

**REGULAR MEETING OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS**

March 23, 2009

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, in Jackson, Mississippi, at 4:00 p.m. on Monday, March 23, 2009 (the "Meeting"), pursuant to proper notice.

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

In the absence of Chairman George E. Irvin, Sr., Vice 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, Vice Chair
Earle Jones
Dr. Sylvia Stewart

Vice 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
Kenneth Randolph, JMAA Airport Police Commander
Denson Stasher, JMAA Director of Operations and Security
Jack Thomas, JMAA Director of Community Development and DBE Participation
Jack Weldy, JMAA Properties Manager
Rene Woodward, JMAA Director of Human Resources
Arnetrius Reed Branson, JMAA Controller
Cindy Crotchett, JMAA Administrative Coordinator
Larry Davis, JMAA Compliance Analyst
Mancil "Pete" Carter, Jr., JMAA
Bessie Kimbrough, JMAA
Garry Montgomery, JMAA
Calvert Sanders, JMAA
Joseph Stevens, JMAA
Alan L. Moore, Baker Donelson Bearman Caldwell & Berkowitz
Chuck Lott, Neel-Schaffer, Inc.

Oscar Branch, Federal Aviation Administration
Jim Burleigh, Federal Aviation Administration
Peggy Hosey, Federal Aviation Administration
William Morrison, Federal Aviation Administration

II. APPROVAL AND EXECUTION OF MINUTES.

- A. **Hawkins Field Committee Meeting, February 23, 2009.**
- B. **Regular Meeting of the Board, February 23, 2009.**
- C. **Regular Work Session of the Board, March 19, 2009.**

The Board considered the minutes of the Hawkins Field Board Committee Meeting and the Regular Monthly Board Meeting on February 23, 2009, and the Regular Board Work Session on March 19, 2009.

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 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, Ending February 28, 2009.
- 2. Airport Activity Statistics Report, Ending February 28, 2009.

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 Recognitions.
 - a. Employee of the Month – March 2009: Bessie Kimbrough, Office Assistant, Department of Human Resources & Administration.

Mr. Vanderleest recognized and commended Bessie Kimbrough as Employee of the Month for March 2009.

b. Professional Development Recognitions.

(1) Pete Carter, Mechanic, Maintenance Department.

(a.) Achievement of Excellence (150 ATSI Tests),
Sponsored by AAAE Airport Training & Safety
Institute.

Mr. Vanderleest recognized and commended Mr.
Carter for receiving the Achievement of Excellence from
AAAE Airport Training & Safety Institute.

(2) Joseph Stevens, Equipment Operator, Maintenance
Department.

(a.) Achievement of Excellence (150 ATSI Tests),
Sponsored by AAAE Airport Training & Safety
Institute.

Mr. Vanderleest recognized and commended Mr.
Stevens for receiving the Achievement of Excellence from
AAAE Airport Training & Safety Institute.

(3) Calvert Sanders, Grounds Maintenance Technician,
Department of Facilities.

(a.) Completion of Levels One and Two ATSI 2009
Training, Sponsored by AAAE Airport Training &
Safety Institute.

Mr. Vanderleest recognized and commended Mr.
Sanders for completing Levels One and Two of the ATSI
2009 Training, as sponsored by AAAE Airport Training &
Safety Institute.

B. Attorney.

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

V. ACTION ITEMS.

A. Financial Matters.

1. Financial Reports for February 2009: Accept.

a. Balance Sheet.

b. Income Statement.

2. Claims Docket for February 2009: Approve.

Mr. Vanderleest directed the Board's attention to the Financial Reports for February 2009 and the Claims Docket for February 2009, which were included in the Packet.

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 ACCEPTING FINANCIAL REPORTS FOR FEBRUARY
2009 AND APPROVING AND AUTHORIZING PAYMENT OF CLAIMS
DOCKET FOR FEBRUARY 2009**

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 February 28, 2009 (the "Financial Reports"), and (ii) the Claims Docket of the Authority for the month of February 2009 (the "Claims"), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board prior to the March 23, 2009, 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 \$621,902.63.

B. Service Agreements.

1. ACH Origination Agreement with Trustmark National Bank, JMAA:
Approve Agreement.

Mr. Vanderleest directed the Board's attention to the memorandum dated March 11, 2009, 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 Jones, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION APPROVING AND AUTHORIZING EXECUTION OF
ACH ORIGINATION AGREEMENT WITH TRUSTMARK NATIONAL
BANK**

WHEREAS, from time to time, the Authority may request Trustmark National Bank ("Bank"), by computer communication device, computer storage medium, or written communication to transfer funds to and from other financial institutions

or to other accounts at Bank for debit or credit to parties designated by the Authority;

NOW, THEREFORE, BE IT RESOLVED, that the Authority shall enter into the ACH Origination Agreement (and any addenda or attachments thereto) with Bank in the form provided by Bank, and that the following officer of the Authority is hereby authorized to execute and deliver to Bank the ACH Origination Agreement (and any addenda or attachments thereto) on behalf of Authority upon the terms and conditions set forth in the Agreement and addenda, and to appoint and delegate, from time to time, such persons who may request such transfer on behalf of Authority in accordance with such Agreement and addenda and attachments:

Dirk B. Vanderleest, Chief Executive Officer

IT IS FURTHER RESOLVED, that the authority conferred herein shall continue in full force and effect until written notice of modification or revocation shall be received by the Electronic Banking Department of Bank, and that Bank shall be protected in acting upon any form of such written notice of modification or revocation which it in good faith believes to be genuine.

2. Agreement with GCR & Associates, Inc. for Website Enhancements and Software Training, JMAA: Authorize Negotiation and Execution.

Mr. Vanderleest directed the Board's attention to the memorandum dated March 12, 2009, in the Packet, which described this matter, and discussed this matter 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 AGREEMENT WITH
GCR & ASSOCIATES TO INTEGRATE SOFTWARE PROGRAMS**

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 an agreement (the "GCR Agreement") with GCR & Associates, Inc. ("GCR") to employ GCR to provide certain enhancements to the Authority's current website and to provide additional training to the staff of the Authority on recent upgrades to the Authority's business management software packages (collectively, the "Services"), as more particularly described in that certain memorandum dated March 12, 2009 which was (i) included in the packet distributed to the Board prior to the March 23, 2009, 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 GCR Agreement to employ GCR to provide the Services, said GCR 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.

3. JMAA Project No. 007-08, Master Plan for Hawkins Field, Agreement for Professional Services, HKS: Authorize Negotiation and Execution.

Mr. Vanderleest directed the Board's attention to the memorandum dated March 18, 2009, 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 Jones, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

RESOLUTION APPROVING AND AUTHORIZING NEGOTIATION AND EXECUTION OF PROFESSIONAL SERVICES AGREEMENT WITH BARGE WAGNER SUMNER AND CANNON IN CONNECTION WITH THE HAWKINS FIELD MASTER PLAN

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 "BWSC Agreement") with Barge Wagner Sumner and Cannon ("BWSC") to employ BWSC to provide professional services in connection with the development of a Master Plan for Hawkins Field General Aviation Airport (the "Services"), as more particularly described in that certain memorandum dated March 18, 2009, which was (i) included in the packet distributed to the Board prior to the March 23, 2009, 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 the recommendations 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 BWSC Agreement with BWSC to employ BWSC to provide the Services, said BWSC 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. 002-09, Airfield Signage and Markings at Hawkins Field, Agreement for Engineering Services, HKS: Authorize Execution of Agreement.

Mr. Vanderleest directed the Board's attention to the memorandum dated March 11, 2009, in the Packet, which described this matter, and discussed this matter 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 EXECUTION OF
PROFESSIONAL SERVICES AGREEMENT WITH IMDC, INC.**

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") previously approved and authorized the staff of the Authority to enter into negotiations with IMDC, Inc. ("IMDC") for an engineering services contract to perform engineering and related services as set forth in that certain Request for Qualifications in connection with JMAA Project No. 003-09 for enhanced signage and markings at Hawkins Field (the "IMDC Contract"), as more particularly described in that certain memorandum dated March 11, 2009, which was (i) included in the packet distributed to the Board prior to the March 23, 2009, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (the "Memorandum"); and

WHEREAS, the staff of the Authority has met with IMDC and negotiated a scope of work to include assessment of existing airfield signage and markings, recommendations for improvements, preparation of construction design specifications and construction oversight services (collectively, the "Services"); and

WHEREAS, the staff has recommended that the Board approve and authorize negotiation and execution of an Engineering Services Agreement (the "IMDC Agreement") with IMDC to employ IMDC to perform the Services at a fixed fee of \$52,738.71; 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 IMDC Agreement, said IMDC 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.

D. Procurements.

1. Airfield Equipment Purchase, JEIA: Authorize Purchase.

Mr. Vanderleest directed the Board's attention to the memorandum dated March 11, 2009, in the Packet, which described this matter, and discussed this matter 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 PURCHASE OF
SKID STEER**

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 purchase of a certain Bobcat skid steer Model T300 (the "Equipment") from The Bobcat Company at a cost of \$57,436.00 in accordance with the purchase procedures of the Express Products List maintained by the Mississippi Department of Finance and Administration, as more particularly set forth in that certain memorandum dated March 11, 2009, which was (i) included in the packet distributed to the Board prior to the March 23, 2009, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (the "Memorandum"); and

WHEREAS, the Board has reviewed 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, the Board hereby does, approve and authorize the purchase of the Equipment at a price of \$57,436.00 from The Bobcat Company in accordance with the purchase procedures of the Express Products List maintained by the Mississippi Department of Finance and Administration.

E. Grants.

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

F. Other Matters.

1. China Institute: Authorize Travel.

Mr. Vanderleest asked the Board to consider adoption of a resolution approving and authorizing travel by the Board and Mr. Vanderleest to the Fifth Annual China Institute Executive Summit in Beijing, China, on April 27-28, 2009 (the "Summit"). Mr. Vanderleest said that participation by the Board and himself at this event was necessary and appropriate in connection with the Authority's long-standing effort to develop air cargo flights between China and JEIA.

During discussion, Mr. Vanderleest distributed to the Board some materials describing the program for the Summit, a copy of which is attached as an exhibit to the minutes of this Meeting.

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 Board adopted the following resolution.

**RESOLUTION APPROVING AND AUTHORIZING TRAVEL BY BOARD
OF COMMISSIONERS AND CHIEF EXECUTIVE OFFICER TO FIFTH
ANNUAL CHINA INSTITUTE EXECUTIVE SUMMIT IN BEIJING,
CHINA**

WHEREAS, in order to maximize use of the Mississippi Air Cargo Logistics Center (the "Center") at Jackson-Evers International Airport ("JEIA") and increase revenue from landing fees at JEIA, the Jackson Municipal Airport Authority (the "Authority") has devoted substantial time and financial resources to developing air cargo flights between China and JEIA; and

WHEREAS, the Board of Commissioners (the "Board") of the Authority has been advised by its professional consultant for development of air cargo flights between China and JEIA, Kamsky & Associates ("Kamsky"), that Hainan Airlines ("Hainan"), a Chinese air cargo carrier, is considering developing new air cargo facilities in the United States and scheduling new air cargo flights from China to the United States; and

WHEREAS, the Board has met with representatives of Hainan and confirmed Hainan's interest in JEIA as a possible location for new air cargo facilities and flights from China; and

WHEREAS, Kamsky has strongly recommended that the Board and Chief Executive Officer of the Authority ("CEO") attend the Fifth Annual China Institute Executive Summit in Beijing, China, on April 27-28, 2009 (the "Summit"), in order to meet with executives and representatives of Hainan and others to discuss air cargo flights and new air cargo facilities at JEIA; and

WHEREAS, the Board has considered said recommendation by Kamsky and the Board's long-standing commitment of resources to developing air cargo flights to and from China and JEIA;

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, authorize and approve travel by all members of the Board and the CEO to Beijing, China, to attend the Summit and participate in meetings with executives and representatives of Hainan and others to discuss development of additional air cargo facilities at JEIA and air cargo flights to and from China and JEIA, and the Board hereby specifically approves and authorizes the reimbursement of all reasonable expenses related to said travel by the Board and CEO.

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 Jones, seconded by Commissioner Stewart, and unanimously approved by the affirmative votes of all Commissioners present, the Meeting was adjourned.

Respectfully submitted,

George E. Irvin, Sr., Chair

Dr. Glenda Glover, Vice Chair

Earle Jones

Johnnie P. Patton, R. PH.

Dr. Sylvia Stewart