

**EMERGENCY MEETING OF JACKSON MUNICIPAL
AIRPORT AUTHORITY BOARD OF COMMISSIONERS
MARCH 26, 2019**

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 Emergency Meeting in the Terminal Building, Hawkins Field Airport (“HKS”), in Jackson, Mississippi, at 3:00 p.m., on Tuesday, March 26, 2019 (the “Meeting”), pursuant to proper notice. A copy of the Notice is attached as an Exhibit to the March 26, 2019 Emergency Meeting Minutes.

Vice-Chairman Lee A. Bernard Jr., presided, called the Meeting to order at 3:00 p.m. and called the roll of Commissioners.

The following Commissioners were present, in person, during roll call for a quorum at the Emergency Board Meeting:

Lee A. Bernard Jr., Vice-Chairman
LTC(R) Lucius Wright, Commissioner
Pastor James L. Henley, Jr., Commissioner
Robert E. Martin, Commissioner

The following Commissioner was present, telephonically, during roll call for a quorum at the Emergency Board Meeting:

LaWanda D. Harris, Chairman

Vice-Chairman Bernard, announced that a quorum was present at the Emergency 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 Emergency Meeting of the Board scheduled for 3:00 p.m., on Tuesday, March 26, 2019 in the Terminal Building, Hawkins Field Airport (“HKS”), in Jackson, Mississippi. The following other persons were also present at the Meeting:

Perry J. Miller, A.A.E., JMAA’s Chief Operating Officer
John L. Walker, Esq., Walker Group, PC, Attorneys at Law

II. INVOCATION

Commissioner Pastor Henley gave the Invocation.

III. APPROVAL OF MARCH 26, 2019 EMERGENCY MEETING NOTICE

A. Notice of the Emergency Meeting of the Board of Commissioners (“The Board”) of the Jackson Municipal Airport Authority (“JMAA”) on March 26, 2019, at 3:00 p.m.

RESOLUTION CY-2019-47

APPROVAL OF THE NOTICE OF THE MARCH 26, 2019 EMERGENCY MEETING

After discussion and review, and upon the motion made by Commissioner LTC(R) Wright, seconded by, Chairman Harris and approved by unanimous vote, the following resolution was made and entered.

WHEREAS, the Board further desires to approve the Notice and attach said Notice to the March 26, 2019 Emergency Meeting Minutes.

IT IS, THEREFORE, RESOLVED that the Board hereby approves the Notice of the March 26, 2019 Emergency Meeting and the Notice shall be attached to the March 26, 2019 Emergency Meeting Minutes.

Yeas: Bernard, Harris, Martin, Wright, Henley

Nays: None

Abstentions: None

March 26, 2019

IV. PUBLIC COMMENTS

None.

V. NEW BUSINESS

OPEN SESSION

Then, the Board, pursuant to the motion of Commissioner Pastor Henley, seconded by Chairman Harris, by unanimous vote 5-0-0, resolved to close the Meeting. Vice-Chairman Bernard asked all, except Perry J. Miller, COO; and Attorney John L. Walker, Board Counsel to vacate the room.

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

The Board went into Closed Session at 3:04 p.m.

CLOSED SESSION

After discussion regarding matters proposed to be discussed in Executive Session, Commissioner Pastor Henley moved that the Board enter Executive Session to consider: a personnel matter regarding a former employee; and a personnel matter regarding an incumbent employee. Commissioner Martin seconded the motion to enter Executive Session, and the Commissioners unanimously resolved to enter Executive Session for the stated purposes.

The Closed Session ended at 3:06 p.m.

OPEN SESSION

Vice-Chairman Bernard then invited all persons outside the room to re-enter, none did. Vice-Chairman Bernard then stated in Open Session that the Board, during Closed Session, voted to enter Executive Session to discuss: a personnel matter regarding a former employee; and a personnel matter regarding an incumbent employee. Further, he stated that Commissioner Pastor Henley made the motion to go into Executive Session, Commissioner Martin seconded the motion, and the Commissioners unanimously voted to enter Executive Session for the stated purposes.

Vice-Chairman Bernard asked all present, except Attorney John L. Walker, Board Counsel, to vacate the room.

The Board went into Executive Session at 3:07 p.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed the following: a personnel matter regarding a former employee; and a personnel matter regarding an incumbent employee and did the following as to said matters:

- 1. The Board took the following action as to a personnel matter regarding a former employee.*

RESOLUTION CY-2019-48

RESOLUTION ACCEPTING THE RESIGNATION OF CARL D. NEWMAN AS CHIEF EXECUTIVE OFFICER FOR THE JACKSON MUNICIPAL AIRPORT AUTHORITY (“JMAA”)

Upon the motion made by Commissioner Pastor Henley, seconded by Chairman Harris, and approved by unanimous vote (5-0-0), the following resolution was made and entered.

WHEREAS, Carl D. Newman, tendered his resignation on March 26, 2019, at approximately 10:59 a.m. central daylight time.

IT IS, THEREFORE, RESOLVED that the Board of Commissioners of JMAA accept the resignation of Carl D. Newman as Chief Executive Officer of JMAA.

Yeas: Harris, Bernard, Henley, Martin, Wright

Nays: None

Abstentions: None

March 26, 2019

2. *The Board took the following action as to a personnel matter regarding an incumbent employee.*

RESOLUTION CY-2019-49

RESOLUTION APPOINTING PERRY J. MILLER AS INTERIM CHIEF EXECUTIVE OFFICER OF JACKSON MUNICIPAL AIRPORT AUTHORITY (“JMAA”)

After discussion and upon the motion by Chairman Harris, seconded by Commissioner Martin, and approved by unanimous vote (5-0-0), the following resolution was made and entered:

WHEREAS, Perry J. Miller currently is the Chief Operating Officer of Jackson Municipal Airport Authority (“JMAA”) and has provided outstanding and exemplary service in that position since 2015; and

WHEREAS, Perry J. Miller has extensive aviation education, training, and experience including but not limited to having a Bachelor of Science degree in Airway Science and Master of Science degree in Transportation Planning and Management; possessing twenty plus years of work experience as Airport Manager of Ellington Airport, (EFD), General Manager of William P. Hobby, (HOU), an Interim Airport Manager of George Bush Intercontinental, (IAH) and a ranking member of the Houston Airport System Management Team; and being an accredited member of the American Association of Airport Executives (AAAE), and the Global ACI-ICAO Airport Management Professional Accreditation Program (AMPAP).

WHEREAS, currently the position of Chief Executive Officer of JMAA is vacant and the Board finds that Perry J. Miller is the most qualified person to serve as Interim Chief Executive Officer of JMAA.

IT IS, THEREFORE, RESOLVED that the Board appoints Perry J. Miller as the Interim Chief Executive Officer of JMAA for the period March 26, 2019, through March 25, 2020, with the same compensation package as the last Chief Executive Officer for JMAA.

IT IS, THEREFORE, FURTHER RESOLVED that JMAA Board Counsel shall draft an appropriate contract for Interim CEO Miller, and the Board Chairman is authorized to execute it.

Yeas: Harris, Bernard, Henley, Martin, Wright

Nays: None

Abstentions: None

March 26, 2019

Upon motion by Commissioner Pastor Henley, seconded by Commissioner Martin, and unanimous approval of the Commissioners, the Executive Session ended at 3:36 p.m.

Open Session reconvened at 3:37 p.m.

OPEN SESSION

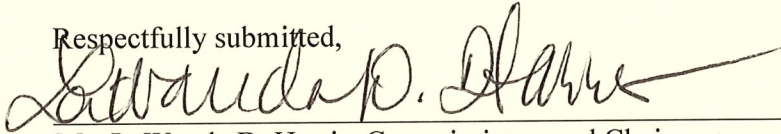
All persons outside the room were invited to rejoin the meeting in open session, and some persons present outside the room re-entered.

Vice-Chairman Bernard announced that the meeting was once again open. He stated that during Executive Session the above-stated action was taken as to a a personnel matter regarding a former employee; and a personnel matter regarding an incumbent employee. Further, Vice-Chairman Bernard stated that the Commissioners unanimously voted in favor of both resolutions.

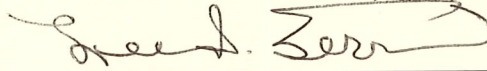
VI. ADJOURNMENT

Thereafter, it was moved by Commission Pastor Henley, seconded by Commissioner Martin, and resolved by a unanimous vote (5-0-0), that the Emergency Meeting of the Board was ADJOURNED at 3:39 p.m.

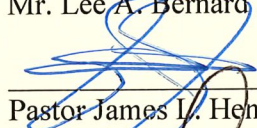
Respectfully submitted,



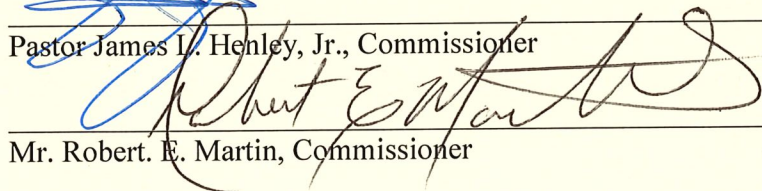
Ms. LaWanda D. Harris, Commissioner and Chairman



Mr. Lee A. Bernard Jr., Commissioner and Vice-Chairman



Pastor James L. Henley, Jr., Commissioner



Mr. Robert. E. Martin, Commissioner

LTC(R) Lucius Wright, Commissioner