

**REGULAR MONTHLY MEETING OF JACKSON MUNICIPAL AIRPORT AUTHORITY  
BOARD OF COMMISSIONERS  
JULY 23, 2018**

**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 July 23, 2018, Regular Board Meeting in the Community Room, Main Terminal Building, Hawkins Field Airport (“HKS”), West Ramp Road, in Jackson, Mississippi, at 4:00 p.m. on Monday, July 23, 2018 (the “Meeting”), pursuant to proper notice.

Chairman Pastor James L. Henley, Jr., 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:

Pastor James L. Henley, Jr., Chairman  
LaWanda D. Harris, Vice Chairman  
Evelyn O. Reed, Commissioner  
LTC(R) Lucius Wright, Commissioner

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

Lee A. Bernard Jr., Commissioner

Chairman Pastor Henley 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 Board Meeting scheduled for Monday, July 23, 2018, in the Community Room, Main Terminal Building, Hawkins Field Airport (“HKS”), West Ramp Road, 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, M.S., A.A.E., I.A.P. 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  
And persons listed on **EXHIBIT A: Sign in Sheet for 7-23-18**

**II. INVOCATION**

Perry Miller, COO, gave the Invocation.

**III. APPROVAL OF BOARD NOTICE**

- A. Notice of the Special Meeting scheduled for Thursday, July 12, 2018, at 8:30 a.m.

**RESOLUTION CY-2018-99**

**APPROVAL OF THE NOTICE OF THE JULY 12, 2018 SPECIAL MEETING**

After discussion and review, and upon the motion made by Vice Chairman Harris, seconded by Commissioner Reed, and approved by unanimous vote, the following resolution was made and entered.

**RESOLVED**, that the Board hereby approves the Notice of the July 12, 2018, Special Meeting and directs that said notice be filed in the appropriate Minute Book and Records of the Authority.

Yeas: Bernard, Harris, Henley, Reed, Wright

Nays: None

Abstentions: None

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**IV. APPROVAL AND EXECUTION OF MINUTES**

- A. Regular Work Session of Board of Commissioners, June 21, 2018.  
B. Regular Meeting of Board of Commissioners, June 25, 2018.  
C. Special Meeting of the Board of Commissioners, July 12, 2018.

**RESOLUTION CY-2018-100**

**APPROVAL OF THE JUNE 21, 2018 REGULAR WORK SESSION, JUNE 25, 2018 REGULAR BOARD MEETING AND JULY 12, 2018 SPECIAL MEETING MINUTES**

After discussion and review and upon the motion made by Vice Chairman Harris, seconded by Commissioner Reed, the Minutes of the Regular Work Session, June 21, 2018, the Regular Board Meeting of the Commissioners, June 25, 2018, and the Special Meeting, July 12, 2018, were approved by unanimous vote of the Commissioners present, and the following resolution was made and entered.

**RESOLVED**, that the Board hereby approves the Minutes of the Regular Work Session, June 21, 2018, the Regular Board Meeting of the Commissioners, June 25, 2018, and the Special Meeting, July 12, 2018, as presented, and directs that said Minutes be filed in the appropriate Minute Book and Records of the Authority.

Yeas: Bernard, Harris, Henley, Reed, Wright

Nays: None

Abstentions: None

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**V. PUBLIC COMMENTS**

None.

**VI. REPORTS**

**A. Report from the Chairman**

Chairman Pastor Henley announced that “Life is short, do what is right.”

Then Chairman Pastor Henley introduced Mr. Carl D. Newman, CEO, to present the CEO’s report.

**B. Chief Executive Officer**

**1. Airport Project Manager Summary, Period Ending  
June 30, 2018.....Page 1<sup>1</sup>**

Mr. Newman directed the Board’s attention to the Airport Project Manager Summary (“APMS”), found at pages 1-17 in the July 23, 2018 Board Meeting Packet and distributed to the Board before the Regular Work Session and Regular Board Meeting. The Board reviewed the Report and had no questions.

**2. Airport Activity Statistics Report, Period Ending  
June 30, 2018.....Page 18**

Mr. Newman directed the Board’s attention to the Airport Activity Statistics Report, which was distributed to the Board before the Regular Work Session and Regular Board Meeting, found at pages 18-30 in the July 23, 2018 Board Meeting Packet. The Board reviewed the Report and had no questions.

**C. Attorney**

1. Attorney Walker informed the Board that a draft of the Resolution authorizing JMAA Staff to set certain parking fees within the maximum daily rates allowed was given to each Commissioner. He recommended that the Board consider it at an appropriate time.

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<sup>1</sup> The page numbers herein are the page numbers contained in the Meeting Packet which is attached as an Exhibit to the July 23, 2018 Regular Board Meeting Minutes.

- 2. Next, Attorney Walker announced that there are two (2) matters that he recommends the Board take up during an Executive Session. Therefore, he recommended the Board enter Closed Session at an appropriate time to consider said matters.

**VII. ACTION ITEMS**

**A. Financial Matters**

**1. Financial Reports for June 2018:**

*(a) Balance Sheet: Accept.....Page 31*

*(b) Income Statement: Accept.....Page 33*

Mr. Newman directed the Board’s attention to the Balance Sheet, Income Statement, and Claims Docket for June 2018, which are included in the Packet, and he discussed them with the Board. Mr. Newman stated that Staff is requesting that the Board adopt resolutions accepting the Balance Sheet and Income Statement for June 2018 and approving payment of the Claims Docket for June 2018.

**RESOLUTION CY-2018-101**

**RESOLUTION ACCEPTING/APPROVING THE JUNE 2018 FINANCIAL REPORTS: BALANCE SHEET AND INCOME STATEMENT**

Upon motion by Vice Chairman 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") reviewed and considered the Authority’s Balance Sheet and Income Statement (“the Financial Reports”) for the month and period ending June 30, 2018, which are included in the Packet, at pages 31-35 and were distributed to the Board prior to the July 23, 2018, Regular Monthly Meeting of the Board.

**IT IS, THEREFORE, RESOLVED** that the Board hereby accepts and approves the June 2018 Financial Reports.

Yeas: Bernard, Harris, Henley, Reed, Wright

Nays: None

Abstentions: None

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*(c) Claims Docket for June 2018: Approve.....Page 36*

In response to Chairman Henley’s inquiry, Ms. Arnetrius Branson, CFO, informed the Board

that no claim for expenses related to a former employee’s retirement event is included in the Claims Docket.

**RESOLUTION CY-2018-102**

**RESOLUTION APPROVING THE CLAIMS DOCKET FOR THE MONTH AND PERIOD ENDING JUNE 30, 2018**

Upon motion by Vice Chairman Harris, seconded by Commissioner Reed, the following **RESOLUTION** was made and unanimously approved.

**WHEREAS**, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") reviewed and considered the Authority’s Claims Docket (“Claims”) for the month and period ending June 30, 2018, which is included in the Packet, at pages 36-39, and was distributed to the Board prior to the July 23, 2018, Regular Monthly Meeting of the Board.

**IT IS, THEREFORE, RESOLVED** that the Board hereby authorizes payment of the Claims in the amount of \$1,882,179.83.

Yeas: Bernard, Harris, Henley, Reed, Wright

Nays: None

Abstentions: None

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*(d) Quarterly Statistics.....Page 40*

There were no inquiries about or actions taken on the Quarterly Statistics.

*2. FY 19 Budget, JMAA: Approval of the Proposed Fiscal Year 2019 Operating and Maintenance (“O&M”) Budget; and the Proposed Capital Budget.....Page 43*

Chairman Pastor Henley announced that the Meeting would proceed with the Agenda and the Fiscal Year 2019 Operating and Maintenance Budget and Fiscal Year 2019 Capital Budget would be considered at a later point during the Meeting. The Board proceeded with the remaining items on the agenda.

**B. Construction Projects**

*1. Maintenance Facility Roof, JAN: Authorization to Advertise for Bids; Approval of Construction Budget; and Approval of the Total Project Budget.....Page 45*

**RESOLUTION CY-2018-103**

**RESOLUTION: (I) GRANTING AUTHORITY TO SOLICIT BIDS FOR THE MAINTENANCE FACILITY ROOF REPAIR PROJECT; (II) APPROVING THE CONSTRUCTION BUDGET PLUS CONTINGENCY; AND (III) APPROVING THE TOTAL PROJECT BUDGET**

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

**WHEREAS**, the Board has considered Staff’s request for: (i) authority to solicit competitive bids for the Maintenance Facility Roof Repair Project at JAN; (ii) approval of the construction budget plus contingency not to exceed \$202,000.00; and (iii) approval of the total project budget of \$270,385.00; and

**WHEREAS**, the Board finds that such requests, which are explained in the Memorandum dated July 23, 2018, found at pages 45-47 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that: (i) Staff is authorized to solicit competitive bids for the Maintenance Facility Roof Repair Project at JAN; (ii) the construction budget plus contingency not to exceed \$202,000.00 is approved; and (iii) the total project budget of \$270,385.00 is approved; and

**IT IS, THEREFORE, FURTHER RESOLVED** that the Board finds that such requests are fully explained in the Memorandum dated July 23, 2018, found at pages 45-47 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Reed, Wright  
Nays: None  
Abstentions: None

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**C. Procurements**

None

**D. Service Agreements**

- 1. East Metro Corridor Landscaping Services, JMAA: Authorization to Award Professional Services Contract for Phase I and Phase II of the Project; and Approval of the Total Project Budget (Mississippi Yard Barber, LLC).....Page 48**

In response to Commissioner LTC(R) Wright’s inquiry, Mr. Newman informed the Board that one (1) response was received from a Jackson, MS-based company and it was not responsible.

Then, in response to Commissioner LTC(R) Wright's next inquiry, Mr. Newman informed the Board that the areas covered by this agreement near the road are mowed at least once weekly, and those away from the road are mowed monthly.

**RESOLUTION CY-2018-104**

**RESOLUTION: (I) GRANTING AUTHORITY TO EXECUTE AN AGREEMENT WITH MISSISSIPPI YARD BARBER, LLC TO PROVIDE EAST METRO CORRIDOR LANDSCAPING SERVICES; (II) APPROVING THE TOTAL PROJECT BUDGET AMOUNT; AND (III) APPROVING THE PROPOSED TERM OF THE PROPOSED AGREEMENT**

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

**WHEREAS**, JMAA received one (1) bid submission in response to the Request for Bids published for the East Metro Corridor Landscaping Services; and

**WHEREAS**, the Board has considered the request of Staff for authority to enter into an agreement, after review by JMAA's Legal Counsel, with Mississippi Yard Barber, LLC of Madison, MS ("MYB"), the lowest and best responsible and responsive bidder to the Jackson Municipal Airport Authority's ("JMAA") solicitation for East Metro Corridor Landscaping Services; and

**WHEREAS**, pursuant to the proposed agreement, MYB shall provide landscaping services for JMAA's property located adjacent to: (i) approximately one and nine-tenths (1.9) miles (Phase I) of roadway located on the JMAA's property along the East Metro Parkway ("EMP"), for an amount not to exceed \$94,500.00; and (ii) approximately one and four-tenths (1.4) miles (Phase II) of roadway located on JMAA's property along the EMP for an amount not to exceed \$63,000.00; and

**WHEREAS**, the Board has further considered the request of JMAA Staff for approval of the total budget amount of \$157,500.00 for this project and the proposed term of the proposed agreement will be two (2) calendar years for Phase I and Phase II; and

**WHEREAS**, Mississippi Yard Barber, LLC is a Disadvantaged Business Enterprise ("DBE"), and therefore there is one hundred percent (100%) DBE participation in this project; and

**WHEREAS**, the Board finds that such requests, which are explained in the Memorandum dated July 23, 2018, at pages 48-50 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that Staff is authorized to enter into an agreement, after review by JMAA's Legal Counsel, with Mississippi Yard Barber, LLC of Madison, MS ("MYB"), the lowest and best responsible and responsive bidder to the Jackson Municipal

Airport Authority's ("JMAA") solicitation for East Metro Corridor Landscaping Services; and

**IT IS, THEREFORE, FURTHER RESOLVED** that, pursuant to the proposed agreement, MYB shall provide landscaping services for JMAA's property located adjacent to: (i) approximately one and nine-tenths (1.9) miles (Phase I) of roadway located on the JMAA's property along the East Metro Parkway ("EMP"), for an amount not to exceed \$94,500.00; and (ii) approximately one and four-tenths (1.4) miles (Phase II) of roadway located on JMAA's property along the EMP for an amount not to exceed \$63,000.00; and

**IT IS, THEREFORE, FURTHER RESOLVED** that the total budget amount of \$157,500.00 for this project is approved and the proposed term of two (2) calendar years for Phase I and Phase II of the proposed agreement is approved; and

**IT IS, THEREFORE, FURTHER RESOLVED** that Mississippi Yard Barber, LLC is a Disadvantaged Business Enterprise ("DBE") and therefore there is one hundred percent (100%) DBE participation in this project; and

**IT IS, THEREFORE, FURTHER RESOLVED** that the Board finds that such requests are fully explained in the Memorandum dated July 23, 2018, at pages 48-50 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Reed, Wright

Nays: None

Abstentions: None

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**2. *Project Management Support Services, JMAA: Authorization to Extend the Professional Services Agreement; Approval of the Total Contract Amount to Remain at the Previous Board Approved Amount; and Approval of a Contract Term Extension (Kimley-Horn and Associates, Inc.).....Page 51***

The Board considered the **MOTION** by Commissioner Reed, seconded by Commissioner Chairman Pastor Henley, to: (i) authorize JMAAA Staff to exercise the option to extend the existing Professional Services Agreement ("Agreement") with Kimley-Horn and Associates, Inc. ("Kimley-Horn"), a North Carolina Corporation with offices in Ridgeland, Mississippi, which provides for Project Management Support Services ("PMSS") for projects identified in the Jackson Municipal Airport Authority's ("JMAA") Capital Improvement Program ("CIP") and JMAA's Strategic Plan 2021 ("Strategic Plan"); and (ii) approve the contract term extension of two (2) years through November 7, 2020.

Vice Chairman Harris expressed concerns about the percentage of the proposed work assignment to entities performing the services. She asked how the environmental services needed for the projects amounted to only two percent (2%) of the total purposed work performed pursuant to the contract.



In response, Kimley-Horn's representative informed the Board that the percentage of work provided was based on the projects being managed. Further, he stated that the percentage included in the Board Memo is the minimum amount of environmental services anticipated. He added that Kimley-Horn will review the projects and verify if there is a need for additional environmental services.

The Board held further discussion concerning the contract percentage amounts related to the service providers involved in the project management contract.

Commissioner Reed then moved to amend her previous motion to include in the project management agreement that a minimum of ten percent (10%) of the contract value be allotted to the environmental aspect of the projects managed by Kimley-Horn. Vice Chairman Harris seconded the motion.

The Board then held further discussion concerning Vice Chairman Harris' concern about the low percentage of work allocated to the various service providers involved in the contract.

After discussion, Commissioner Reed withdrew her **Amended Motion**. Then, the Board pursuant to the original motion resolved the below Resolution.

#### **RESOLUTION CY-2018-105**

**RESOLUTION: (I) AUTHORIZING STAFF TO EXERCISE THE OPTION TO EXTEND THE EXISTING PROFESSIONAL SERVICES CONTRACT AGREEMENT ("AGREEMENT") WITH KIMLEY-HORN AND ASSOCIATES, INC. FOR PROJECTS IDENTIFIED IN JMAA'S CAPITAL IMPROVEMENT PROGRAM AND STRATEGIC PLAN 2021; AND (II) APPROVING THE CONTRACT TERM EXTENSION**

Upon motion by Commissioner Reed, seconded by Chairman Pastor Henley, the following **RESOLUTION** was made and approved by majority vote 3-1-1.

**WHEREAS**, the Board has considered the request of JMAA Staff for: (i) authority to exercise the option to extend the existing Professional Services Contract Agreement ("Agreement") with Kimley-Horn and Associates, Inc. ("Kimley-Horn"), a North Carolina Corporation with offices in Ridgeland, Mississippi, which provides for Project Management Support Services ("PMSS") for projects identified in the Jackson Municipal Airport Authority's ("JMAA") Capital Improvement Program ("CIP") and JMAA's Strategic Plan 2021 ("Strategic Plan"); and (ii) approval of a contract term extension of two (2) years through November 7, 2020; and

**WHEREAS**, the services are for projects at the Jackson-Medgar Wiley Evers International Airport ("JAN") and Hawkins Field Airport ("HKS"); and

**WHEREAS**, the previously approved contract amount not to exceed \$3,810,066.00 will not increase; and

**WHEREAS**, Kimley-Horn will continue to be supported by Waggoner Engineering, Inc. (a Jackson-based engineering and planning services firm), JBHM Architecture (a Tupelo-based multidiscipline design firm), AJA Management and Technical Services, Inc. (a Jackson-based certified Disadvantaged Business Enterprise [“DBE”] providing Construction Inspection Services), Faith Group, LLC (a woman-owned certified DBE specializing in the planning and design of security, safety and IT systems), Advanced Environmental Consultants (a Jackson-based, woman-owned DBE firm specializing in environmental regulation and remediation), and Connico, Inc. (a certified DBE firm specializing in cost estimating, scheduling, and project management); and

**WHEREAS**, the Board finds that such requests, which are explained in the Memorandum dated July 23, 2018, at pages 51-53 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that: (i) JMAA Staff is authorized to exercise the option to extend the existing Professional Services Contract Agreement (“Agreement”) with Kimley-Horn and Associates, Inc. (“Kimley-Horn”), a North Carolina Corporation with offices in Ridgeland, Mississippi, which provides for Project Management Support Services (“PMSS”) for projects identified in the Jackson Municipal Airport Authority’s (“JMAA”) Capital Improvement Program (“CIP”) and JMAA’s Strategic Plan 2021 (“Strategic Plan”); and (ii) the contract term extension of two (2) years through November 7, 2020 is approved; and

**IT IS, THEREFORE, FURTHER RESOLVED** that the services are for projects at the Jackson-Medgar Wiley Evers International Airport (“JAN”) and Hawkins Field Airport (“HKS”); and

**IT IS, THEREFORE, FURTHER RESOLVED** that the previously approved contract amount not to exceed \$3,810,066.00 will not increase; and

**IT IS, THEREFORE, FURTHER RESOLVED** that Kimley-Horn will continue to be supported by Waggoner Engineering, Inc. (a Jackson-based engineering and planning services firm), JBHM Architecture (a Tupelo-based multidiscipline design firm), AJA Management and Technical Services, Inc. (a Jackson-based certified Disadvantaged Business Enterprise [“DBE”] providing Construction Inspection Services), Faith Group, LLC (a woman-owned certified DBE specializing in the planning and design of security, safety and IT systems), Advanced Environmental Consultants (a Jackson-based, woman-owned DBE firm specializing in environmental regulation and remediation), and Connico, Inc. (a certified DBE firm specializing in cost estimating, scheduling, and project management); and

**IT IS, THEREFORE, FURTHER RESOLVED** that the Board finds that such requests are fully explained in the Memorandum dated July 23, 2018, found at pages 51-53 of the Meeting Packet.

Yeas: Bernard, Henley, Reed

Nays: Wright

Abstentions: Harris

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3. *Perimeter Service Road Rehabilitation Project, JAN: Authorization to Award the Professional Services Contract; and Approval of the Budget for this Phase of the Project (Neel-Schaffer, Inc.).....Page 54*

**RESOLUTION CY-2018-106**

**RESOLUTION GRANTING AUTHORITY TO AWARD A PROFESSIONAL SERVICE CONTRACT TO NEEL-SCHAFFER, INC. FOR ENGINEERING DESIGN AND CONSTRUCTION OVERSIGHT PROFESSIONAL SERVICES IN CONNECTION WITH THE PERIMETER SERVICE ROAD REHABILITATION PROJECT**

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

**WHEREAS**, the Board has considered the request of Staff for authority to award the contract for engineering design and construction oversight professional services in connection with the Perimeter Service Road Rehabilitation Project at Jackson-Medgar Wiley Evers International Airport (“JAN”) to Neel-Schaffer, Inc. of Jackson, Mississippi (“Neel-Schaffer”) for fees, plus a contingency amount, not to exceed \$342,000.00; and

**WHEREAS**, the Statement of Qualifications submitted by Neel-Schaffer received the highest score of the six (6) Statements of Qualifications received by JMAA, and Neel-Schaffer is JMAA Staff’s preferred consultant; and

**WHEREAS**, Myriad Engineering Solutions, LLC, a Mississippi LLC, headquartered in Terry MS, and Certified Minority Business Enterprise (“MBE”) shall be a subcontractor on the project providing design assistance for drainage improvements and shall receive ten and four-tenths percent (10.4%) of the amount paid to Neel-Schaffer pursuant to the agreement.

**WHEREAS**, Crown Engineering, PLLC, a Mississippi LLC, headquartered in Madison, MS, and Certified MBE shall be a subcontractor providing construction administration, and shall receive thirty-two and six-tenths percent (32.6%) of the amount paid to Neel-Schaffer pursuant to the agreement; and

**WHEREAS**, the Board finds that such requests, which are explained in the Memorandum dated July 23, 2018, at pages 54-57 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that Staff is authorized to award the contract for engineering design and construction oversight professional services in connection with the Perimeter Service Road Rehabilitation Project at Jackson-Medgar Wiley Evers International

Airport (“JAN”) to Neel-Schaffer, Inc. of Jackson, Mississippi (“Neel-Schaffer”) for fees, plus a contingency amount, not to exceed \$342,000.00; and

**IT IS, THEREFORE, FURTHER RESOLVED** that Myriad Engineering Solutions, LLC, a Mississippi LLC, headquartered in Terry, MS, and Certified Minority Business Enterprise (“MBE”) shall be a subcontractor on the project providing design assistance for drainage improvements and shall receive ten and four-tenths percent (10.4%) of the amount paid to Neel-Schaffer.

**IT IS, THEREFORE, FURTHER RESOLVED** that Crown Engineering, PLLC, a Mississippi LLC, headquartered in Madison, MS, and Certified MBE shall be a subcontractor on the project, providing construction administration, and shall receive thirty-two and six tenths percent (32.6%) of the amount paid to Neel-Schaffer pursuant to the agreement; and

**IT IS, THEREFORE, FURTHER RESOLVED** that the Board finds that such request are fully explained in the Memorandum dated July 23, 2018, at pages 54-57 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Reed, Wright

Nays: None

Abstentions: None

July 23, 2018

**4. *Recommendation of Alternative Professional Services Vendor, JAN: Authorization to Execute a Professional Services Agreement and to Replace the Incumbent Professional Services Operator (Jacobsen Daniels).....Page 58***

Mr. Darryl Daniels, of Jacobsen Daniels, introduced himself to the Board and expressed appreciation for the opportunity to provide food and beverage concessions at the Jackson-Medgar Wiley Evers International Airport.

**RESOLUTION CY-2018-107**

**RESOLUTION GRANTING AUTHORITY TO: (I) EXECUTE A PROFESSIONAL SERVICE AGREEMENT WITH JACOBSEN DANIELS FOR FOOD AND BEVERAGE CONCESSIONS AT JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT (“JAN”); AND (II) PROCEED WITH THE TERMINATION AND REPLACEMENT OF THE CURRENT FOOD AND BEVERAGE CONCESSIONS PROFESSIONAL SERVICES OPERATOR**

Upon motion by Commissioner Reed, seconded by Vice Chairman Harris, the following **RESOLUTION** was made and unanimously approved.

**WHEREAS**, the Board has considered Staff’s recommendation of Jacobsen Daniels (JD) as an alternative food and beverage professional services operator and requests for Board

authority to execute, after review by JMAA's Legal Counsel, a Professional Services Agreement ("Agreement") with JD for Food and Beverage concessions at JAN; and

**WHEREAS**, the Board has also considered Staff's request for authority to proceed with the termination notification to, and replacement of the present food and beverage concessions professional services operator; and

**WHEREAS**, the base terms of the Agreement with JD will be for ten (10) years, and JD will pay a Minimum Annual Guarantee ("MAG") amount of \$120,000.00 or nine percent (9%) of gross sales as rent, whichever is greater, to JMAA, and JD will make a minimum capital investment of \$1,000,000.00; and

**WHEREAS**, JD proposes to partner with local City of Jackson operators and provide a range of options that highlights the Jackson Community and delivers a "**SENSE OF PLACE PROGRAM**" consisting of the following locally themed facilities:

1. Farish Street Market - Casual food and beverages;
2. Mississippi Blues and Tap Bar;
3. Capital City Tavern - Bar; and
4. Cup O' Joe-Coffee/Bakery Concept; and

**WHEREAS**, the Board finds that such requests, which are explained in the Memorandum dated July 23, 2018, found at pages 58-59 of the Meeting Packet, ought to be granted.

**IT IS, THEREFORE, RESOLVED** that the Board accepts Staff's recommendation of Jacobsen Daniels (JD) as an alternative food and beverage concessions professional services operator and authorizes Staff, after review by JMAA's Legal Counsel, to execute a Professional Services Agreement ("Agreement") with JD for Food and Beverage concessions at JAN; and

**IT IS, THEREFORE, FURTHER RESOLVED** that Staff is authorized to proceed with the termination notification to, and replacement of the present food and beverage concessions professional services operator; and

**IT IS, THEREFORE, FURTHER RESOLVED** that the base terms of the Agreement with JD will be for ten (10) years and JD will pay a Minimum Annual Guarantee ("MAG") amount of \$120,000.00 or nine percent (9%) of gross sales as rent, whichever is greater, to JMAA, and will make a minimum capital investment of \$1,000,000.00; and

**IT IS, THEREFORE, FURTHER RESOLVED** that JD shall partner with local City of Jackson operators and provide a range of options that highlights the Jackson Community and delivers a "**SENSE OF PLACE PROGRAM**," consisting of the following locally themed facilities:

1. Farish Street Market - Casual food and beverages;

2. Mississippi Blues and Tap Bar;
3. Capital City Tavern - Bar; and
4. Cup O' Joe-Coffee/Bakery Concept; and

**IT IS, THEREFORE, FURTHER RESOLVED** that the Board finds that such requests are fully explained in the Memorandum dated July 23, 2018, found at pages 58-59 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Reed, Wright

Nays: None

Abstentions: None

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Next, the Board returned to the Fiscal Year 2019 Operating and Maintenance Budget and Fiscal Year 2019 Capital Budget Agenda topics. The Board Memo regarding 2019 Budgets is located on Pages 43 and 44 of the Packet.

Chairman Pastor Henley addressed the Board and referenced the inclusion of an in-house legal department/counsel in JMAA's FY2019 O&M Budget. He stated that the Board should consider delaying authorizing the budget for an in-house legal department as the Board does not have enough information as to whom the in-house counsel would report to, the in-house counsel's duties and responsibilities, as well as the delegating of duties between the in-house counsel and JMAA Board Counsel.

In response, Vice Chairman Commissioner Harris stated that the Board previously decided that the in-house counsel will report to the Chief Executive Officer. She added that hiring in-house counsel is not new to the aviation industry, and there exist materials as to establishing an in-house legal department.

Next, Commissioner LTC(R) Wright commented that he would like to understand how the in-house legal department is going to operate before proceeding with authorizing an in-house legal department.

Commissioner Reed then asked Mr. Newman, CEO, if a plan is developed as to the in-house legal department. In response, Mr. Newman informed the Board that by September 2018 JMAA Staff will be ready to go with the in-house legal department.

#### **RESOLUTION CY-2018-108**

#### **RESOLUTION APPROVING AND ADOPTING THE 2019 FISCAL YEAR OPERATING AND MAINTENANCE BUDGET AND THE FISCAL YEAR 2019 CAPITAL BUDGET**

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

**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 2019 Operating & Maintenance Budget; and (ii) the Fiscal Year 2019 Capital Budget, contained in the FY 2019 Budget Presentation Booklet entitled "JMAA Fiscal Year 2019 Annual Budgets," which was distributed to the Board prior to the July 23, 2018, Board Meeting. Said FY 2019 Budgets, contained in said FY 2019 Budget Presentation Booklet, contain the changes requested by the Commissioners during the July 12, 2018, Special Meeting and the July 19, 2018, Work Session.; and

**WHEREAS**, the key elements of the proposed Operating & Maintenance Budget in Fiscal Year 2019 and Primary Funding Sources for Capital Expenditures are contained in the Memorandum dated July 23, 2018, at pages 43-44 of the Meeting Packet.

**IT IS THEREFORE, RESOLVED** that the Board hereby adopts and approves: (i) the Fiscal Year 2019 Operating & Maintenance Budget; and (ii) the Fiscal Year 2019 Capital Budget, contained in the FY 2019 Budget Presentation Booklet entitled "JMAA Fiscal Year 2019 Annual Budgets," which was distributed to the Board prior to the July 23, 2018 Board Meeting; and

**IT IS THEREFORE, FURTHER RESOLVED** that the key elements of the proposed Operating & Maintenance Budget for Fiscal Year 2019 and Primary Funding Sources for Capital Expenditures estimated to be undertaken in Fiscal Year 2019 are contained in the Board Memorandum dated July 23, 2018, at pages 43-44 of the Meeting Packet.

Yeas: Bernard, Harris, Reed

Nays: Henley, Wright

Abstentions: None

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After the resolution passed, Commissioner LTC(R) Wright confirmed with the Staff that a Standard Operation Procedure (SOP) or some information as to the operations of the in-house legal department will be provided to the Commissioners.

**E. Grants**

None.

**F. Other Matters**

None.

**OPEN SESSION**

Chairman Pastor Henley stated that it was necessary for the Board to enter Closed Session to determine if an Executive Session is appropriate and that he would entertain a motion to do so. Vice Chairman Harris then moved that the Board go into a Closed Session to discuss whether to go into an Executive Session to consider matters that she believed could be discussed in Executive Session and Commissioner LTC(R) Wright seconded the motion.

The Board unanimously resolved to close the Meeting. Chairman Pastor Henley asked all, except Mr. Carl Newman, CEO, Mr. Perry Miller, COO, attorneys from Walker Group, PC, and The May Law Firm, 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 5:01 p.m.

Pursuant to the Bylaw provisions regarding Commissioners participation in Closed and Executive Session by telephone, Chairman Pastor Henley asked Commissioner Bernard the questions contained in the Bylaws. In response to those questions, Commissioner Bernard stated the following:

- i. that the device that he was using to participate in the July 23, 2018, Meeting of the Board of Commissioners does not potentially allow persons other than him to hear the Meeting's proceedings;
- ii. that in the location where he is participating in the July 23, 2018, Meeting of the Board of Commissioners, no other person is able to hear any of the Board Meeting's proceedings;
- iii. that neither he nor any other person or entity is currently or will be recording the Executive Session; and
- iv. that he will immediately inform the other Commissioners participating in the Board Meeting if any of the above matters, affirmed by him, cease to exist during the course of the Executive Session and, in the event that occurs, he shall immediately terminate his participation in the Executive Session by disconnecting the device that he is using to participate in the Meeting of the Board of Commissioners.

### **CLOSED SESSION**

Vice Chairman Harris then moved that the Board enter Executive Session to discuss one (1) pending litigation matter, Jackson Municipal Airport Authority, Et Al. v Governor Phil Bryant, Et Al. and one (1) potential litigation matter regarding a contract. Commissioner Reed 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 5:08 p.m.



## **OPEN SESSION**

Chairman Pastor Henley then invited all persons outside the room to re-enter, some did. Chairman Pastor Henley then stated in Open Session that the Board, during Closed Session, voted to enter Executive Session to discuss one (1) pending litigation matter, Jackson Municipal Airport Authority, Et Al. v Governor Phil Bryant, Et Al. and one (1) potential litigation matter regarding a contract.

Chairman Pastor Henley asked all present, except Mr. Carl Newman, CEO, Mr. Perry Miller, COO, attorneys from Walker Group, PC, and The May Law Firm, to vacate the room.

The Board went into Executive Session at 5:09 p.m.

## **EXECUTIVE SESSION**

During the Executive Session, the Board discussed one (1) pending litigation matter, Jackson Municipal Airport Authority, Et Al. v Governor Phil Bryant, Et Al. and one (1) potential litigation matter regarding a contract.

1. ***The Board took no action as to the one (1) pending litigation matter, Jackson Municipal Airport Authority, Et Al. v Governor Phil Bryant, Et Al.***
2. ***The Board took no action as to the one (1) potential litigation matter regarding a contract.***

Upon motion by Commissioner LTC(R) Wright, seconded by Vice Chairman Harris, and unanimous approval of the Commissioners, the Executive Session ended at 5:30 p.m.

Open Session reconvened at 5:31 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.

Chairman Pastor Henley announced that the meeting was once again open. He then announced that during Executive Session no actions were taken as to one (1) pending litigation matter, Jackson Municipal Airport Authority, Et Al. v Governor Phil Bryant, Et Al. and one (1) potential litigation matter regarding a contract.

### **G. New Business**

1. ***Authorization to Set Certain Fees for the Public Parking Areas at JAN.***

## **RESOLUTION CY-2018-109**

### **RESOLUTION AUTHORIZING STAFF OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY("JMAA") TO SET CERTAIN FEES FOR THE PUBLIC PARKING**

**AREAS AT JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT  
("JAN")**

Upon motion by Commissioner Reed, seconded by Commissioner LTC(R) Wright, the following **RESOLUTION** was made and unanimously approved.

**WHEREAS**, Section 61-3-15(e), Miss. Code of 1972, as amended, directs the Board of Commissioners of JMAA to operate and regulate JAN;

**WHEREAS**, Section 61-3-15 (c), Miss. Code of 1972, as amended, directs the Board of Commissioners of JMAA to specify the duties of the staff members of JMAA;

**WHEREAS**, the Board approved the following maximum daily rates for the following public parking areas at JAN during fiscal year 2019: (i) long-term lot: \$10; (ii) surface lot: \$14; (iii) parking garage: \$16.

**WHEREAS**, the Board authorizes the staff of JMAA to set rates for parking for time periods less than a full day in the parking areas at JAN not-to-exceed the above-stated maximum daily rates.

**IT IS, THEREFORE, RESOLVED** that during FY 2019 the staff of JMAA is authorized to set the rates for the parking areas at JAN for periods of time less than one day at rates not-to-exceed the following maximum daily rates for the following parking areas at JAN: (i) long-term lot: \$10; (ii) surface lot: \$14; (iii) parking garage: \$16

Yeas: Bernard, Harris, Henley, Reed, Wright

Nays: None

Abstentions: None

July 23, 2018

**2. *Hawkins Field Terminal Restroom Renovation Project***

Next, Commissioner Reed addressed the Board and stated her concerns with the budget amount for the Hawkins Field Terminal Restroom Renovation Project.

The Board of Commissioners, along with Mr. Newman, CEO, then held discussion as to the project as well as the costs. Some of the salient points of that discussion are stated below.

Mr. Newman informed the Board if a Fixed Based Operator ("FBO") begins operating at Hawkins Field Airport (HKS), the FBO possibly will change the new bathrooms installed by JMAA.

Commissioner Reed then stated that she is reluctant to authorize the amount of the project budget for the HKS restroom renovation project. She asked if the Board would consider delaying the project to begin at a later date in order to revisit the project.

Then Commissioner LTC(R) Wright asked for a description of the proposed \$300,000.00 bathrooms. He stated that he agrees with the suggestion to delay the project.

Next, Chairman Pastor Henley stated that he is in favor of proceeding with the Hawkins Field Terminal Restroom Renovation Project previously approved by the Board unanimously. He added that he would like the project to proceed because he is a City of Jackson, MS resident and the upgraded restrooms will benefit the City of Jackson. Further, he stated that if facilities at Hawkins Field are upgraded, more people and groups will use it for activities and events.

Chairman Pastor Henley also stated that the rationale that the traffic at Hawkins Field has not increased; therefore, restroom renovations should not be done is faulty. Additionally, he stated that this rationale was not followed regarding the decision to authorize restroom improvements at JAN. This is because there has been no increase in passengers at JAN, but the restroom improvement project at JAN is moving forward. Continuing, he stated that “improved restrooms will increase passenger traffic at JAN” was the rationale supporting the Board’s decision to improve the restrooms at JAN. Likewise, he submitted, an investment in upgrades at HKS will attract more customers to Hawkins.

Chairman Pastor Henley said that at HKS, there is no investment as to improvements. Instead, the Board is taking money away from HKS and giving it to JAN. As a result, no one is using the HKS facility events, etc. because of the substandard restrooms and other facilities.

In response, Commissioner Reed stated that she is not against HKS, but wants to be cognizant of the funds being spent and how they are spent. She added that the Board should be prioritizing the funds being spent for HKS.

#### **RESOLUTION CY-2018-110**

#### **RESOLUTION DIRECTING JMAA STAFF TO SUSPEND THE WORK IN PROGRESS AS TO THE HAWKINS FIELD TERMINAL RESTROOM RENOVATION PROJECT**

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

**WHEREAS**, the Board of Commissioners have deliberated on the current state of the Hawkins Field Terminal Restroom Renovation Project and the budget costs related thereto; and

**WHEREAS**, the Board has considered whether to direct JMAA Staff to suspend the current work in progress as to the Hawkins Field Terminal Restroom Renovation Project.

**IT IS, THEREFORE, RESOLVED** that JMAA Staff shall suspend the current work in progress as to the Hawkins Field Terminal Restroom Renovation Project; and

**IT IS, THEREFORE, FURTHER RESOLVED** that the current work in progress as to the Hawkins Field Terminal Restroom Renovation Project shall remain suspended until further direction is provided by the JMAA Board of Commissioners.

Yeas: Bernard, Harris, Reed, Wright

Nays: Henley

Abstentions: None

July 23, 2018

**3. *Commissioner Lee A. Bernard Jr.'s Travel to and Participation in the CONGRESSIONAL BLACK CAUCUS INSTITUTE CBCI 2017 Mississippi Policy Conference***

**RESOLUTION CY-2018-111**

**RESOLUTION APPROVING THE TRAVEL TO AND PARTICIPATION OF COMMISSIONER LEE A. BERNARD JR. IN THE 2018 MISSISSIPPI POLICY CONFERENCE IN TUNICA, AUGUST 9-12, 2018**

Upon motion by Vice Chairman Harris, seconded by Commissioner Reed, the following **RESOLUTION** was made and unanimously approved.

**WHEREAS**, the Congressional Black Caucus Institute's "CBCI 2018 Mississippi Policy Conference" brings together community leaders, state and local elected officials, private sector leaders, labor leaders, academics, and government officials for policy sessions, and in-depth discussions concerning many issues of importance to Jackson Municipal Airport Authority ("JMAA"); and

**WHEREAS**, the Policy Conference will offer: (i) a three (3)-day format that centers around six (6) core policy areas, including healthcare, small business development, political participation, infrastructure, education, and community justice; (ii) multiple policy sessions and workshops are strategically structured to elicit diverse thoughts on issues that impact the quality of life for minority communities; and (iii) an opportunity for the Commissioner Lee A. Bernard, Jr., to discuss issues of importance to JMAA with U.S. Congress Members, as well as issue area experts, as set forth in the attached conference brochure for the 2018 Policy Conference; and

**WHEREAS**, the objectives of this conference are congruent with many aspects of JMAA's strategic plans and the information gained by participation will further the Commissioners' knowledge of the policy areas and will be used to help improve quality decision making for the benefits of JMAA and JMAA's constituents; and

**WHEREAS**, the Board of Commissioners of JMAA recommends, approves, and authorizes the travel, lodging, and related expenses for Commissioner Lee A. Bernard, Jr., to attend and

participate in the 2018 Mississippi Policy Conference, August 9-12, 2018, in Tunica, MS for the reasons cited above; and

**WHEREAS**, the current Travel Policy for the Board (“Travel Policy”) requires that travel to a meeting or conference sponsored by an organization other than the Airport Council International-North America, Airport Minority Council, or the American Association of Airport Executives be pre-approved by the Board; and

**WHEREAS**, Commissioner Lee A. Bernard, Jr., previously requested to attend the 2018 Mississippi Policy Conference, August 9-12, 2018, in Tunica, MS, and gave to JMAA Staff the attached conference brochure; and

**WHEREAS**, based on the above, the Board of Commissioners finds that it will be extremely beneficial to the Authority for Commissioner Lee A. Bernard, Jr., to attend and participate in the 2018 Mississippi Policy Conference, August 9-12, 2018, in Tunica, MS.

**NOW, THEREFORE, BE IT RESOLVED**, the Board hereby: (i) finds and determines that travel to and participation by Commissioner Lee A. Bernard, Jr., in the 2018 Mississippi Policy Conference, August 9-12, 2018, Tunica, MS, will be extremely beneficial to JMAA for the reasons cited above; and (ii) approves and authorizes payment and reimbursement for travel, lodging, and related expenses for Commissioner Lee A. Bernard, Jr., to attend and participate in the 2018 Mississippi Policy Conference as described above, all in accordance with the Travel Policy of JMAA.

Yeas: Bernard, Harris, Henley, Reed, Wright

Nays: None

Abstentions: None

July 23, 2018

**4. *Update on Interlocal Agreement with City of Jackson.***

Next, Mr. Newman provided an update as to the status of the interlocal agreement with the City of Jackson, MS concerning City of Jackson Fire Station 20. He stated that currently, he is communicating with the City of Jackson, and the Federal Aviation Administration (“FAA”) is still in the process of reviewing the proposed City of Jackson and JMAA agreement. Also, Mr. Newman informed the Board that he will meet with the FAA to discuss the proposed agreement next week.

Commissioner LTC(R) Wright requested that Mr. Newman keep him informed of the status of the agreement with the City of Jackson, MS, as to Fire Station 20.

**5. *Hawkins Field Entrance Road Bridge***

Commissioner LTC(R) Wright asked if the five (5) ton weight limit of the current Hawkins Field entrance road bridge will be increased during the repair of it. Darion Warren stated that the rebuilt

bridge will have the same weight limit as the current bridge.

**6. Motion to Fund Hawkins Field Terminal Restroom Renovation Project**

Chairman Pastor Henley stated that according to the compensation study conducted by JMAA, all JMAA employees are paid in accordance with the market rate. He then moved that JMAA utilize the funds budgeted for merit-based raises to some JMAA employees to fund the Hawkins Field Terminal Restroom Renovation Project. No Commissioner “seconded” Chairman Pastor Henley’s motion. The Motion died for the lack of a second.

**VIII. ADJOURNMENT**

Thereafter, it was moved by Commissioner Reed, seconded by Vice Chairman Harris, and resolved by a majority vote of the Commissioners 3-0-2 (Chairman Pastor Henley and Commissioner Wright Abstained) present that the meeting of the Board was ADJOURNED at 5:58 p.m.

Respectfully submitted,

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

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Ms. LaWanda D. Harris, Commissioner and Vice Chairman

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Ms. Evelyn O. Reed, Commissioner

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Mr. Lee A. Bernard, Jr., Commissioner

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LTC(R) Lucius Wright, Commissioner