

REGULAR MONTHLY MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
OCTOBER 28, 2013

The Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority” or “JMAA”) met in the Main Terminal Building, Hawkins Field, in Jackson, Mississippi at 4:00 p.m. on Monday, October 28, 2013 (the “Meeting”), pursuant to proper notice.

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

Chair Johnnie P. Patton, R. Ph., presided, called the Meeting to order, and called the roll of Commissioners.

The following Commissioners were present in person at the Meeting.

Johnnie P. Patton, R. Ph., Chair
Dr. Sylvia Stewart, Vice Chair
George E. Irvin, Sr.

Commissioner Glenda Glover was telephonically present and participated in the Meeting by teleconference. Commissioner Glover could hear everyone who spoke during the Meeting, and everyone at the Meeting could hear Commissioner Glover.

Chair Patton noted that a quorum was present as required by the Bylaws, and announced that the Meeting would proceed.

The following other persons were also present at the Meeting.

Dirk Vanderleest, JMAA Chief Executive Officer
René Woodward, JMAA Chief Administrative Officer
Woody Wilson, JMAA Senior Director of Capital Planning
Gary Cohen, JMAA Chief Financial Officer
Kenneth Randolph, JMAA Airport Police Chief
Jack Thomas, JMAA Director of Disadvantaged Business Enterprise
(DBE) and Community Development
William Dickson, JMAA Airport Security Manager
Arnetrius Reed Branson, JMAA Comptroller
Kimberly Farmer, JMAA Administrative Assistant
Karen Hatten, JMAA Procurement Specialist
Glenn Lantrip, JMAA Maintenance Technician
Rhonda Knight, JMAA Human Resources Manager
Liston Sage, JMAA Project Specialist

Joyce Tillman, JMAA Facilities Engineer
Jack Weldy, JMAA Properties Manager
John Bourgeois, Waggoner Engineering, Inc.
Chuck Lott, Neel-Schaffer, Inc.
Alan Moore, Baker Donelson Bearman Caldwell & Berkowitz
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz
Marlena Pickering, Baker Donelson Bearman Caldwell & Berkowitz

II. APPROVAL AND EXECUTION OF MINUTES.

- A. **Open Session and Executive Session of the Special Meeting of the Board of Commissioners, September 26, 2013.**
- B. **Minutes of the Board Work Session, October 24, 2013.**

After discussion, upon motion duly made by Commissioner Irvin, seconded by Commissioner Stewart, and unanimously approved by the affirmative votes of all Commissioners present, the minutes described above were approved as presented and directed to be filed in the appropriate minute book and records of the Authority.

III. PUBLIC COMMENTS.

None.

IV. REPORTS.

- A. **Chief Executive Officer.**
 - 1. ***Airport Project Manager Summary, Period Ending September 30, 2013.***
 - 2. ***Airport Activity Statistics Report, Period Ending September 30, 2013.***

Mr. Vanderleest directed the Board's attention to the Airport Project Manager Summary and the Airport Activity Statistics Report as found in the packet distributed to the Board prior to the Meeting (the "Packet"), and discussed these reports with the Board. A copy of the Packet is attached as an exhibit to the minutes of the Meeting.

- 3. ***Employee and Organizational Recognitions.***
 - a. Employee of the Month, October 2013: Glenn Lantrip, Maintenance Technician, Terminal Maintenance.

Mr. Vanderleest recognized and commended Mr. Lantrip for being named Employee of the Month for October 2013.

- b. Karen Hatten, Procurement Specialist, Human Resources & Administration: 2013 Volunteer of the Year, awarded by Airport Purchasing Group.

Mr. Vanderleest recognized and commended Ms. Hatten for being named 2013 Volunteer of the Year by the Airport Purchasing Group.

- c. Jackson Municipal Airport Authority: Platinum Sponsor Award, 13th Annual Awards Gala, Mississippi Minority Business Alliance.

Mr. Vanderleest informed the Board that the Authority had received a Platinum Sponsor Award for the 13th Annual Awards Gala of the Mississippi Minority Business Alliance.

B. Attorney.

Mr. Moore said the attorneys had nothing to report at this time.

V. ACTION ITEMS.

A. Financial Matters.

1. *Financial Reports for September 2013.*

- a. Balance Sheet: Accept.
- b. Income Statement: Accept.
- c. Claims Docket for September 2013: Approve.
- d. Quarterly Statistics.

Mr. Vanderleest directed the Board's attention to the above referenced financial reports for September 2013, the Claims Docket for September 2013, and the summary of the Fourth Quarter FY2013 statistics, all of which were included in the Packet.

During discussion, Commissioner Irvin and others complimented the staff for their excellence in financial management on behalf of the Authority.

After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Glover, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION ACCEPTING FINANCIAL REPORTS
FOR SEPTEMBER 2013, APPROVING AND
AUTHORIZING PAYMENT OF CLAIMS DOCKET
FOR SEPTEMBER 2013, AND ACCEPTING
QUARTERLY FINANCIAL REPORT**

WHEREAS, the Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority”) has reviewed and considered (i) the Balance Sheet and Income Statement for the Authority for the month and period ending September 30, 2013 (the “Financial Reports”); (ii) the Claims Docket for the Authority for the month of September 2013 (the “Claims”); and (iii) the financial reports for the Fourth Quarter FY2013 (the “Quarterly Report”), each of which was (x) included in the packet distributed to the Board prior to the October 28, 2013, Regular Monthly Meeting of the Board, and (y) incorporated herein by reference;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby (i) accepts the Financial Reports; (ii) approves and authorizes payment of the Claims in the total amount of \$1,745,429.50; and (iii) accepts the Quarterly Report.

B. Service Agreements.

1. *Disadvantaged Business Enterprise Support Services – Goal Setting, JMAA: Authorize Agreement (Colette Holt & Associates).*
2. *JMAA Website Software Services: Approve and Amend Agreements (FlightView, Inc. and Crosstek Solutions, LLC).*
3. *JMAA Contract No. 007-13-119, East Metro Corridor Site Development, JAN: Authorize Amendment (Waggoner Engineering, Inc.).*
4. *JMAA Contract No. 12-002, Airport Radio System and Emergency Telecommunications Recording System, JAN: Authorize Renewal of Agreement (DSS Corporation).*

Mr. Vanderleest directed the Board’s attention to the memoranda in the Packet, which described these matters, and discussed these matters with the Board.

After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Irvin, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION APPROVING AND AUTHORIZING
CERTAIN ACTIONS WITH RESPECT TO CERTAIN
SERVICE AGREEMENTS**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the “Authority”) has recommended that the Board of Commissioners (the “Board”) of the Authority approve and authorize certain actions with respect to certain service agreements identified below, all as more particularly described in certain memoranda (i) included in the packet distributed to the Board prior to the October 28, 2013, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (separately, each a “Memorandum;” collectively, the “Memoranda”); and

WHEREAS, the Board has reviewed the Memoranda and considered the recommendations therein by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, take the following actions:

1. The Board approves and authorizes negotiation and execution of a professional services agreement with Colette Holt & Associates (“Holt”), whereby Holt will assist in establishing standardized methods for setting Disadvantaged Business Enterprise (“DBE”) goals for the Authority under 49 CFR Part 26, with fees for such services not to exceed \$10,000 (the “Holt Agreement”), all as more particularly set out in the Memorandum dated October 18, 2013, which describes this matter, said Holt Agreement to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the Chief Executive Officer of the Authority (the “CEO”), as evidenced by his execution thereof.
2. The Board approves and authorizes negotiation and execution of (i) a service agreement with FlightView, Inc. (“FlightView”) to provide flight status information components for a new marketing website for the Authority, for an initial development fee of \$2,700 and an annual subscription fee of \$3,500 (the “FlightView Agreement”); and (ii) a service agreement with Crosstek Solutions, LLC (“Crosstek”), whereby Crosstek will work with FlightView

to create a dedicated flight services website for use with web browsers, smart phones or tablet devices, for an initial development fee of \$22,000 and an annual subscription fee of \$1,788 (the “Crosstek Agreement”), all as more particularly set out in the Memorandum dated October 15, 2013, which describes this matter, both the FlightView Agreement and Crosstek Agreement to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the CEO, as evidenced by his execution thereof.

3. The Board approves and authorizes negotiation and execution of an addendum to the professional services agreement with Waggoner Engineering, Inc. (“WEI”) to provide engineering and related services in connection with preparation of an application under Entergy’s “Qualified Site Program” to cover certain areas of Authority land along the East Metro Corridor and located on the premises of Jackson-Medgar Wiley Evers International Airport (the “Services”), with fees and expenses for the Services not to exceed \$52,500 (the “WEI Addendum”), all as more particularly set out in the Memorandum dated October 17, 2013, which describes this matter, the WEI Addendum to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the CEO, as evidenced by his execution thereof.
4. The Board approves and authorizes negotiation and execution of a service agreement with DSS Corporation (“DSS”) for general support and repair services to the emergency telecommunications and airport radio system communications recording system, with fees and expenses for such services not to exceed \$4,080 (the “DSS Agreement”), said DSS Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated October 8, 2013, which describes this matter, as may be deemed appropriate by the CEO, as evidenced by his execution thereof.

C. Construction Projects.

1. ***JMAA Project No. 014-11, Airport Security and Access Control Systems Improvements; Premises Distribution System, JAN: Authorize Amendments (Faith Group, LLC; Waggoner Engineering, Inc.; EO Integrated Systems, Inc.).***

2. *JMAA Contract No. 005-13-286-20, Northwest Ramp Repair and Repaving, HKS: Authorize Amendment (Neel-Schaffer, Inc.).*
3. *JMAA Project No. 005-13, Northwest Ramp Repair and Repaving, HKS: Award Contract (Socrates Garrett Enterprises, Inc.).*
4. *JMAA Contract No. 021-12-048, Reconstruction of Former Catering Kitchen and Delta Airlines Flight Operations Area, JAN: Approve Change Order No. 1 (Harris Constructors, Inc.).*

Mr. Vanderleest directed the Board's attention to the memoranda in the Packet, which described these matters, and discussed these matters with the Board.

After discussion, upon motion duly made by Commissioner Irvin, seconded by Commissioner Stewart, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION APPROVING AND AUTHORIZING
CERTAIN ACTIONS WITH RESPECT TO CERTAIN
CONSTRUCTION PROJECTS**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the "Authority") has recommended that the Board of Commissioners (the "Board") of the Authority approve and authorize certain actions with respect to certain construction projects identified below, all as more particularly described in certain memoranda (i) included in the packet distributed to the Board prior to the October 28, 2013, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (separately, each a "Memorandum;" collectively, the "Memoranda"); and

WHEREAS, the Board has reviewed the Memoranda and considered the recommendations therein by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, take the following actions:

1. The Board approves and authorizes (i) negotiation and execution of an amendment to the professional services agreement with Faith Group, LLC ("Faith"), pursuant to which Faith will provide additional design and construction engineering services in connection with the Airport

Security and Access Control Systems Improvements and Premises Distribution System project (JMAA Project No. 014-11) (the “ACS/PDS Project”), the cost of said additional services not to exceed \$90,650 (the “Faith Amendment”); negotiation and execution of an amendment to the professional services agreement with Waggoner Engineering, Inc. (“WEI”), pursuant to which WEI will provide additional structural engineering services in connection with the ACS/PDS Project, the cost of said additional services not to exceed \$7,000 (the “WEI Amendment”); (iii) negotiation, execution and accomplishment of a change order to JMAA Contract No. 014-11-091 with EO Integrated Systems, Inc. (“EOIS”) to provide coordination and support services, with fees not to exceed \$20,000 (the “EOIS Change Order”); and (iv) an increase in the ACS/PDS Project budget for all additional services of \$117,650, for a new total project budget of \$2,628,424; all as more particularly set forth in the Memorandum dated October 19, 2013, which describes this matter, each of the Faith Amendment, WEI Amendment and EOIS Change Order to be in such form and to contain such terms and conditions consistent with said Memorandum, as may be deemed appropriate by the Chief Executive Officer of the Authority (the “CEO”), as evidenced by his execution thereof.

2. The Board approves and authorizes negotiation and execution of an amendment to the professional services agreement with Neel-Schaffer, Inc. (“NSI”), pursuant to which NSI will provide design and construction engineering services in connection with the assessment and resurfacing of the Northwest Aircraft Parking Ramp at Hawkins Field (JMAA Project No. 005-13) (the “HKS Ramp Repair Project”), with fees and expenses not to exceed \$7,900 (the “NSI Amendment”), said NSI Amendment to be in such form and to contain such terms and conditions consistent with the Memorandum dated October 17, 2013, which describes this matter, as may be deemed appropriate by the CEO, as evidenced by his execution thereof.
3. The Board hereby (i) waives a clerical error in the bid submitted by Socrates Garrett Enterprises, Inc. (“Garrett”) in its bid for JMAA Project No. 005-13, Northwest Ramp Repair and Repaving (the “HKS Ramp Repair Project”); (ii) accepts the bid by Garrett for the HKS Ramp Repair

Project in the amount of \$478,029 as the lowest and best bid for the HKS Ramp Repair Project; and (iii) approves and authorizes negotiation and execution of an agreement with Garrett to accomplish the HKS Ramp Repair Project (the "Garrett Agreement"); all as more particularly set forth in the Memorandum dated October 17, 2013, which describes this matter, said Garrett Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum, as may be deemed appropriate by the CEO, as evidenced by his execution thereof.

4. The Board approves and authorizes (i) execution and accomplishment of Change Order No. 1 to Contract No. 021-12-048 with Harris Constructors, Inc. ("Harris") in connection with JMAA Project No. 021-12, Reconstruction of Former Catering Space and Delta Airlines Flight Operations Area at Jackson-Medgar Wiley Evers International Airport, as more particularly described in the Memorandum dated October 18, 2013, which describes this matter; and (ii) an increase in the project budget of \$12,276 for a new contract total of \$544,276, all as set forth in said Memorandum.

D. Procurements.

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

E. Grants.

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

F. Other Matters.

1. *Resolution Expressing Appreciation to Ms. Marlana Pickering.*

Commissioner Stewart recommended that the Board consider adopting a resolution expressing appreciation to Ms. Marlana Pickering for her work on behalf of the Authority with Baker Donelson Bearman Caldwell & Berkowitz.

After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Irvin, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION EXPRESSING THE APPRECIATION OF
THE JACKSON MUNICIPAL AIRPORT AUTHORITY TO
MS. MARLENA P. PICKERING**

WHEREAS, the Jackson Municipal Airport Authority was created by the City of Jackson, Mississippi in accordance with Mississippi law to operate Jackson - Medgar Wiley Evers International Airport in Rankin County and Hawkins Field in Hinds County, Mississippi; and

WHEREAS, the Jackson Municipal Airport Authority is governed by a Board of Commissioners, each member of which is appointed by the Mayor of the City of Jackson and confirmed by the City Council; and

WHEREAS, Ms. Marlena P. Pickering, as an attorney with the law firm of Baker, Donelson, Bearman, Caldwell & Berkowitz, P.C., General Counsel to the Jackson Municipal Airport Authority, has provided valuable counsel, advice and guidance to the Board of Commissioners and staff of the Jackson Municipal Airport Authority and has worked with the Jackson Municipal Airport Authority in furthering its mission of enabling and promoting air transportation through her dedicated service; and

WHEREAS, Ms. Marlena P. Pickering has accepted employment as an attorney with the United States Department of Justice, Federal Bureau of Prisons and will no longer be working with the Jackson Municipal Airport Authority; and

WHEREAS, the Board of Commissioners of the Jackson Municipal Airport Authority desires to express its appreciation for the services provided by Ms. Marlena P. Pickering;

NOW, THEREFORE, BE IT RESOLVED, the Board of Commissioners of the Jackson Municipal Airport Authority, for itself and on behalf of the staff of the Jackson Municipal Airport Authority, hereby expresses its deepest appreciation and thanks to Ms. Marlena P. Pickering for her service to the Jackson Municipal Airport Authority; and

BE IT RESOLVED, FURTHER, the Board of Commissioners of the Jackson Municipal Airport Authority, for itself and on behalf of the staff of the Jackson Municipal Airport Authority, hereby wishes Ms. Marlena P. Pickering success in her future endeavors.

2. *Early Issues.*

Mr. Vanderleest asked the Board to consider approval of a certain Early Issue Claim in the amount of \$931.44 in reimbursement to Mr. Vanderleest for his expenses incurred in connection with his attendance at the Tennessee State University Presidential Inauguration celebration for Commissioner Glenda Glover. During discussion, Mr. Vanderleest and the Board discussed the numerous favorable comments about the City of Jackson and JMAA that Commissioner Glover made during the Inauguration festivities. Mr. Vanderleest said he received many compliments on Jackson and JAN during the Inauguration events.

After discussion, upon motion duly made by Commissioner Irvin, seconded by Commissioner Stewart, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION APPROVING AND AUTHORIZING
PAYMENT OF EARLY ISSUE CLAIMS**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the “Authority”) has recommended that the Board of Commissioners (the “Board”) of the Authority approve and authorize prompt payment of a certain early issue claim payable to Mr. Vanderleest in connection with travel and related expenses for his attendance at the Tennessee State University Presidential Inauguration ceremony honoring Commissioner Glenda Glover on Friday, October 25, 2013, in the amount of \$931.44 (the “Early Issue Claim”); and

WHEREAS, the Board has reviewed the Early Issue Claim and considered the recommendation by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that the Early Issue Claim is an appropriate and proper expense incurred in connection with authorized responsibilities and duties of the Authority, and hereby approves and authorizes prompt payment of the Early Issue Claim in the total amount of \$931.44.

3. *Board Travel.*

The Board discussed several upcoming conventions and meetings that attendance by Commissioners and staff might benefit the Authority, but made no decisions and decided to defer further discussion on travel until the November Board meeting.

VI. DISCUSSION: STRATEGIC INITIATIVES.

There was no discussion or action regarding strategic initiatives at the Meeting.

VII. ADJOURNMENT.

There being no further action to come before the Meeting, upon motion duly made by Commissioner Stewart, seconded by Commissioner Irvin, and unanimously approved by the affirmative votes of all Commissioners present, the Meeting was adjourned.

Respectfully submitted,

Johnnie P. Patton, R. Ph., Chair

Dr. Sylvia Stewart, Vice Chair

Dr. Glenda Glover

George E. Irvin, Sr.