

**RESCHEDULED REGULAR MONTHLY MEETING OF JACKSON MUNICIPAL
AIRPORT AUTHORITY BOARD OF COMMISSIONERS
MAY 27, 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 Rescheduled Regular Monthly Board Meeting in the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi, at 8:30 a.m. on Friday, May 27, 2016 (the “Meeting”), pursuant to proper notice. A copy of the Notice is attached as an exhibit to the May 27, 2016 Rescheduled Board Meeting Minutes.

Chairman Rosie L.T. Pridgen, Ph.D., presided, called the Meeting to order at 8:30 a.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 Rescheduled Regular Monthly Meeting of the Board scheduled for 8:30 a.m. on Friday, May 27, 2016 in the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi. The following other persons were also present at the Meeting:

Carl D. Newman, A.A.E., JMAA’s Chief Executive Officer
Perry Miller, JMAA’s Chief Operating 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 5-27-16](#)**

II. INVOCATION

Vice Chairman Pastor James L. Henley, Jr., gave the Invocation.

III. APPROVAL AND EXECUTION OF THE APRIL 20, 2016 RESCHEDULED WORK SESSION AND THE APRIL 25, 2016 RESCHEDULED BOARD MEETING MINUTES AND THE RESCHEDULED APRIL 20, 2016 WORK SESSION AND RESCHEDULED APRIL 25, 2016 BOARD MEETING NOTICES

- A. Rescheduled Regular Work Session of the Board of Commissioners, April 20, 2016.
- B. Rescheduled Regular Meeting of the Board of Commissioners, April 25, 2016.
- C. Notice of the Rescheduling of the Regular Monthly Work Session of the Board of Commissioners (“The Board”) of the Jackson Municipal Airport Authority (“JMAA”) from Thursday, May 19, 2016 at 8:30 a.m. to Wednesday, May 25, 2016 at 8:30 a.m.
- D. Notice of the Rescheduling of the Regular Monthly Meeting of the Board of Commissioners (“The Board”) of the Jackson Municipal Authority (“JMAA”) from Monday, May 23, 2016 at 4:00 p.m. to Friday, May 27, 2016 at 8:30 a.m.

Commissioner Harris entered the Meeting at 8:32 a.m.

RESOLUTION CY-2016-67

APPROVAL AND EXECUTION OF THE MINUTES FOR THE APRIL 2016 RESCHEDULED WORK SESSION AND APRIL 2016 RESCHEDULED REGULAR MEETING

After discussion and review and upon the motion made by Vice Chairman Pastor Henley, seconded by Commissioner Hartley, the Minutes of the Rescheduled Regular Work Session, April 20, 2016, and the Rescheduled Regular Board Meeting, April 25, 2016, were approved by the majority vote of the Commissioners 4-0-1, and the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Minutes of the Rescheduled Regular Work Session, April 20, 2016, and the Rescheduled Regular Board Meeting, April 25, 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: Harris

May 27, 2016

RESOLUTION CY-2016-68

APPROVAL OF THE NOTICES OF THE RESCHEDULING OF THE MAY 19, 2016 REGULAR MONTHLY WORK SESSION TO MAY 25, 2016 AND RESCHEDULING OF THE MAY 23, 2016 REGULAR MONTHLY BOARD MEETING TO MAY 27, 2016.

After discussion and review, and upon the motion made by Vice Chairman Pastor Henley, seconded by Commissioner Reed, and approved by the affirmative vote of all Commissioners present, the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Notices of the Rescheduling of the May 19, 2016 Regular Monthly Work Session to May 25, 2016 and the Rescheduling of the May 23, 2016 Regular Monthly Board Meeting to May 27, 2016 and directs the filing of said Notices in the appropriate Minute Book and Records of the Authority.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

May 27, 2016

IV. PUBLIC COMMENTS

Attorney Latrice Westbrook, representing the Jackson, MS Branch of the National Association for the Advancement of Colored People (“NAACP”), presented the Board of Commissioners with the Medgar Evers Service Award. She announced that the award is given to the organization that has provided the greatest service in the community. The Jackson Branch of the NAACP firmly believes that the JMAA Board of Commissioners has proved great service to the community. Further, she commended the Board for its resolve in keeping the community informed about the Jackson Airports and steadfastness in conducting the business of the Jackson Airports. Lastly, she thanked the Board and encouraged the Commissioners to keep up the great work and service.

Chairman Dr. Pridgen thanked Attorney Westbrook for personally presenting the award to the JMAA Board of Commissioners and for her kind words and encouragement.

V. REPORTS

A. Chairman Dr. Pridgen

Chairman Dr. Pridgen, for her report, thanked the Board of Commissioners, and the Staff, Strategic Partners and Supporters of JMAA for their work and for them continuing to define, re-define and refine excellence every day. She encouraged them all to “Keep on Keeping On.”

Chairman Dr. Pridgen then presented reports as to the Mississippi Airports Association

Conference, held in Starkville, MS from April 25-27, 2016 and the American Association of Airports Executive 88th Annual Conference & Exhibition held in Houston, Texas from May 15-18, 2016. She presented the names and titles of speakers and several noteworthy topics that were discussed during the Conferences. The agendas of the “Mississippi Airports Association Conference” and the “88th Annual American Association of Airport Executives (AAAE) Conference” are attached as exhibits to the May 27, 2016 Rescheduled Board Meeting Minutes.

Chairman Dr. Pridgen’s complete report is attached as an exhibit to the May 27, 2016 Rescheduled Board Meeting Minutes.

Chairman Dr. Pridgen then thanked and acknowledged the attendance of State Representative Kathy Sykes, House District 70 and invited her to address those in the meeting.

Representative Sykes informed the Board that she is with the Authority as to the fight against the hostile takeover legislation, Senate Bill 2162, for the “long haul.” She stated that if there are any requests from the Board of her, in her capacity as a State Representative, she will do all that she can. Further, she informed the Board that the MS Democratic Caucus and the MS Black Caucus have drafted letters that will be sent to the Federal Aviation Administration in support of the Jackson Airport’s current Board of Commisisoners and against the hostile takeover legislation.

The Board and audience members thanked and applauded Representative Sykes for her presence at the Meeting and support.

B. Chief Executive Officer

1. Ms. LSherie Dean – “TSA Certificate of Appreciation” award presented by TSA Representative Trygve Reeves

Mr. Carl D. Newman, CEO, recognized Mr. Trygve Reeves, Assistant Federal Security Director – Inspections, Transportation Security Administration (“TSA”) to present a token of appreciation to a Staff Member.

Mr. Reeves expressed his thanks and appreciation to Ms. LSherie Dean, JMAA’s Marketing & Communication Project Support Staff Person, and presented her with a Certificate of Appreciation for excellence in recognition of her dedication and service to ensure the success of TSA Mississippi’s annual “Bring Your Sons and Daughters To Work Day,” which occurred on April 28, 2016 at the Jackson-Medgar Wiley Evers International Airport. The Board of Commissioners and others in attendance applauded Ms. Dean for her outstanding efforts.

The Board of Commissioners then took a photograph with Ms. Dean and her award.

Mr. Newman expressed his appreciation to Ms. Dean for her hard work and congratulated her for receiving the Certificate of Appreciation from TSA.

He then announced that JMAA’s Staff will be having a fitness challenge beginning on June 3, 2016, to encourage fitness and improve health and wellness amongst JMAA’s Staff members. He informed the Board that during the fitness challenge kick-off on June 3, 2016, there will be fitness training, nutrition guidance, health screenings and blood pressure and cholesterol checks.

- 2. *Airport Project Manager Summary, Period Ending April 30, 2016*..... Page 1¹
- 3. *Airport Activity Statistics Report, Period Ending April 30, 2016*..... Page 14

C. Attorney

Attorney John L. Walker announced that there is a possible by-law amendment that he recommends the Board consider during the New Business portion of the agenda and a matter that he recommends the Board take up during an Executive Session. Therefore, he recommended that Chairman Dr. Pridgen present those for consideration at the appropriate times.

VI. ACTION ITEMS

A. Financial Matters

1. Financial Reports for April, 2016:

- a. Balance Sheet: Accept.....Page 28
- b. Income Statement: Accept.....Page 30

RESOLUTION CY-2016-69

RESOLUTION ACCEPTING/APPROVING APRIL 2016 FINANCIAL REPORTS

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

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 April 30, 2016, which was included in the Packet, pages 28-32, and was distributed to the Board prior to the

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

May 27, 2016 Rescheduled Monthly Meeting of the Board.

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

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

May 27, 2016

c. Claims Docket for April 2016: Approve.....Page 33

RESOLUTION CY-2016-70

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

Upon motion by Commissioner Harris, 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 April 30, 2016, which was included in the Packet, pages 33-37, and was distributed to the Board prior to the May 27, 2016 Rescheduled Monthly Meeting of the Board.

IT IS THEREFORE, RESOLVED that the Board hereby authorizes payment of the Claims in the amount of \$506,127.53

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

May 27, 2016

2. Early Issues

None

B. Service Agreements

1. *On-Call Services for the Parking Lot Revenue Control System, JAN: Authorize Agreement (Access Control Group, Inc.) Page 38*

RESOLUTION CY-2016-71

RESOLUTION AUTHORIZING EXECUTION OF AN AGREEMENT WITH ACCESS CONTROL GROUP, INC. FOR REPAIR AND INSTALLATION SERVICES

Upon motion by Vice Chairman Pastor Henley, seconded by Commissioner Harris, 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 an agreement with Access Control Group, Inc., a Mississippi corporation, located in Jackson, MS, to provide on-call repairs and installation services of replacement parts regarding the current parking lot revenue control system; and

WHEREAS, the proposed term of the agreement will be for six (6) calendar months, beginning August 4, 2016, with an option for the Jackson Municipal Airport Authority to terminate the agreement upon the installation of a new revenue control system; and

WHEREAS, the amount of the contract shall not exceed \$25,000; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated May 5, 2016, found at pages 38-40 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that Staff is authorized to execute an agreement with Access Control Group, Inc., a Mississippi corporation, located in Jackson, MS, to provide on-call repairs and installation services of replacement parts regarding the current parking lot revenue control system; and

IT IS THEREFORE, FURTHER RESOLVED that the proposed term of the agreement will be for six (6) calendar months, beginning August 4, 2016, with an option for the Jackson Municipal Airport Authority to terminate the agreement upon the installation of a new revenue control system; and

IT IS THEREFORE, FURTHER RESOLVED that the amount of the contract shall not exceed \$25,000; and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated May 5, 2016, found at pages 38-40 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

May 27, 2016

2. *Thermal Imaging of Roofing Systems, JAN: Authorize Agreement (Malone Roofing Services, LLC) Page 41*

RESOLUTION CY-2016-72

RESOLUTION AUTHORIZING THE EXECUTION OF A NON-PROFESSIONAL SERVICE AGREEMENT WITH MALONE ROOFING SERVICES, LLC

Upon motion by Vice Chairman Pastor Henley, seconded by Commissioner Harris, 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 non-professional service agreement with Malone Roofing Services, LLC, a Mississippi limited liability corporation, with offices in Jackson, MS, to perform an infrared thermographic inspection of the building roofing systems located at the Jackson-Medgar Wiley Evers International Airport; and

WHEREAS, the fee for services will be a one-time payment of \$16,300.00; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated May 11, 2016, found at pages 41-43 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that Staff is authorized to enter into a non-professional service agreement with Malone Roofing Services, LLC, a Mississippi limited liability corporation, with offices in Jackson, MS, to perform an infrared thermographic inspection of the building roofing systems located at the Jackson-Medgar Wiley Evers International Airport; and

IT IS THEREFORE, FURTHER RESOLVED that the fee for services will be a one-time payment of \$16,300.00; and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated May 11, 2016, found at pages 41-43 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

May 27, 2016

C. Construction Projects

- 1. *JMAA Project No. 005-11, Rehabilitation of Runway 16R/34L, Taxiway Alpha and Cross Connector Taxiways, JAN: Authorize Advertisement of Bids and Approval of Project Budget..... Page 44*

RESOLUTION CY-2016-73

RESOLUTION AUTHORIZING JMAA TO SOLICIT BIDS FOR CONSTRUCTION SERVICES AT JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT

Upon motion by Commissioner Reed, seconded by Vice Chairman Pastor Henley, 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 to overlay Runway 16R/34L, certain cross taxiway connectors, and Taxiway Alpha at the Jackson-Medgar Wiley Evers International Airport at an estimated construction cost not to exceed \$17, 261.988.00; and (ii) approval of the proposed project budget of \$20,837,012.00; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated April 28, 2016, found at pages 44-46 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 to overlay Runway 16R/34L, certain cross taxiway connectors, and Taxiway Alpha at the Jackson-Medgar Wiley Evers International Airport at an estimated construction cost not to exceed \$17,261.988.00; and (ii) the proposed project budget of \$20,837,012.00 is approved; and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that said requests are fully explained in the Memorandum dated April 28, 2016, found at pages 44-46 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

May 27, 2016

D. Procurements

- 1. *Time Management System, JMAA: Authorize Purchase (Insperity Time Star) Page 47*

RESOLUTION CY-2016-74

RESOLUTION AUTHORIZING THE PROCUREMENT OF ADDITIONAL

**SUPERVISOR LICENSES AND SOFTWARE MAINTENANCE FROM INSPERITY
TIME START**

Upon motion by Commissioner Harris, 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 procure additional supervisor licenses and software maintenance for the Jackson Municipal Airport Authority's time management system, Insperty Time Star; and

WHEREAS, the procurement cost will not exceed \$1,922.00; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated May 23, 2016, found at pages 47-48 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that JMAA's Staff is authorized to procure additional supervisor licenses and software maintenance for the Jackson Municipal Airport Authority's time management system, Insperty Time Star; and

IT IS THEREFORE, FURTHER RESOLVED that the procurement cost will not exceed \$1,922.00; and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated May 23, 2016, found at pages 47-48 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

May 27, 2016

E. Grants

None

F. Other Matters

1. *Fiber Optic Communications Cable Installation and Easement, JAN: Authorize Agreement and Easement (Bellsouth Telecommunications, LLC d/b/a/ AT&T of Mississippi)Page 49*

RESOLUTION CY-2016-75

RESOLUTION AUTHORIZING JMAA TO EXECUTE AN UTILITY AGREEMENT

AND EASEMENT

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 execute an utility agreement and easement with AT&T, to allow installation of an underground fiber optic communications cable at the Jackson-Medgar Wiley Evers International Airport; and

WHEREAS, the easement will include a provision for JMAA to retain the right to require AT&T to relocate its easement to an alternative location upon JMAA property at JMAA's sole option and expense, should a relocation become necessary; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated May 11, 2016, found at pages 49-50 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that JMAA's Staff is authorized to execute an utility agreement and easement with AT&T, to allow installation of an underground fiber optic communications cable at Jackson-Medgar Wiley Evers International Airport; and

IT IS THEREFORE, RESOLVED that the easement will include a provision as to JMAA retaining the right at JMAA's sole option and expense to require AT&T to relocate its easement to an alternative location upon JMAA property, should a relocation become necessary; and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated May 11, 2016, found at pages 49-50 of the Meeting Packet.

Yeas: Harris, Hartley, Henley, Pridgen, Reed

Nays: None

Abstentions: None

May 27, 2016

2. *Settlement of Claim and Release of JMAA Vehicle: Accept Settlement (Traveler's Property & Casualty Insurance Company) Page 51*

RESOLUTION CY-2016-76

RESOLUTION AUTHORIZING JMAA TO ACCEPT SETTLEMENT OFFER FROM TRAVELERS PROPERTY & CASUALTY INSURANCE COMPANY

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 authorization to accept a settlement offer in the amount of \$11,349.55 from Travelers Property & Casualty Insurance Company (“Travelers”), Jackson Municipal Airport Authority’s (“JMAA”) commercial automobile insurance carrier, in settlement of JMAA’s claim for the total loss of JMAA’s 2013 Ford Focus, Vehicle Identification Number (“VIN”) 1FADP3E24DL139396; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated May 6, 2016, along with the settlement offer, State of Mississippi Uniform Crash Report, vehicle purchase invoice and bill of sale, all of which are found at pages 51-77 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that JMAA’s Staff is authorized to accept a settlement offer in the amount of \$11,349.55 from Travelers, Jackson Municipal Airport Authority’s commercial automobile insurance carrier, in settlement of JMAA’s claim for the total loss of JMAA’s 2013 Ford Focus, VIN 1FADP3E24DL139396; and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated May 6, 2016, along with the settlement offer, State of Mississippi Uniform Crash Report, vehicle purchase invoice and bill of sale, all of which are found at pages 51-77 of the Meeting Packet.

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

May 27, 2016

3. *Food and Beverage/News and Gifts Concession Solicitation, JAN: Authorize Solicitation.....Page 78*

RESOLUTION CY-2016-77

RESOLUTION AUTHORIZING SOLICITATION OF FOOD AND BEVERAGE CONCESSION SERVICES AND NEWS AND GIFT CONCESSION SERVICES

Upon motion by Vice Chairman Pastor Henley, seconded by Commissioner Harris, 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 publish a Request for Proposals (“RFP”) to provide food and beverage concessions services at the Jackson-Medgar Wiley Evers International Airport (“JAN”); (ii) authority to publish a RFP to provide news and gift concession services at JAN; and (iii) approval of an increase in the total project budget by \$7,500 to address administrative fees (\$3,500.00) and legal fees (\$4,000.00) for a new proposed project budget total not to exceed \$99,270.00;

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated May 18, 2016, found at pages 78-82 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that: (i) JMAA's Staff is authorized to publish a Request for Proposals ("RFP") to provide food and beverage concessions services at the Jackson-Medgar Wiley Evers International Airport ("JAN"); (ii) JMAA's Staff is authorized to publish a RFP to provide news and gift concession services at JAN; and (iii) the request for an increase of the total project of \$7,500 to address administrative fees (\$3,500.00) and legal fees (\$4,000.00) for a new proposed project budget total not to exceed \$99,270.00 is approved; and

IT IS THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated May 18, 2016, found at pages 78-82, of the Meeting Packet.

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

May 27, 2016

4. Board Travel

I. Vice Chairman Pastor James L. Henley

Airports Council International – North America Legal Affairs Spring Conference, Portland, Oregon May 4-7, 2016

Vice Chairman Pastor Henley presented several noteworthy topics that were discussed during the Airports Council International – North America's "Legal Affairs Spring Conference" in Portland, OR, held May 4-7, 2016. The agenda of the "Legal Affairs Spring Conference" is attached as an exhibit to the May 27, 2016 Rescheduled Board Meeting Minutes.

II. Commissioner Vernon W. Hartley

Mississippi Airports Association Conference, in Starkville, MS, April 25-27, 2016,

American Association of Airports Executive 88th Annual Conference & Exhibition, in Houston, Texas, May 15-18, 2016

Commissioner Hartley attended the Mississippi Airports Association Conference in Starkville, MS from April 25-27, 2016 and the American Association of Airports Executive 88th Annual Conference & Exhibition in Houston, Texas from May 15-18, 2016. Commissioner Hartley presented some of the salient topics that were discussed during the conferences. The agendas of the "Mississippi Airports Association Conference" and the "88th

Annual American Association of Airport Executives (AAAE) Conference” are attached as exhibits to the May 27, 2016 Rescheduled Board Meeting Minutes.

III. Commissioner LaWanda D. Harris

Commissioner Harris informed the Board that her Conference Report will be submitted electronically. She then excused herself from the Meeting and exited at 9:12 a.m.

G. New Business

1. Proposed Bylaw Amendment: Article II, Section 8 Page 83

Attorney Walker informed the Board that the Bylaw Amendment addresses participation in Executive Sessions by Commissioners attending the Board Meetings telephonically or by video. Further, currently there is no bylaw governing a Commissioner participating in an Executive Session when attending telephonically or by video. Therefore, the proposed amendment sets forth the procedures to be followed when a Commissioner attends telephonically or by video to ensure that the discussions during the Executive Session remain confidential.

RESOLUTION CY-2016-78

RESOLUTION APPROVING AMENDMENT TO ARTICLE II, SECTION 8 OF THE BYLAWS OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY

Upon motion by Vice Chairman Pastor Henley, seconded by Commissioner Hartley, the following **RESOLUTION** was made and approved by a unanimous vote (4-0-0).

WHEREAS, the Board has considered the motion seeking to amend the Bylaw of the Jackson Municipal Airport Authority Article II, Section 8, by adding to Article II, Section 8, Section 8D, which shall read as follows:

D. When the Board, during a Meeting of the Board of Commissioners, votes to go into Executive Session, immediately after the Commissioner presiding over the meeting closes the Open Meeting, any Commissioner participating in the Meeting by teleconference or video, in order to ensure the confidentiality of the discussion during Executive Session, shall verbally affirm to the other Commissioners participating in the Meeting of the Board of Commissioners, the following:

i. That the device that she/he is using to participate in the Meeting of the Board of Commissioners does not potentially allow persons other than the Commissioner to hear the Meeting’s proceedings.

ii. In the location where she/he is participating in the Meeting of the Board of Commissioners, no other person is able to hear any of the Meeting’s proceedings;

iii. That neither she/he nor any other person or entity is currently or will be recording the Executive Session; and

iv. That she/he will immediately inform the other Commissioners participating in the Meeting if any of the above matters, affirmed by the Commissioner pursuant to Sections 8D (i-iii), cease to exist during the course of the Executive Session and, in the event that occurs, she/he shall immediately terminate her/his participation in the Executive Session by disconnecting the device that she/he is using to participate in the Meeting of the Board of Commissioners.

WHEREAS, the Bylaw Amendment was fully explained at pages 83-84 of the Meeting Packet, distributed to the Board prior to the May 27, 2016 Rescheduled Board Meeting.

IT IS THEREFORE, RESOLVED that the Bylaw of the Jackson Municipal Airport Authority Article II, Section 8, is amended by adding to Article II, Section 8, Section 8D, which shall read as follows:

D. When the Board, during a Meeting of the Board of Commissioners, votes to go into Executive Session, immediately after the Commissioner presiding over the meeting closes the Open Meeting, any Commissioner participating in the Meeting by teleconference or video, in order to ensure the confidentiality of the discussion during Executive Session, shall verbally affirm to the other Commissioners participating in the Meeting of the Board of Commissioners, the following:

i. That the device that she/he is using to participate in the Meeting of the Board of Commissioners does not potentially allow persons other than the Commissioner to hear the Meeting's proceedings.

ii. In the location where she/he is participating in the Meeting of the Board of Commissioners, no other person is able to hear any of the Meeting's proceedings;

iii. That neither she/he nor any other person or entity is currently or will be recording the Executive Session; and

iv. That she/he will immediately inform the other Commissioners participating in the Meeting if any of the above matters, affirmed by the Commissioner pursuant to Sections 8D (i-iii), cease to exist during the course of the Executive Session and, in the event that occurs, she/he shall immediately terminate her/his participation in the Executive Session by disconnecting the device that she/he is using to participate in the Meeting of the Board of Commissioners.

IT IS THEREFORE, FURTHER RESOLVED that the Bylaw Amendment was fully explained at pages 83-84 of the Meeting Packet, distributed to the Board prior to the May 27, 2016 Rescheduled Board Meeting.

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

May 27, 2016

OPEN SESSION

Vice Chairman Pastor Henley 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 4-0-0, resolved that the session be closed. Chairman Dr. Pridgen asked all, except Mr. Carl D. Newman, CEO, Mr. Perry Miller, COO, 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 9:16 a.m.

CLOSED SESSION

Vice Chairman Pastor Henley then moved that the Board enter into Executive Session to discuss one (1) potential litigation matter regarding recent legislation. Commissioner Reed seconded the motion to enter Executive Session, and the Commissioners voted 4-0-0 to enter Executive Session for the stated purposes.

The Closed Session ended at 9:22 a.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) potential litigation matter regarding recent legislation.

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

The Board went into Executive Session at 9:23 a.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed one (1) potential litigation matter regarding recent legislation.

The Board took no action on the matter discussed during Executive Session.

Upon motion by Vice Chairman Pastor Henley, seconded by Commissioner Hartley, and unanimous approval of the Commissioners present, the Executive Session was ended at 9:52 a.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 9:53 a.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) potential litigation matter regarding recent legislation and the Board took no action on the matter during Executive Session.

Commissioner Hartley suggested that the Board consider presenting a Certificate of Appreciation to the Community leaders for their assistance with the petition drive in the fight against the hostile takeover legislation, Senate Bill 2162.

Next, Commissioner Hartley said that he had discussed with Congressman Bennie G. Thompson about the Board sending to Congressman Thompson the takeover opposition petitions in order for Congressmen Thompson to personally deliver them to FAA's office in Washington, DC and do a press release. Commissioner Hartley said Congressman Thompson was willing to do this.

Finally, Commissioner Hartley stated that he and Commissioner Harris will provide an update as to the Contract Review Process at the next Board Meeting.

2. Commissioners' Travel to 2016 ACI/NA Montreal, Quebec Canada

RESOLUTION CY-2016-79

RESOLUTION APPROVING THE TRAVEL TO AND PARTICIPATION IN OF CHAIRMAN ROSIE L.T. PRIDGEN, PH.D.; VICE CHAIRMAN PASTOR JAMES L. HENLEY, JR.; COMMISSIONER VERNON W. HARTLEY, SR.; COMMISSIONER EVELYN O. REED AND COMMISSIONER LAWANDA D. HARRIS THE 2016 ACI-NA/WORLD ANNUAL CONFERENCE/WORLD ANNUAL GENERAL ASSEMBLY IN MONTREAL, QUEBEC CANADA

Upon motion by Vice Chairman Pastor Henley, seconded by Commissioner Reed, the following **RESOLUTION** was made and approved by a unanimous vote (4-0-0).

WHEREAS, the 2016 ACI-NA/World Annual Conference/World Annual General Assembly will take place in Montréal, Québec Canada from September 24, 2016 to September 28, 2016, and Environmental Affairs meetings will occur immediately prior to on September 23, 2016 and September 24, 2016, and those events and meetings bring together top level decision makers, airport professionals, leading aviation persons and entities in the global aviation industry to network, to attend innovative sessions, workshops and educational opportunities; and

WHEREAS, the 2016 ACI-NA/World Annual Conference/World Annual General Assembly will offer a unique opportunity for engagement with all the economic, political, institutional and technological global aviation industry persons and entities in a single venue regarding aviation trends and a multitude of aviation and economic development issues of importance to the Jackson Municipal Airport Authority (“Authority” or “JMAA”), as set forth in the agenda of the 2016 ACI-NA/World Annual Conference/World Annual General Assembly attached to the Minutes of the May 27, 2016 Rescheduled Board Meeting Minutes; and

WHEREAS, the Board of Commissioners of JMAA recommends, approves and authorizes the travel, lodging and related expenses for Chairman Rosie L.T. Pridgen, Ph.D., Vice Chairman Pastor James L. Henley, Jr., Commissioner Evelyn O. Reed, and Commissioner LaWanda D. Harris to attend and participate in the 2016 ACI-NA/World Annual Conference/World Annual General Assembly in Montréal, Québec Canada, from September 24, 2016 to September 28, 2016 and Commissioner Vernon W. Hartley, Sr., from September 22, 2016 to September 28, 2016 for the reasons cited above; and

WHEREAS, the current Travel Policy for the Board (“Travel Policy”), states that travel outside the continental limits of the United States by a Commissioner on behalf of the Authority shall not be permitted at the Authority’s expense unless there is specific prior approval by the Board and a determination by the Board that such travel would be “extremely beneficial” to the Authority; and

WHEREAS, the Board has considered the foregoing and has considered the benefits which will accrue to the Authority because of the attendance of Chairman Rosie L.T. Pridgen, Ph.D., Vice Chairman Pastor James L. Henley, Jr., Commissioner Vernon W. Hartley, Sr., Commissioner Evelyn O. Reed, and Commissioner LaWanda D. Harris at the 2016 ACI-NA/World Annual Conference/World Annual General Assembly.

IT IS THEREFORE, RESOLVED that the Board hereby: (i) finds and determines that the attendance of and participation in the 2016 ACI-NA/World Annual Conference/World Annual General Assembly in Montréal, Québec Canada, from September 24, 2016 to September 28, 2016 by Chairman Rosie L.T. Pridgen, Ph.D., Vice Chairman Pastor James L. Henley, Jr., Commissioner Evelyn O. Reed and Commissioner LaWanda D. Harris, and

from September 22, 2016 to September 28, 2016 by Commissioner Vernon W. Hartley, Sr. will be extremely beneficial to the Authority for the reasons cited above; and (ii) approves and authorizes payment and reimbursement for travel, lodging and related expenses for Chairman Rosie L.T. Pridgen, Ph.D., Vice Chairman Pastor James L. Henley, Jr., Commissioner Vernon W. Hartley, Sr., Commissioner Evelyn O. Reed, and Commissioner LaWanda D. Harris to attend and participate in the 2016 ACI-NA/World Annual Conference/World Annual General Assembly as described above, all in accordance with the Travel Policy for JMAA's Commissioners.

Yeas: Henley, Hartley, Pridgen, Reed

Nays: None

Abstentions: None

May 27, 2016

3. *Carl D. Newman, CEO's travel to 2016 ACI/NA Montreal, Quebec Canada*

RESOLUTION CY-2016-80

RESOLUTION APPROVING CHIEF EXECUTIVE OFFICER CARL D. NEWMAN'S TRAVEL TO AND PARTICIPATION IN THE 2016 ACI-NA/WORLD ANNUAL CONFERENCE/WORLD ANNUAL GENERAL ASSEMBLY IN MONTREAL, QUEBEC CANADA

Upon motion by Vice Chairman Pastor Henley, seconded by Commissioner Reed, the following **RESOLUTION** was made and approved by unanimous vote (4-0-0).

WHEREAS, the 2016 ACI-NA/World Annual Conference/World Annual General Assembly will take place in Montréal, Québec Canada from September 24, 2016 to September 28, 2016, and it brings together top level decision makers, airport professionals, leading aviation persons and entities in the global aviation industry to network, to attend innovative sessions, workshops and educational opportunities; and

WHEREAS, Mr. Carl D. Newman, JMAA CEO, currently serves as an Executive with ACI-NA. As such, Mr. Newman's presence is required at the 2016 ACI-NA/World Annual Conference/World Annual General Assembly on September 23, 2016 to attend meetings involving ACI-NA Executives that will be held immediately prior to the conference/assembly. Therefore, he will be required to travel during the period September 22, 2016 to September 28, 2016; and

WHEREAS, the 2016 ACI-NA/World Annual Conference/World Annual General Assembly will offer a unique opportunity for engagement with all the economic, political, institutional and technological global aviation industry persons and entities in a single venue regarding aviation trends and a multitude of aviation and economic development issues of importance to the Jackson Municipal Airport Authority ("Authority" or "JMAA"), as set forth in the

agenda of the 2016 ACI-NA/World Annual Conference/World Annual General Assembly, attached to the Minutes of the May 27, 2016 Rescheduled Regular Board Meeting Minutes; and

WHEREAS, the current Travel Policy for the Board (“Travel Policy”), states that no travel outside the continental limits of the United States on behalf of the Authority shall be permitted by an employee, to include the CEO, at the Authority’s expense without specific prior approval by the Board and a determination by the Board that such travel would be extremely beneficial to the Authority; and

WHEREAS, the Board has considered the foregoing and has considered the benefits which will accrue to the Authority regarding Mr. Newman’s attendance at the 2016 ACI-NA/World Annual Conference/World Annual General Assembly; and

WHEREAS, AAAE is paying the costs for Mr. Newman’s air travel and hotel accommodations; and

WHEREAS, Mr. Newman may incur certain travel related expenses, including meals and incidentals not paid for by AAAE; and

WHEREAS, the Travel Policy For Airport Authority Staff adopts the per diem rates established by the U.S. General Services Administration which provides for per diems for “Canada Quebec” at a rate of \$92.00 per day for meals and \$23.00 per day for incidentals; and

IT IS THEREFORE, RESOLVED that JMAA: (i) approves and authorizes the international travel for JMAA’s Chief Executive Officer, Carl D. Newman, to attend the 2016 ACI-NA/World Annual Conference/World Annual General Assembly in Montréal, Québec Canada from September 22, 2016 to September 28, 2016; and (ii) finds that the proposed travel by Mr. Newman will be extremely beneficial to JMAA; and

IT IS THEREFORE, FURTHER RESOLVED that JMAA approves and authorizes reimbursements of per diem rates to Mr. Newman for expenses, including meals and incidentals not paid by AAAE, per the JMAA Travel Policy For Airport Authority Staff Revised: March 21, 2014: Paragraph 3. Subparagraph 3.1, in order for Carl D. Newman, CEO, to attend and participate in the 2016 ACI-NA/World Annual Conference/World Annual General Assembly in Montréal, Québec Canada from September 22, 2016 to September 28, 2016, as explained above and in the agenda of the 2016 ACI-NA/World Annual Conference/World Annual General Assembly, which is attached to the Minutes of the May 27, 2016 Rescheduled Regular Board Meeting Minutes, all in accordance with the Travel Policy of JMAA.

Yeas: Henley, Hartley, Pridgen, Reed

Nays: None

Abstentions: None

May 27, 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 10:02 a.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