation and Certified DBE of Pensacola, Florida; and SOL Engineering Services, LLC, a Mississippi limited liability corporation and a Certified DBE, of Jackson, Mississippi, will provide support services to Dale Partners, as sub-consultants. The goal is for the previously identified DBEs to receive a total of thirty-two percent (32%) of the agreement amount; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated June 28, 2016, found at pages 66-69 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that JMAA's Staff is authorized to enter into a professional services agreement, with Dale Partners Architects, P.A. ("Dale Partners"), a Mississippi Corporation, to provide architectural and engineering services in support of the design and construction administration of the proposed new concession improvements at the Jackson-Medgar Wiley Evers International Airport ("JAN"); and

IT IS THEREFORE, FURTHER RESOLVED that fees and expenses for services are not to exceed \$300,000.00, and the term of the agreement is for the twenty-four (24) calendar months; and

IT IS THEREFORE, FURTHER RESOLVED that Julien Engineering & Consulting, Inc., a Louisiana Corporation, and Certified Disadvantaged Business Enterprise ("DBE") of New Orleans, Louisiana; Innovative Engineering Services, LLC, a Tennessee limited liability corporation and Certified DBE of Bartlett, Tennessee; BLV Electrical Engineers, Inc., a Florida corporation and Certified DBE of Pensacola, Florida; and SOL Engineering Services, LLC a Mississippi limited liability corporation and a Certified DBE, of Jackson, Mississippi, will provide support services to Dale Partners, as sub-consultants, and the goal is for the above listed DBEs to receive a total of thirty-two percent (32%) of the agreement amount; and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that said request is fully explained in the Memorandum dated June 28, 2016, found at pages 66-69 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Pridgen, Reed
Nays: None
Abstentions: None

July 25, 2016

4. ***JMAA Project No. 009-16, Rehabilitation of Taxiway Delta, HKS:
Authorize Advertisement for Bids and Approval of Project Budget...Page 70***

RESOLUTION CY-2016-103

RESOLUTION AUTHORIZING ADVERTISING FOR COMPETITIVE BIDS FOR CONSTRUCTION SERVICES TO PERFORM REHABILITATION WORK FOR TAXIWAY DELTA AT HAWKINS FIELD AIRPORT

Upon motion by Commissioner Reed, seconded by Commissioner Hartley, the following **RESOLUTION** was made and approved by unanimous vote.

WHEREAS, the Board has considered the request of JMAA's Staff for: (i) authority to advertise for competitive bids for construction services to perform rehabilitation work on Taxiway Delta ("TWY D") at the Hawkins Field Airport ("HKS") at an estimated construction cost not to exceed \$271,761.000; and (ii) approval of the proposed project budget of \$334,308.00; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated June 20, 2016, found at pages 70-72 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that: (i) JMAA's Staff is authorized to advertise for competitive bids for construction services to perform rehabilitation work on Taxiway Delta ("TWY D") at the Hawkins Field Airport ("HKS") at an estimated construction cost not to exceed \$271,761.000; and (ii) the proposed project budget of \$334,308.00 is approved; and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that said requests are fully explained in the Memorandum dated June 20, 2016, found at pages 70-72 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Pridgen, Reed
Nays: None
Abstentions: None

July 25, 2016

D. Procurements

None

E. Grants

1. ***JMAA Project No. 005-11, Runway 16R/34L, and Connector Taxiways Pavement Rehabilitation, JAN: Authorize Acceptance of Airport Improvement Program (AIP) Grant Offer.....Page 73***

RESOLUTION CY-2016-93

RESOLUTION APPROVING AND AUTHORIZING ACCEPTANCE OF AIRPORT IMPROVEMENT PLAN GRANT NO. 3-28-0037-051-2016

Upon motion by Vice Chairman Pastor Henley, seconded by Commissioner Hartley the following RESOLUTION was made and approved by a vote of 5-0-0.

WHEREAS, the Jackson Municipal Airport Authority (“JMAA”) has made application for Airport Improvement Program (“AIP”) grant funds from the Federal Aviation Administration (“FAA”), in the amount of \$22,672,982.000 to pay for the costs of engineering and construction services associated with the Pavement Assessment and Overlay of Runway 16R/34L at the Jackson-Medgar Wiley Evers International Airport (“JAN”); and

WHEREAS, Staff, based on communications with the Federal Aviation Administration, believes that the Federal Aviation Administration (“FAA”) will approve JMAA’s application for Airport Improvement Program Grant No. 3-28-0037-051-2016 and make a grant offer to JMAA; and

WHEREAS, grant offers must be formally accepted by the JMAA Board of Commissioners and the City of Jackson City Council via formal resolution; and

WHEREAS, Staff is requesting authorization to accept any grant offer made by the FAA and seek a corresponding resolution from the City of Jackson, Mississippi City Council; and

WHEREAS, the Board finds that Staff’s requests, which are explained in the Memorandum dated June 28, 2016, found at pages 73-74 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that the Board approves and authorizes Staff to accept, on behalf of JMAA, any grant offer from FAA as set forth in the subject memorandum and to seek a corresponding resolution of acceptance from the City of Jackson, City Council; and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that said requests are fully explained in the Memorandum dated June 28, 2016, found at pages 73-74 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

July 25, 2016

F. Other Matters

- 1. JMAA FY 2016 Operating and Maintenance Budget: Authorize Amendment to Budget.....Page 75*

RESOLUTION CY-2016-104

RESOLUTION AUTHORIZING FY 2016 OPERATING AND MAINTENANCE BUDGET AMENDMENT

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

WHEREAS, the Board has considered the request of JMAA’s Staff for approval of the second amendment to the Fiscal Year 2016 (“FY2016”) Operating and Maintenance Budget which will realign approved funds from various expense accounts; and

WHEREAS, the alignment will consist of increasing the amount of the Legal Fees Account, which is currently over budget and does not have sufficient funds to cover projected expenses, and reducing the amount of expense accounts with excess funds; and

WHEREAS, the requested budget amendment does not require any additional funds; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated July 7, 2016, at page 75 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that the Board approves the amendment to the Fiscal Year 2016 (“FY2016”) Operating and Maintenance Budget which will realign approved funds from various expense accounts; and

IT IS THEREFORE, FUTHER RESOLVED that the alignment will consist of increasing the amount of the Legal Fees Account, which is currently over budget and does not have sufficient funds to cover projected expenses, and reducing the amount of expense accounts with excess funds; and

IT IS THEREFORE, FUTHER RESOLVED that the requested budget amendment does not require any additional funds; and

IT IS THEREFORE, FUTHER RESOLVED that the Board finds that said request is fully explained in the Memorandum dated July 7, 2016, found at page 75 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

July 25, 2016

2. *JMAA Cooperative Promotional Program for Air Service Development, JAN: Authorize Amendment to Existing Policy..... Page 76*

RESOLUTION CY-2016-105

RESOLUTION AUTHORIZING ADOPTION OF THE AMENDED COOPERATIVE PROMOTIONAL PROGRAM

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

WHEREAS, the Board has considered the request of JMAA’s Staff for adoption of the Jackson Municipal Airport Authority’s (“JMAA”) Amended Cooperative Promotional Program (“Amended Program”) for the Jackson-Medgar Wiley Evers International Airport (“JAN”), to replace the current Cooperative Promotional Program for JAN previously adopted, as amended, at the June 26, 2000 Regular Monthly Meeting of the Board (“Current Program”); and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated July 6, 2016 and the attached original Cooperative Program and draft of the Amended Cooperative Promotional Program, found at pages 76-86 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that the Board approves adoption of the Jackson Municipal Airport Authority’s (“JMAA”) Amended Cooperative Promotional Program (“Amended Program”) for the Jackson-Medgar Wiley Evers International Airport (“JAN”), to replace the current Cooperative Promotional Program for JAN previously adopted, as amended, at the June 26, 2000 Regular Monthly Meeting of the Board (“Current Program”); and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated July 6, 2016 and the attached original Cooperative Program and draft of the Amended Cooperative Promotional Program, at pages 76-86 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

July 25, 2016

3. Board Travel

Chairman Dr. Pridgen presented her report on travel to the Farnborough International Airshow, in Hampshire, England from July 11-27, 2016, during the Chair's Report portion of the Agenda.

G. New Business

Commissioner Hartley addressed the Board Members and JMAA Staff and announced that he recently attended the "KEEP JACKSON BEAUTIFUL" meeting, and that JMAA is a member of the organization. He recommended that Staff consider having an employee of Hawkins Field attend the meetings.

Next, the Board had discussions concerning Yellow Brick Media presenting information and facilitating discussion concerning the assessment performed by Yellow Brick. At the conclusion of the discussion, Chairman Dr. Pridgen announced that Yellow Brick Media would not make a presentation during the July 25, 2016 Board Meeting.

Mr. Miller, COO, then announced the distribution of a poster advertising JMAA's celebrating of National Aviation Day to the Commissioners and invited Ms. L. Sherie Dean, Marketing & Comm. Project Support, to address the Board and discuss the events being held on August 20, 2016 during National Aviation Day.

Ms. Dean informed the Board that on August 20, 2016, at Hawkins Field Airport, JMAA will host a fun-filled event for the community which will include food & beverage, activities, etc. Further, she stated that JMAA plans to use the day to highlight the upgrades at the Hawkins Field Airport, the plans for the future, as well as some of the employment and business opportunities with JMAA.

Ms. Bonnie Wilson, CAO, informed the Board that the National Aviation Day advertisement will appear in the Jackson Advocate Newspaper as well.

OPEN SESSION

Commissioner Hartley then moved that the Board go into a Closed Session to discuss whether to go into an Executive Session to consider matters that he believed could be discussed in Executive Session and Commissioner Reed seconded the motion.

The Board, by a vote of 5-0-0, resolved that the session be closed. Chairman Dr. Pridgen asked all, except Mr. Perry Miller, COO, and attorneys from Walker Group, PC and The May Law Firm, to leave the room.

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

The Board went into Closed Session at 4:42 p.m.

CLOSED SESSION

Vice Chairman Pastor Henley then moved that the Board enter into Executive Session to discuss one (1) pending litigation matter, the Tony Yarber, et al. vs. Governor Dewey Phillip “Phil” Bryant, et al lawsuit and one (1) personnel matter regarding an incumbent employee. Commissioner Harris seconded the motion to enter Executive Session, and the Commissioners voted 5-0-0 to enter Executive Session for the stated purposes.

The Closed Session ended at 4:48 p.m.

OPEN SESSION

Chairman Dr. Pridgen then invited all persons outside the room to re-enter, some did. Chairman Dr. Pridgen then stated in Open Session that the Board, during Closed Session, voted to enter into Executive Session to consider one (1) pending litigation matter, the Tony Yarber, et al. vs. Governor Dewey Phillip “Phil” Bryant, et al lawsuit and one (1) personnel matter regarding an incumbent employee.

Chairman Dr. Pridgen asked all present, with the exception of Mr. Perry Miller, COO, and attorneys from Walker Group, PC and The May Law Firm, to leave the room.

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

Mr. Newman’s telephonic attendance at the meeting was disconnected at 4:52 p.m.

The Board went into Executive Session at 4:53 p.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed one (1) pending litigation matter, the Tony Yarber, et al. vs. Governor Dewey Phillip “Phil” Bryant, et al lawsuit and one (1) personnel matter regarding an incumbent employee.

Mr. Newman’s telephonic attendance at the meeting was reconnected at 5:28 p.m. regarding discussion of one (1) personnel matter regarding an incumbent employee.

The Board took no action on any of the matters discussed during Executive Session.

Upon motion by Commissioner Hartley, seconded by Commissioner Reed and unanimous approval of the Commissioners then participating (5-0-0), the Executive Session was ended at 5:59 p.m.

Chairman Dr. Pridgen invited all persons outside the room to re-enter; some did, and Chairman Dr. Pridgen announced that the meeting was once again open.

OPEN SESSION

All persons outside the room were invited to rejoin the meeting in open session; some persons present outside the room re-entered.

Open Session reconvened at 6:02 p.m.

Chairman Dr. Pridgen announced that the meeting was once again open. Chairman Dr. Pridgen then announced that during Executive Session the Board discussed matters regarding one (1) pending litigation matter, the Tony Yarber, et al. vs. Governor Dewey Phillip “Phil” Bryant, et al lawsuit and one (1) personnel matter regarding an incumbent employee and the Board took no action on those matters during Executive Session.

1. Termination of agreement with Yellow Brick Media Concepts

RESOLUTION CY-2016-106

RESOLUTION AS TO TERMINATION OF AGREEMENT WITH YELLOW BRICK MEDIA CONCEPTS

Upon motion by Commissioner Hartley, seconded by Commissioner Harris, the following **RESOLUTION** was made and approved by majority vote 4-1-0.

WHEREAS, the JMAA Board of Commissioners has considered JMAA’s contract agreement with Yellow Brick Media, executed on March 16, 2016, and the authority of JMAA to terminate the agreement pursuant to Section 10.2 therein; and

WHEREAS, the JMAA Board of Commissioners deem it necessary and in the best interest of JMAA to terminate the contract agreement with Yellow Brick Media, executed on March 16, 2016, and Amendments Nos. 1; 2; 3; and 4 of the March 16, 2016 Agreement; and

WHEREAS, the agreement between JMAA and Yellow Brick Media Concepts executed on March 16, 2016 is terminated; and

WHEREAS, JMAA’s Staff will instruct Yellow Brick Media to immediately discontinue performing any work pursuant to the contract agreement executed on March 16, 2016 and Amendments Nos. 1; 2; 3; and 4 of the March 16, 2016 Agreement and submit an invoice for services provided to JMAA up through and including August 6, 2016; and

WHEREAS, JMAA’s Staff will process the invoice submitted to JMAA by Yellow Brick Media Concepts pursuant to JMAA’s standard invoice processing procedures for services provided to JMAA up through and including August 6, 2016.

IT IS THEREFORE, RESOLVED that the agreement between JMAA and Yellow Brick Media Concepts executed on March 16, 2016 is terminated; and

IT IS THEREFORE, FURTHER RESOLVED that JMAA's Staff instruct Yellow Brick Media to immediately discontinue performing any work pursuant to the contract agreement executed on March 16, 2016 and Amendments Nos. 1; 2; 3; and 4 of the March 16, 2016 Agreement and submit an invoice for services provided to JMAA up through and including August 6, 2016; and

IT IS THEREFORE, FURTHER RESOLVED that JMAA's Staff will process the invoice submitted to JMAA by Yellow Brick Media Concepts pursuant to JMAA's standard invoice processing procedures for services provided to JMAA up through and including August 6, 2016.

Yeas: Harris, Hartley, Pridgen, Reed

Nays: Henley

Abstentions: None

July 25, 2016

1. Amendment to Contract with Justice Fred Banks and Phelps Dunbar LLP re litigation expenses

The Board held discussion concerning the Tony Yarber, et al. vs. Governor Dewey Phillip "Phil" Bryant, et al. litigation. As the litigation budget amount previously authorized is approaching exhaustion, and the case has moved forward into litigation, the Board agreed to consider increasing the litigation budget.

RESOLUTION CY-2016-107

RESOLUTION AUTHORIZING AMENDMENT TO CONTRACT WITH JUSTICE FRED BANKS AND PHELPS DUNBAR LLP

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

WHEREAS, the Board, in Resolution CY-2015-45, authorized the filing of litigation by Justice Fred L. Banks, Jr., and Phelps Dunbar LLP and John L. Walker, Esq. and Walker Group, PC regarding SB 2162 and a litigation budget of \$125,695.00, plus expenses such as court fees, court reporter fees, etc. for Justice Fred L. Banks, Jr., and Phelps Dunbar LLP regarding the litigation; and

WHEREAS, the litigation was filed in the United District Court for the Southern District of Mississippi, the litigation is ongoing and there is a need to increase the litigation budget in the amount of \$50,000.00 and amend the Agreement with former Justice Fred L. Banks, Jr., and Phelps Dunbar LLP regarding the ongoing litigation accordingly; and

IT IS THEREFORE, RESOLVED that the Board approves amending the Professional Services Agreement with former Justice Fred L. Banks, Jr., and Phelps Dunbar LLP,

regarding the ongoing litigation, to increase the maximum amount payable to Justice Banks and Phelps Dunbar in the amount of \$50,000.00, plus expenses such as court fees, court reporter fees, etc.

Yeas: Hartley, Henley, Pridgen, Reed
Nays: None
Abstentions: Harris

July 25, 2016

VII. ADJOURNMENT

Thereafter, it was moved by Vice Chairman Pastor Henley, seconded by Commissioner Hartley, and unanimously resolved by all Commissioners present that the meeting of the Board be ADJOURNED at 6:06 p.m.

Respectfully submitted,

Rosie L.T. Pridgen, Ph.D., Commissioner and Chairman

Pastor James L. Henley, Jr., Commissioner and Vice Chairman

Ms. LaWanda D. Harris, Commissioner

Mr. Vernon W. Hartley, Sr., Commissioner

Ms. Evelyn O. Reed, Commissioner