

**REGULAR BOARD MEETING OF JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS
JULY 26, 2021**

MINUTES

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

Pursuant to proper notice, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority" or "JMAA") convened its Board Meeting in the Community Room of the Jackson-Medgar Wiley Evers International Airport ("JAN") in Jackson, Mississippi at 4:00 p.m. on Monday, July 26, 2021. A copy of the Board Meeting Notice is attached as Exhibit "A" hereto.

Chairman Robert E. Martin presided, called the Meeting to order at 4:00 p.m. and called the roll of Commissioners.

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

Robert E. Martin, Chairman
LaWanda D. Harris, Vice-Chairwoman
LTC(R) Lucius Wright, Commissioner

Chairman Martin announced that a quorum was present at the Board Meeting and the Meeting would proceed with a discussion of the agenda (the "Agenda") for the Board Meeting. The following other persons were also present at the Meeting:

Paul A. Brown, Chief Executive Officer of the JMAA
Steven G. Williams, Esq., Legal Officer of the JMAA
And persons listed on the Sign-in Sheet for the July 26, 2021 Meeting, Exhibit "B" hereto.

II. INVOCATION

Mr. Brown gave the Invocation.

III. APPROVAL OF BOARD NOTICES

- A. Notice of Regular Work Session Meeting, Thursday July 22, 2021, at 8:30 a.m. at JAN.
- B. Notice of Regular Board Meeting, Monday, July 26, 2021, 4:00 p.m. at JAN.

After review and discussion, and upon motion made by Commissioner Wright and seconded by Vice-Chairwoman Harris, the Board voted by unanimous vote 3-0 the Board Notices described above.

Yeas: Martin, Harris, Wright
Nays: None
Abstentions: None

July 26, 2021

IV. APPROVAL AND EXECUTION OF MINUTES

- A. Board of Commissioners Regular Scheduled Monthly Work Session, Thursday, June 24, 2021, at 8:30 a.m. at Jackson-Medgar Wiley Evers International Airport.
- B. Board of Commissioners Regular Scheduled Monthly Board Meeting, Monday, June 28, 2021, at 4:00 p.m. at Jackson-Medgar Wiley Evers International Airport.

After discussion and review, and upon the motion made by Commissioner Wright and seconded by Vice Chairwoman Harris, the Minutes of the (i) June 24, 2021 Regular Work Session; and (ii) June 28, 2021 Regular Board Meeting were approved by a unanimous vote of the Commissioners.

Yeas: Martin, Harris, Wright
Nays: None
Abstentions: None

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V. PUBLIC COMMENTS

None.

VI. REPORTS

A. Report from the Chief Executive Officer

1. Airport Project Manager Summary, Period ending June 30, 2021. Mr. Brown updated the Board. There were no questions.
2. Airport Activity Statistics Report, Period Ending May 31, 2021. Mr. Brown stated that aircraft operations and passenger traffic levels were up significantly over last year, and even the prior month of May. There were no questions.
3. Disadvantaged Business Enterprise Report. Brown stated that the percentage of participation was up. There were no questions.
4. Staff Reports. Chief Commercial Officer Von Anderson spoke and said that he and Property Manager Jerone Benjamin would present later in the meeting.
5. Consultant Reports – None.

C. Attorney

None.

VII. ACTION ITEMS

1. Financial Matters

a. Balance Sheet:

Mr. Brown directed the Board's attention to the Balance Sheet for June 2021, which was included in the July 26, 2021, Regular Board Meeting Packet and was discussed at the July 22, 2021 Work Session. There were no additional questions. Mr. Brown recommended the Board accept the Balance Sheet for June 2021.

Upon the motion made by Commissioner Wright and seconded by Vice Chairwoman Harris, the Board voted unanimously 3-0 to accept the Balance Sheet for June, 2021.

Yeas: Martin, Harris, Wright

Nays: None

Abstentions: None

July 26, 2021

b. Income Statement:

Next, Mr. Brown directed the Board's attention to the Income Statement for June 2020, which was included in the July 26, 2021, Regular Board Meeting Packet and was discussed at the July 22, 2021, Work Session. There were no additional questions. Mr. Brown then recommended that the Board accept the Income Statement for June 2021.

Upon the motion made by Commissioner Wright and seconded by Vice Chairwoman Harris, the Income Statement for June 2021 was accepted by unanimous vote.

Yeas: Martin, Harris, Wright

Nays: None

Abstentions: None

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c. Claims Docket:

Next, Mr. Brown directed the Board's attention to the Claims Docket for June 2020, which was included in the July 26, 2021, Regular Board Meeting Packet and was discussed at the July 22, 2021 Work Session. There were no additional questions. Mr. Brown then requested that the Board adopt a Resolution approving the Claims Docket for June 2020.

Upon the motion made by Vice Chairwoman Harris and seconded by Commissioner Wright, the Claims Docket was approved by unanimous vote.

Yeas: Martin, Harris, Wright

Nays: None

Abstentions: None

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d. *Quarterly Report*

Next, Mr. Brown directed the Board's attention to the Quarterly Report for June 2020, which was included in the July 26, 2021, Regular Board Meeting Packet and was discussed at the July 22, 2021 Work Session. The Board took no action regarding the Quarterly Report.

B. Construction Projects

- 1. *Passenger Boarding Bridge Replacement at Aircraft Gate 2 JAN: (i) advertise for a Request for Bid ("RFB") for construction services for the Passenger Boarding Bridge Replacement ("PBB") at Aircraft Gate 2 Project at Jackson-Medgar Wiley Evers International Airport ("JAN") and, (ii) approve a budget not-to-exceed \$1,681,112.33***

Vice Chairwoman Harris moved that the JMAA Board: (i) advertise for a Request for Bid ("RFB") for construction services for the Passenger Boarding Bridge Replacement ("PBB") at Aircraft Gate 2 Project at Jackson-Medgar Wiley Evers International Airport ("JAN") and, (ii) approve a budget not-to-exceed \$1,681,112.33.

Upon the motion made by Vice Chairwoman Harris and seconded by Commissioner Wright, the motion was approved by unanimous vote.

Yeas: Martin, Harris, Wright

Nays: None

Abstentions: None

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C. Procurements

None.

D. Service Agreements

1. ***On-Call Maintenance Services for Airport Passenger Boarding Bridges at JAN: (i) award a professional services contract for the On-Call Maintenance Services for Airport Passenger Boarding Bridges at Jackson-Medgar Wiley Evers International Airport ("JAN"), to AERO Bridge Works, Inc. in the amount of not-to-exceed \$100,000.00, and (ii) negotiate and execute a professional services agreement upon JMAA legal counsel's review.***

Mr. Brown said to the Board that the proposed On-Call Maintenance Services agreement would speed up the response time on service calls by reducing the wait time for contract execution, improving JMAA's customer service to the airlines and to the passengers who fly them. This action will also provide JMAA staff the time to train and certify internal maintenance staff to be able to perform routine preventative maintenance in the future.

Vice Chairwoman Harris moved that the JMAA Board: (i) award a professional services contract for the On-Call Maintenance Services for Airport Passenger Boarding Bridges at JAN to AERO Bridge Works, Inc. in the amount not-to-exceed \$100,000.00, and (ii) negotiate and execute a professional services agreement upon JMAA legal counsel's review. The motion was seconded by Commissioner Wright. The Board made the following Resolution which was approved by unanimous vote.

Yeas: Martin, Harris, Wright

Nays: None

Abstentions: None

E. Grants

1. ***Acceptance of Federal Aviation Administration Grant Offer: (i) accept Airport Improvement Program ("AIP") Grant Project No. 3-28-0038-025-2021 for Hawkins Field Airport for at least \$2,269,192.00; (ii) authorize JMAA's Chief Executive Officer and JMAA's Attorney to execute the Grant Agreements; and (iii) seek and obtain a Resolution from the City Council of Jackson, Mississippi ("COJ") accepting the Grant Offer for a total amount of: \$2,269,192.00.***

Vice Chairwoman Harris moved that the JMAA Board: (i) accept Airport Improvement Program ("AIP") Grant Project No. 3-28-0038-025-2021 for Hawkins Field Airport for at least \$2,269,192.00. The motion was seconded by Commissioner Wright. The Board then made the following Resolution which was approved by unanimous vote. Resolution attached as Exhibit A.

Yeas: Martin, Harris, Wright

Nays: None

Abstentions: None

F. Other Matters

1. *Expert Professional Solutions, LLC contract amendment: (i) amend the professional services agreement with Expert Professional Solutions, LLC ("XPS") to act as project manager (ii) approve of a total amount for the amendment not-to-exceed 126 hours @ \$186.50/hour and (iii) augment XPS's contract scope to include Hawkins Field Airport.*

Mr. Brown said to the Board that the proposed amendment would be used to augment the project scope for XPS, allowing them to conduct improvements at Hawkins Field Airport ("HKS"). This project will include extending the existing network infrastructure at Hawkins to include the airport perimeter and/or the use of Cellular/Wireless Routers at the gate locations to provide secure connectivity to the JAN Network, utilizing tools such as Digicom routers and Digi Secure Cloud Service. Mr. Brown also indicated that his project is in the planning phases.

Commissioner Wright called for a motion to grant authorization to JMAA Staff to (i) amend the professional services agreement with Expert Professional Solutions, LLC ("XPS") to act as project manager (ii) approve of a total amount for the amendment not-to-exceed 126 hours @ \$186.50/hour and (iii) augment XPS's contract scope to include Hawkins Field Airport. The motion was seconded by Vice Chairwoman Harris. The motion was approved by unanimous vote.

Yeas: Martin, Harris, Wright

Nays: None

Abstentions: None

G. New Business

None.

OPEN SESSION

At 4:25 p.m. Harris moved that the Board go into Closed Session in anticipation of going into Executive Session to discuss a litigation matter and a personnel matter. Commissioner Wright seconded the motion. The motion was passed unanimously, and the Board went into Closed Session. Chairman Martin asked all, except CEO Paul A. Brown and Attorney Steven Williams, to vacate the room. In addition, all persons attending the meeting telephonically or via video conference were disconnected from the meeting.

All present, with the exceptions noted, vacated the room.

CLOSED SESSION

After a discussion regarding the matters proposed to be discussed in Executive Session, Vice Chairwoman Harris moved that the Board enter Executive Session to consider: (1) a litigation matter, and (2) a personnel matter regarding Award Management system registration. Commissioner Wright seconded the motion, and the Commissioners resolved to go into Executive Session by a unanimous vote.

Closed session ended at 4:30 pm.

OPEN SESSION

Chairman Martin then invited persons outside the room to re-enter. Chairman Martin stated that the Board, during Closed Session voted to enter Executive Session to discuss (1) a litigation matter, and (2) a personnel matter regarding Award Management system registration. Further, he stated that Chairwoman Harris moved that the Board enter Executive Session, that that motion was seconded by Commissioner Wright, and that the Commissioners resolved to go into Executive Session by a unanimous vote.

Chairman Martin then asked all, except CEO Paul A. Brown and Attorney Steven Williams, to vacate the room.

The Board went into Executive Session at 4:30 pm.

EXECUTIVE SESSION

During the Executive Session, the Board discussed (1) a litigation matter, and (2) a personnel matter regarding Award Management system registration. The Board took no action.

Upon motion by Commissioner Wright, and seconded by Vice Chairwoman Harris, the Commissioners unanimously voted to exit Executive Session.

Executive Session ended at 5:30 pm.

OPEN SESSION

Chairman Martin announced that the meeting was now open, and the public re-entered the room. Telephone and video participation was reconnected.

Open Session reconvened at 5:32 pm.

Chairman Martin announced that, in Executive Session, the Board had discussed a litigation matter, and a personnel matter regarding Award Management system registration. He also stated that the Board took no action.

In Open Session Chief Commercial Officer Von Anderson returned to the podium with Property Manager Jerone Benjamin. Mr. Benjamin offered a partial report on JMAA properties and tenants. Mr. Benjamin also requested permission to return at a later date to present a more complete report.

Mr. Brown announced that the JMAA Employees of the Month were the five (5) members of the JMAA maintenance crew and their supervisor, Mr. Bobby McMurtry.

Chairman Martin commented that the 2021 JMAA Employee Appreciation event was a big success, having been well attended by JMAA employees and their families.

VIII. ADJOURNMENT

Commissioner Wright then made a motion to adjourn the meeting, which was seconded by Vice Chairwoman Harris. The motion to adjourn was passed unanimously.

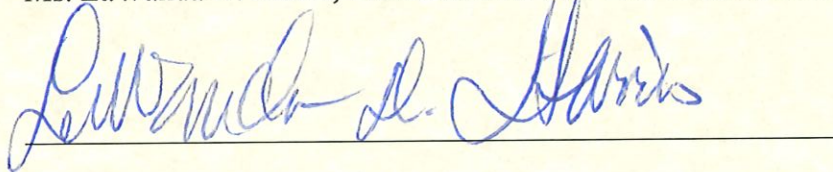
The Board Meeting was ADJOURNED at 5:47 pm.

Respectfully submitted,

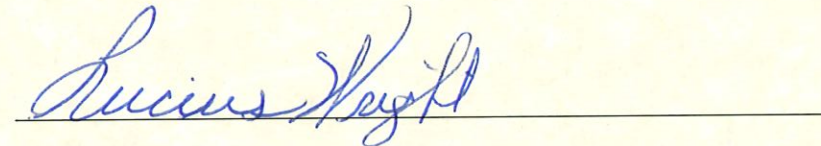
Mr. Robert E. Martin, Commissioner and Chairman

A handwritten signature in blue ink, appearing to read "Robert E. Martin", is written over a horizontal line.

Ms. LaWanda D. Harris, Commissioner and Vice-Chairwoman

A handwritten signature in blue ink, appearing to read "LaWanda D. Harris", is written over a horizontal line.

LTC(R) Lucius Wright, Commissioner

A handwritten signature in blue ink, appearing to read "Lucius Wright", is written over a horizontal line.

RESOLUTION CY-2021-__

RESOLUTION APPROVING AND GRANTING AUTHORIZATION TO ACCEPT AIRPORT IMPROVEMENT PROGRAM GRANT OFFER NO. 3-28-0038-025-2021 FROM THE UNITED STATES DEPARTMENT OF TRANSPORTATION, FEDERAL AVIATION ADMINISTRATION, AND AUTHORIZATION TO SEEK A RESOLUTION FROM THE CITY OF JACKSON, MISSISSIPPI, AS CO-SPONSOR, FOR PURPOSES DIRECTLY RELATED TO THE HAWKINS FIELD AIRPORT UNDER THE AUSPICES OF AIRPORT DEVELOPMENT AND/OR NOISE PROGRAM IMPLEMENTATION

WHEREAS, on or about June 8, 2021, the Jackson Municipal Airport Authority ("JMAA") applied to the United States Department of Transportation, Federal Aviation Administration ("FAA"), for an **AIRPORT IMPROVEMENT PROGRAM ("AIP") GRANT** under the auspices of airport development and/or noise program implementation for purposes directly related to Hawkins Field Airport (the "Airport"); and

WHEREAS, on or about July 13, 2021, the FAA offered to JMAA Grant No. 3-28-0038-025-2021 for one hundred percent (100%) of allowable Design and Construction costs incurred to (a) remove the existing Taxiway Bravo (and the adjacent pavement); and (b) reconfigure Taxiway Bravo to prevent direct access to the runway from the apron at the Airport (the "Project"), in an amount not-to-exceed Two Million, Two Hundred Sixty-Nine Thousand, One Hundred Ninety-Two Dollars (\$2,269,192.00); and

WHEREAS, AIP Grant No. 3-28-0038-025-2021 further provides for maintaining safe and efficient airport operations at the Airport and for any lawful purpose related to the Airport for which the AIP Grant funds may be used; and

WHEREAS, the Board of Commissioners of JMAA (the "Board") has considered the recommendation of Staff that the Board accept AIP Grant No. 3-28-0038-025-2021 to accomplish the Project; and

WHEREAS, the AIP Grant offer is contingent upon both JMAA and the City of Jackson, Mississippi (the "City"), as Co-Sponsors of the Airport, both authorizing their respective representatives to execute the AIP Grant offer and agreement, followed by execution by their respective attorneys of a "Certificate of Sponsor's Attorney," in order for the AIP Grant to be finalized; and

WHEREAS, the Mayor, or his designee, and the City Attorney of the City must have authorization from the City Council of the City to execute the AIP Grant offer and agreement upon the City's acceptance of the AIP Grant offer in order for JMAA to receive the AIP Grant funds; and

WHEREAS, JMAA's Staff is therefore requesting Board authority to seek a resolution from the City Council of the City that provides that the City, as Co-Sponsor

of the Airport: (i) accepts the AIP Grant in an amount not-to-exceed Two Million, Two Hundred Sixty-Nine Thousand, One Hundred Ninety-Two Dollars (\$2,269,192.00); (ii) authorizes the Mayor of the City to execute the AIP Grant offer and agreement; and (iii) authorizes the City Attorney of the City to sign a "Certificate of Sponsor's Attorney," all in accordance with the AIP Grant offer and agreement; and

NOW, IT IS THEREFORE RESOLVED that the Board accepts the AIP Grant to accomplish the Project for one hundred percent (100%) of allowable Project costs, not-to-exceed Two Million, Two Hundred Sixty-Nine Thousand, One Hundred Ninety-Two Dollars (\$2,269,192.00); and

IT IS FURTHER RESOLVED that the AIP Grant funds be used for purposes directly related to the Airport, for which Grant funds may be lawfully used, and not for any purpose not related to the Airport and that funds allocated for the Project not be used for other Airport purposes; and

IT IS FURTHER RESOLVED that Paul A. Brown, JMAA's Chief Executive Officer, or his designee, is hereby authorized to execute the AIP Grant offer and agreement on behalf of JMAA; and

IT IS FURTHER RESOLVED that after legal review, JMAA's Attorney for this matter, John Richard May, Jr., Esq., is hereby authorized to execute the "Certificate of Sponsor's Attorney" on behalf of JMAA, after Paul A. Brown, JMAA's CEO, executes the AIP Grant offer and agreement; and

IT IS FURTHER RESOLVED that JMAA's Staff and its Attorney in this matter are hereby authorized and directed to seek a resolution from the City Council of the City which provides that the City, as Co-Sponsor of the Airport: (i) accepts the AIP Grant in an amount not-to-exceed Two Million, Two Hundred Sixty-Nine Thousand, One Hundred Ninety-Two Dollars (\$2,269,192.00); (ii) authorizes the Mayor of the City, or his designee, to execute the AIP Grant offer and agreement; and (iii) authorizes the City Attorney of the City to sign a "Certificate of Sponsor's Attorney," all as required by the AIP Grant offer and agreement; and

IT IS FURTHER RESOLVED that any and all prior acts performed by JMAA Staff in applying for the AIP Grant are hereby ratified, adopted, and approved by the JMAA Board.

Yeas: _____, _____, _____, _____, _____

Nays: _____

Abstentions: _____