

**REGULAR MONTHLY MEETING**  
**OF**  
**JACKSON MUNICIPAL AIRPORT AUTHORITY**  
**BOARD OF COMMISSIONERS**  
**SEPTEMBER 24, 2012**

The Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority” or “JMAA”) met in the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), Jackson, Mississippi, at 4:00 p.m. on Monday, September 24, 2012 (the “Meeting”), pursuant to proper notice.

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

Chair Glenda Glover presided, called the Meeting to order, and called the roll of Commissioners.

The following Commissioners were present in person at the Meeting.

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

Chair Glover noted that a quorum was present in person 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  
Bonnie Wilson, JMAA Chief Operating Officer  
René Woodward, JMAA Chief Administrative Officer  
Woody Wilson, JMAA Senior Director of Capital Planning  
Gary Cohen, JMAA Chief Financial Officer  
Kenneth Randolph, JMAA Police Commander  
Denson Stasher, JMAA Director of Operations and Security  
Jack Thomas, JMAA Director of Disadvantaged Business Enterprise  
(DBE) and Community Development  
Cindy Crotchett, JMAA Executive Assistant  
Arnetrius Reed Branson, JMAA Comptroller  
Rhonda Knight, JMAA Human Resources Manager

Wendy Campbell, JMAA Customer Service Representative  
Kimberly Farmer, JMAA Administrative Project Support  
Tonora Humphrey, JMAA Police Sergeant  
LaSheena Lewis, JMAA Police Officer  
Quinn Lewis, JMAA Systems Technician  
Denise Jackson, JMAA Police Officer  
Anthony Manning, JMAA Police Officer  
Karen Nations, JMAA Police Sergeant  
Garry Montgomery, JMAA Maintenance Manager  
Joyce Tillman, JMAA Facilities Engineer  
Chuck Lott, Neel-Schaffer, Inc.  
Jim White, Waggoner Engineering, Inc.  
Rodney Chamblee, The Chamblee Company  
Jim Tohill, Attorney for The Chamblee Company  
David Wall, SouthGroup Insurance  
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. **Regular Monthly Meeting of the Board of Commissioners, August 27, 2012.**
- B. **Open Session and Executive Session of the Special Work Session of the Board of Commissioners, September 20, 2012.**

After discussion, upon motion duly made by Commissioner Irvin, seconded by Commissioner Patton, and unanimously approved by the affirmative votes of all Commissioners present (Commissioner Stewart not being present at this time), 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.

[Commissioner Stewart joined the Meeting at this time.]

**A. Chief Executive Officer.**

1. *Airport Project Manager Summary, Period Ending August 31, 2012.*
2. *Airport Activity Statistics Report, Period Ending August 31, 2012.*

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 Recognitions.*

- a. Employee of the Month, September 2012: Quinn Lewis, Systems Technician, Information Technology Department.

Mr. Vanderleest recognized and commended Mr. Lewis for being named Employee of the Month for September 2012.

4. *Professional Development Recognitions.*

- a. Mr. Anthony Manning, Certified Police Officer, Public Safety Department: Certificate of Completion Level III ATSI, Sponsored by AAAE Airport Training & Safety Institute.

Mr. Vanderleest recognized and commended Mr. Manning for completing the Level III ATSI as sponsored by AAAE Airport Training & Safety Institute.

5. *Professional Recognitions.*

- a. Jackson Municipal Airport Authority: Mississippi Business Journal, 2012 Best Places to Work in Mississippi.

Mr. Vanderleest said that the Authority had been named one of the 2012 Best Places to Work in Mississippi by the Mississippi Business Journal.

**B. Attorney.**

Mr. Moore said that the attorneys would defer their comments until the end of the Meeting, when three matters merited consideration in Executive Session, as follows: (i) a possible real estate transaction involving land leased by JMAA to The Chamblee Company; (ii) a Part 16 Complaint filed with the FAA

regarding certain leased land and FBO operations at JAN; and (iii) a personal matter, each of which qualified under Mississippi law for consideration in Executive Session, and each of which required confidential discussion

**V. ACTION ITEMS.**

**A. Financial Matters.**

**1. *Financial Reports for August 2012.***

- a. Balance Sheet: Accept.
- b. Income Statement: Accept.
- c. Claims Docket for August 2012: Approve.

Mr. Vanderleest directed the Board's attention to the above referenced financial reports for August 2012, and the Claims Docket for August 2012, all of which were included in the Packet.

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

**RESOLUTION ACCEPTING FINANCIAL REPORTS  
FOR AUGUST 2012 AND APPROVING AND  
AUTHORIZING PAYMENT OF CLAIMS DOCKET  
FOR AUGUST 2012**

**WHEREAS**, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") has reviewed and considered (i) the Balance Sheet and the Income Statement for the Authority for the month and period ending August 31, 2012 (the "Financial Reports") and (ii) the Claims Docket of the Authority for the month of August 2012 (the "Claims"), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board prior to the September 24, 2012, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference;

**NOW, THEREFORE, BE IT RESOLVED**, the Board hereby (i) accepts the Financial Reports and (ii) approves and authorizes payment of the Claims in the total amount of \$1,283,594.26.

**2. *Fiscal Year 2013 Operating Budget, JMAA: Approve.***

At Chair Glover's request, Mr. Vanderleest discussed the proposed Fiscal Year 2013 Operating Budget. A copy of the Fiscal Year 2013 Operating Budget is attached as an exhibit to the minutes of the Meeting.

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

**RESOLUTION APPROVING AND ADOPTING  
FISCAL YEAR 2013 OPERATING BUDGET**

**WHEREAS**, the staff of the Jackson Municipal Airport Authority (the "Authority") has presented a proposed operating budget for Fiscal Year 2013, which includes airline rates and other charges for Fiscal Year 2013 (the "FY2013 Budget"), to the Board of Commissioners (the "Board") of the Authority for review and approval, a copy of said FY2013 Budget being (i) attached as an exhibit to the minutes of the September 24, 2012, Regular Monthly Meeting of the Board and (ii) incorporated herein by reference; and

**WHEREAS**, the Board has reviewed and considered the FY2013 Budget;

**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, approve, adopt and authorize implementation of the FY2013 Budget.

**B. Service Agreements.**

1. *Rental Car Concessions Agreements, JAN: Authorize Extension of Agreements.*
2. *FY2013 Insurance: Accept Proposal.*
3. *JMAA Project No. 001-13, 50<sup>th</sup> Anniversary Airshow, JAN: Authorize Contract.*
4. *JMAA Project No. 002-13, 50<sup>th</sup> Anniversary Graphic Design and Public Information Services, JAN: Authorize Contract.*

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 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 of the Authority (the "Board") 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 September 24, 2012, 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 amendments to the Non-Exclusive On-Airport Automobile Rental Concession Agreements (the “Rental Car Agreements”) with the five existing rental car concessionaires (the “Rental Car Concessionaires”) at Jackson-Medgar Wiley Evers International Airport (“JAN”) to extend the period covered by the Rental Car Agreements for a term of one year, said Rental Car Agreements to be in such form and to contain such terms and conditions consistent with the Memorandum dated September 12, 2012, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
2. The Board approves and authorizes purchase of the FY2013 Commercial Insurance Program as proposed by SouthGroup Insurance Services as set forth in the Memorandum dated September 13, 2012, which describes this matter, and authorizes and directs the Chief Executive Officer of the Authority to take all necessary and appropriate steps to implement the FY2013 Commercial Insurance Program as described therein.
3. The Board approves and authorizes negotiation and execution of a professional service agreement with AirBoss, Inc. (“AirBoss”), whereby AirBoss will provide technical, operational and coordination services in connection with the 50<sup>th</sup> Anniversary Air Show at JAN, currently scheduled for May 11-12, 2013 (JMAA Project No. 001-13), with the fees for such services not to exceed \$208,000 (the “AirBoss Agreement”), all as more particularly described in the Memorandum dated September 20, 2012, which describes this matter, said AirBoss Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

4. The Board approves and authorizes negotiation and execution of a professional services agreement with The Cirlot Agency (“Cirlot”), whereby Cirlot will provide certain graphic design and public relations services in connection with 50<sup>th</sup> Anniversary events (JMAA Project No. 002-13), with the fees for such services not to exceed \$295,000 (the “Cirlot Agreement”), all as more particularly described in the Memorandum dated September 14, 2012, which describes this matter, said Cirlot Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

**C. Construction Projects.**

1. ***JMAA Project No. 008-12, Pavement Assessment and Overlay, Runway 16/34, HKS: Authorize Agreement.***
2. ***JMAA Project No. 018-12, Federal Aviation Administration Building, Airport District Office Conference and Break Room Modification, JAN: Award Contract.***

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 Patton, 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  
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 September 24, 2012, 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 a professional services agreement with Aviation Group of Mississippi, LLC (“AGM”), whereby AGM will provide engineering services for design and construction administration in connection with the assessment and resurfacing of Runway 16/34 at Hawkins Field (JMAA Project No. 008-12) (the “HKS Runway Project”), fees for said services not to exceed \$555,420 (the “AGM Agreement”), said AGM Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated September 17, 2012, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof; and (ii) a total budget for the HKS Runway Project of \$6,528,627, as set forth in said Memorandum.
2. The Board hereby (i) waives the failure of Nicholas Acoustics & Specialty Company, Inc. (“NASC”) to meet the Disadvantaged Business Enterprise goal of 25% and NASC’s failure to include a signed Statement of Qualifications for its bid for JMAA Project No. 018-12, Federal Aviation Administration, Airport District Office Conference and Break Room Modifications (the “FAA ADO Project”); (ii) accepts the bid by NASC for the FAA ADO Project in the amount of \$64,830 as the lowest and best bid for the FAA ADO Project; and (iii) approves and authorizes negotiation, execution and accomplishment of an agreement with NASC to accomplish the FAA ADO Project (the “NASC Agreement”); all as more particularly described in the Memorandum dated September 17, 2012, which describes this matter, said NASC Agreement to be in

such form and to contain such terms and conditions consistent with the Memorandum, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

**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. *Early Issues.***

Mr. Vanderleest distributed to the Board a list of early issue claims (the "Early Issue Claims"), and discussed the Early Issue Claims with the Board. A copy of the Early Issue Claims is attached as an exhibit to the minutes of the Meeting.

After discussion, upon motion duly made by Commissioner Patton, 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  
PAYMENT OF CERTAIN EARLY ISSUE CLAIMS**

**WHEREAS**, the staff of the Jackson Municipal Airport Authority (the "Authority") has recommended that the Board of Commissioners of the Authority (the "Board") approve and authorize prompt payment of certain early issue claims (the "Early Issue Claims"), a list of the Early Issue Claims being attached as an exhibit to the minutes of the Regular Monthly Meeting of the Board on September 24, 2012; and

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

**NOW, THEREFORE, BE IT RESOLVED**, the Board hereby determines that the Early Issue Claims are appropriate and proper expenses incurred in connection with authorized responsibilities and duties of the Authority, and hereby approves and authorizes

prompt payment of the Early Issue Claims in the total amount of \$10,967.71.

**2. *Board Travel.***

There was no discussion or action regarding Board travel during the Meeting.

**3. *AMAC Industry Day (Report).***

Chair Glover and Commissioner Irvin reported on the recent AMAC Industry Day in Washington, DC, on September 18, 2012, which had been attended by several Commissioners. Both said that although the meeting was valuable because of contacts made and several meetings held on the Capitol with Congressional leaders active in aviation and airport matters, this particular AMAC meeting was not as well organized or as informational as prior meetings had been.

**4. *JMAA Board of Commissioners Elections.***

Chair Glover reminded the Board that, in accordance with the Bylaws of the Authority, the Board is expected to elect a Chair and Vice Chair at the Regular Monthly Meeting of the Board in September of each year to serve during the next fiscal year of the Authority, which begins on October 1 each year.

After discussion, upon motion duly made by Chair Glover, seconded by Commissioner Irvin, and unanimously approved by the affirmative votes of all Commissioners present, the Board elected Ms. Johnnie P. Patton to serve as Chair of the Board, and Dr. Sylvia Stewart to serve as Vice Chair of the Board, both effective October 1, 2012, and until the naming of each's successor.

After the passage of the above resolutions, Chair Glover congratulated new Chair-Elect Patton, and handed Chair-Elect Patton the ceremonial gavel, representing her installment as Chair of the JMAA Board.

## VI. CLOSED SESSION.

- A. The Chamblee Company.
- B. Part 16 Complaint filed by Bernard Patrick, M.D., Aerial Ads, Inc. and Salil Tiwari, M.D. against Sittman Aircraft Company, LLC, Involving Leased Property at Hawkins Field.
- C. Confidential Personnel Matter.

At approximately 4:35 p.m., after discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Patton, and unanimously approved by the affirmative votes of all Commissioners present, the Board adopted a resolution authorizing the Board to enter Closed Session for the limited purpose of considering whether to enter Executive Session for the limited purpose of discussing and taking action on the above identified three matters (the "Confidential Matters"), each of which qualified under Mississippi law to be considered in Executive Session and each of which required confidential discussion and action, if any.

The Board asked Mr. Vanderleest, Ms. Wilson, Mr. Moore, Mr. Wagner and Ms. Pickering to remain during the Closed Session. Everyone else present at the Meeting left the Community Room at this time.

At approximately 4:35 p.m., the Board met in Closed Session.

At approximately 4:36 p.m., upon motion duly made by Commissioner Patton, seconded by Commissioner Irvin, and unanimously approved by the affirmative votes of all Commissioners present, the Board voted to enter into Executive Session for the limited purpose of discussing and taking action, if any, regarding the Confidential Matters, each of which qualified under Mississippi law to be considered in Executive Session and each of which required confidential discussion and action, if any.

The Board asked everyone present during the Closed Session to remain for the Executive Session.

Mr. Wagner and Ms. Pickering attempted to inform those outside the Meeting that the Board had voted to enter Executive Session, but there was no one outside the Meeting.

## VII. EXECUTIVE SESSION.

At 4:37 p.m., the Board met in Executive Session.

## VIII. OPEN SESSION.

At approximately 5:10 p.m., the Board reconvened the Meeting in Open Session. Mr. Wagner and Ms. Pickering attempted to invite those outside the Meeting back into the Meeting, but no one was outside the Meeting.

Chair Glover announced that, during the Executive Session, the Board discussed and took the following action.

### A. The Chamblee Company.

Chair Glover said that Rodney Chamblee and Jim Tohill, attorney for The Chamblee Company (“Chamblee”), briefed the Board on proposed improvements to the real estate leased by JMAA to Chamblee that is known as Parkway Place in Flowood. Chamblee asked the Board to consider granting a lease extension in consideration for the improvements. The Board took the matter under advisement, and said it would make a decision at a later date.

### B. Part 16 Complaint filed by Bernard Patrick, M.D., Aerial Ads, Inc. and Salil Tiwari, M.D. against Sittman Aircraft Company, LLC, Involving Leased Property at Hawkins Field.

Mr. Wagner briefed the Board on this dispute between a fixed base operator at Hawkins Field and two of its tenants. No action was taken by the Board during Executive Session on this matter.

### C. Confidential Personnel Matter.

The Board considered the performance of the Chief Executive Officer, Dirk Vanderleest, and whether to give Mr. Vanderleest a salary increase for FY2013. After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Patton, with Commissioners Glover, Patton and Stewart voting “yes” and Commissioner Irvin abstaining, the Board had voted to increase Mr. Vanderleest’s basic salary by 4%, effective October 1, 2012.

## IX. DISCUSSION: STRATEGIC INITIATIVES.

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

**X. ADJOURNMENT.**

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

Respectfully submitted,

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Dr. Glenda Glover, Chair

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Johnnie P. Patton, R. Ph., Vice Chair

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George E. Irvin, Sr.

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Earle Jones

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Dr. Sylvia Stewart