

**REGULAR MEETING OF JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS
JULY 22, 2019**

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

The Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority” and “JMAA”) convened its July 22, 2019 Regular Board Meeting in the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi, at 4:00 p.m. on Monday, July 22, 2019 (the “Meeting”), pursuant to proper notice.

Chairman LaWanda D. Harris, 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:

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

Chairman Harris 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 22, 2019, in the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi. The following other persons were also present at the Meeting:

Perry Miller, M.S., A.A.E., I.A.P. JMAA’s Interim Chief Executive Officer
Darion Warren, CFM, JMAA’s Interim Chief Operating Officer
John L. Walker, Esq., Walker Group, PC, Attorneys at Law
Kevin Bass, Esq., Walker Group, PC, Attorneys at Law
And persons listed on **EXHIBIT A: Sign-in Sheet for 7-22-19**

II. INVOCATION

Commissioner Martin gave the Invocation.

III. APPROVAL OF BOARD NOTICES

A. Notice Scheduling the July Pre-Work Session for Thursday, July 11, 2019, at 12:00 Noon.

RESOLUTION CY-2019-100

APPROVAL OF THE NOTICE SCHEDULING THE JULY 11, 2019 PRE-WORK SESSION

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

RESOLVED, that the Board hereby approves the Notice Scheduling the July 11, 2019 Pre-Work Session.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

July 22, 2019

IV. APPROVAL AND EXECUTION OF MINUTES

A. The June 28, 2019 Combined Rescheduled June 20, 2019 Monthly Work Session and Rescheduled June 24, 2019, Board Meeting.

B. Special Meeting of the Board of Commissioners, July 5, 2019.

RESOLUTION CY-2019-101

APPROVAL OF THE JUNE 28, 2019 COMBINED RESCHEDULED JUNE 20, 2019 WORK SESSION AND RESCHEDULED JUNE 24, 2019 BOARD MEETING; AND THE JULY 5, 2019 SPECIAL MEETING MINUTES OF THE BOARD OF COMMISSIONERS

After discussion and review, and upon the motion made by Commissioner Martin, and seconded by Commissioner LTC(R) Wright, the Minutes of the June 28, 2019 Combined Rescheduled June 20, 2019 Work Session and Rescheduled June 24, 2019 Board Meeting; and the July 5, 2019 Special Board Meeting were approved by a unanimous vote of the Commissioners, and the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Minutes of the June 28, 2019 Combined Rescheduled June 20, 2019 Work Session and Rescheduled June 24, 2019 Board Meeting; and the July 5, 2019 Special Board Meeting of the Board of Commissioners, as presented, and directs that said Minutes be filed in the appropriate Minute Book and Records of the Authority.

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

July 22, 2019

C. Special Meeting of the Board of Commissioners, July 11, 2019

RESOLUTION CY-2019-102

APPROVAL OF THE JULY 11, 2019 SPECIAL MEETING MINUTES OF THE BOARD OF COMMISSIONERS

After discussion and review, and upon the motion made by Commissioner Martin, and seconded by Commissioner LTC(R) Wright, the Minutes of the July 11, 2019 Special Board Meeting were approved by a unanimous vote of the Commissioners, and the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Minutes of the July 11, 2019 Special Meeting of the Board of Commissioners, as presented, and directs that said Minutes be filed in the appropriate Minute Book and Records of the Authority.

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

July 22, 2019

V. PUBLIC COMMENTS

None.

VI. REPORTS

A. Report from the Chairman

Chairman Harris announced that the JMAA Staff is doing a great job during the transitional period for JMAA. She also thanked Staff for the great atmosphere during the transitional period and encouraged them to keep up the excellent work.

Chairman Harris then invited Mr. Perry Miller, Interim CEO, to provide his Report.

B. Interim Chief Executive Officer

Mr. Perry Miller, Interim CEO, informed the Board that no changes had been made to the reports since the July 18, 2019 Work Session. He also announced that the enplanement numbers at JAN continue to increase and move in a positive direction.

1. Airport Project Manager Summary, Period Ending June 30, 2019
.....Page 1¹

Mr. Miller then directed the Board’s attention to the Airport Project Manager Summary (“APMS”), found at pages 1-18 in the July 22, 2019 Regular Board Meeting Packet and distributed to the Board before the July 22, 2019 Regular Board Meeting. The Board reviewed the Report and had no questions.

2. Airport Activity Statistics Report, Period Ending June 30, 2019
.....Page 19

Next, Mr. Miller directed the Board’s attention to the Airport Activity Statistics Report (“AASR”), found at pages 19-31 in the July 22, 2019 Regular Board Meeting Packet and distributed to the Board before the July 22, 2019 Regular Board Meeting. The Board reviewed the Report and had no questions.

C. Attorney

Attorney Walker announced that there are several matters that he believes the Board should consider during an Executive Session. Therefore, he recommended the Board enter into Closed Session to discuss those matters at an appropriate time. Where are: Financial Review by AB/Finance Dept? DBEWE Report?

VII. ACTION ITEMS

A. Financial Matters

1. Financial Reports for June 2019:

- a. Balance Sheet: Accept.....Page 32*
- b. Income Statement: Accept.....Page 34*

RESOLUTION CY-2019-103

RESOLUTION ACCEPTING/APPROVING THE JUNE 2019 FINANCIAL REPORTS: BALANCE SHEET AND INCOME STATEMENT

¹ The page numbers herein are the page numbers contained in the Meeting Packet which is attached as an Exhibit to the July 22, 2019 Regular Board Meeting (“Meeting”) Minutes.

Upon motion by Commissioner Martin, seconded by Commissioner LTC(R) Wright, the following **RESOLUTION** was made and approved by majority vote 4-1-0.

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, 2019, which are included in the Packet at pages 32-36, and were distributed to the Board prior to the July 22, 2019 Regular Board Meeting.

IT IS, THEREFORE, RESOLVED that the Board hereby accepts and approves the June 2019 Financial Reports: Balance Sheet and Income Statement for June 2019.

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

July 22, 2019

c. Claims Docket for June 2019: Approve.....Page 37

RESOLUTION CY-2019-104

RESOLUTION APPROVING THE CLAIMS DOCKET FOR THE MONTH AND PERIOD ENDING JUNE 30, 2019

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

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, 2019, which is included in the Packet at pages 37-39, and was distributed to the Board prior to the July 22, 2019 Regular Board Meeting.

IT IS, THEREFORE, RESOLVED that the Board hereby authorizes payment of the claims appearing on the June 2019 Claims Docket in the amount of \$1,495,404.23.

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

July 22, 2019

d. Quarterly Statistics.....Page 40

There were no inquiries or actions taken regarding the Quarterly Statistics.

2. Early Issue.....Page 43

Mr. Miller, Interim CEO, informed the Board that ACS Firm, LLC, the entity contracted to provide services regarding the search for a Chief Executive Officer and a Chief Administrative Officer completed the first phase of the services, as proposed. He further explained that because the first phase is complete, Staff is requesting to proceed with the first installment of payments to ACS Firm, LLC.

RESOLUTION CY-2019-105

RESOLUTION AUTHORIZING AN EARLY ISSUE PAYMENT TO ACS FIRM, LLC IN CONNECTION WITH THE CHIEF ADMINISTRATIVE OFFICER SEARCH, CHIEF EXECUTIVE OFFICER SEARCH, AND OTHER SERVICES

Upon motion by Vice-Chairman Bernard, seconded by Commissioner Martin, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA’s Staff for the authority to make early issue payments of Eight Thousand Three Hundred Thirty-Three Dollars and Thirty-Three Cents (\$8,333.33) in connection with the Chief Administrative Officer Search services and Sixteen Thousand Five Hundred Eighty-Five Dollars (\$16,585.00) in connection with the Chief Executive Officer Search Services to ACS Firm, LLC; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated July 22, 2019, found at page 43 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to make an early issue payments of Eight Thousand Three Hundred Thirty-Three Dollars and Thirty-Three Cents (\$8,333.33) in connection with the Chief Administrative Officer Search services and Sixteen Thousand Five Hundred Eighty-Five Dollars (\$16,585.00) in connection with the Chief Executive Officer Search Services to ACS Firm, LLC; and

IT IS, THEREFORE, FURTHER RESOLVED that such requests are fully explained in the Memorandum dated July 22, 2019, found at page 43 of the Meeting Packet.

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

July 22, 2019

3. FY2019 Operating and Maintenance and Capital Budget, JMAA: Authorization to Amend.....Page 44

RESOLUTION CY-2019-106

RESOLUTION AUTHORIZING THE AMENDMENT OF FISCAL YEAR 2019 OPERATING AND MAINTENANCE AND CAPITAL BUDGET AMENDMENTS

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

WHEREAS, the Board has considered the request of JMAA’s Staff for the authority to amend the Fiscal Year 2019 Operating and Maintenance Budget (“O&M”), for any necessary months; and

WHEREAS, this amendment includes a projected increase in enplanements, as well as, increases and reductions in various revenue and expense accounts; and

WHEREAS, the Board finds that such request is fully explained in a Memorandum dated July 22, 2019, with the requested budget amendments included therein, at pages 44-46 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to amend the Fiscal Year 2019 Operating and Maintenance Budget (“O&M”), for any necessary months; and

IT IS, THEREFORE, FURTHER RESOLVED that this amendment will include an increase in budgeted enplanements as well as increases and reductions to various revenue and expense accounts; and

IT IS, THEREFORE, FURTHER RESOLVED that such request is fully explained in a Memorandum dated July 22, 2019, with the requested budget amendments included therein, at pages 44-46 of the Meeting Packet.

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

July 22, 2019

B. Construction Projects

1. *Jackson-Medgar Wiley Evers International Airport Perimeter Service Road Rehabilitation Project, JAN: Authorization to Award Construction Contract (S&S Excavation, LLC).....Page 47*

RESOLUTION CY-2019-107

RESOLUTION AUTHORIZING THE EXECUTION OF A CONTRACT WITH S&S EXCAVATION, LLC AWARDING A CONTRACT TO S&S EXCAVATION, LLC AND REGARDING THE PERIMETER SERVICE ROAD REHABILITATION PROJECT

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

WHEREAS, the Board has considered the request of JMAA's Staff, after review by legal counsel for JMAA, for authority to execute a contract with S&S Excavation, LLC in connection with the Perimeter Service Road Rehabilitation Project at the Jackson-Medgar Wiley Evers International Airport ("JAN"); and

WHEREAS, on June 19, 2019, the Jackson Municipal Airport Authority ("JMAA") received two (2) bids in connection with the Perimeter Service Road Rehabilitation Project at JAN; and

WHEREAS, the bids were reviewed by Staff and JMAA's project engineer, Neel-Schaffer, Inc. ("Neel-Schaffer"), for accuracy and completeness; and

WHEREAS, it is the recommendation of Staff and Neel-Schaffer to award the contract to S&S Excavation, LLC of Benton, MS, the lowest and best responsible and responsive bidder, in the amount of \$2,608,459.00 with a contingency of \$299,425.30, for a total construction budget of \$2,907,884.30; and

WHEREAS, S&S Excavation is a JMAA-certified Disadvantaged Business Enterprise ("DBE") and will perform ninety-eight percent (98%) of the work; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated July 22, 2019, found at pages 47-49 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized, after review by legal counsel for JMAA, to execute a contract with S&S Excavation, LLC, in connection with the Perimeter Service Road Rehabilitation Project at the Jackson-Medgar Wiley Evers International Airport ("JAN"); and

IT IS, THEREFORE, FURTHER RESOLVED that on June 19, 2019, the Jackson Municipal Airport Authority ("JMAA") received two (2) bids in connection with the Perimeter Service Road Rehabilitation Project at JAN; and

IT IS, THEREFORE, FURTHER RESOLVED that the bids were reviewed by Staff and JMAA's project engineer, Neel-Schaffer, Inc. ("Neel-Schaffer"), for accuracy and completeness; and

IT IS, THEREFORE, FURTHER RESOLVED that it is the recommendation of Staff and Neel-Schaffer's to award the contract to S&S Excavation, LLC of Benton, MS, the lowest and

best responsible and responsive bidder, in the amount of \$2,608,459.00 with a contingency of \$299,425.30, for a total construction budget of \$2,907,884.30; and

IT IS, THEREFORE, FURTHER RESOLVED that Staff is authorized after review by legal counsel for JMAA, to execute a contract with S&S Excavation, LLC of Benton, MS; and

IT IS, THEREFORE, FURTHER RESOLVED that S&S Excavation, LLC is a JMAA-certified Disadvantaged Business Enterprise (“DBE”) and will perform ninety-eight percent (98%) of the work; and

IT IS, THEREFORE, FURTHER RESOLVED that such request is fully explained in the Memorandum dated July 22, 2019, found at pages 47-49 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

July 22, 2019

- 2. *Hawkins Runway 16/34 Assessment and Overlay Project, HKS: Authorization to Award Construction Contract (APAC Mississippi, Inc.).....Page 50*

RESOLUTION CY-2019-108

RESOLUTION AWARDING A CONTRACT TO APAC MISSISSIPPI, INCORPORATED (“APAC”) AND AUTHORIZING THE EXECUTION OF A CONTRACT WITH APAC IN CONNECTION WITH THE RUNWAY 16/34 ASSESSMENT AND OVERLAY PROJECT AT HAWKINS FIELD AIRPORT (“HKS”)

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

WHEREAS, the Board considered the request of JMAA’s Staff, for authority to award the contract with APAC Mississippi, Inc. (“APAC”) of Richland, MS in connection with the Runway 16/34 Assessment and Overlay Project at Hawkins Field Airport (“HKS”); and

WHEREAS, on July 8, 2019, the Jackson Municipal Airport Authority (“JMAA”) received two (2) bids in connection with the Runway 16/34 Assessment and Overlay Project at HKS; and

WHEREAS, the bids were reviewed by Staff and JMAA’s project engineer, Aviation Group Mississippi, LLC (“AGM”), for accuracy and completeness; and

WHEREAS, it is the recommendation of Staff and AGM's to award to the lowest and best responsible and responsive bidder, APAC of Richland, MS, in the amount of \$5,213,019.97 with a contingency of \$528,758.40 for a total construction budget of \$5,741,778.37; and

WHEREAS, APAC shall subcontract with the following Disadvantaged Enterprises, Tony Watson Electric, Inc. of Brandon, MS; J.C. Cheek Contractors, Inc. of Kosciusko, MS; and Mississippi Paving & Construction of Mathison, MS for support services in connection with the HKS Runway 16/34 Assessment and Overlay Project, and said enterprises shall be paid a total of 26.36% of the amount paid to APAC; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated July 22, 2019, found at pages 50-53 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized to award a contract with APAC Mississippi, Inc. ("APAC") of Richland, MS in connection with the Runway 16/34 Assessment and Overlay Project at Hawkins Field Airport ("HKS"); and

IT IS, THEREFORE, FURTHER RESOLVED that on July 8, 2019, the Jackson Municipal Airport Authority ("JMAA") received two (2) bids in connection with the Runway 16/34 Assessment and Overlay Project at HKS; and

IT IS, THEREFORE, FURTHER RESOLVED that the bids were reviewed by Staff and JMAA's project engineer, Aviation Group Mississippi, LLC ("AGM"), for accuracy and completeness; and

IT IS, THEREFORE, FURTHER RESOLVED that it is both Staff and AGM's recommendation that the contract be awarded to the lowest and best responsible and responsive bidder, APAC of Richland, MS, in the amount of \$5,213,019.97 with a contingency of \$528,758.40 for a total construction budget of \$5,741,778.37; and

IT IS, THEREFORE, FURTHER RESOLVED that Staff is authorized, after review by legal counsel of JMAA, to execute a contract with APAC Mississippi, Inc. ("APAC") of Richland, MS in connection with the Runway 16/34 Assessment and Overlay Project at Hawkins Field Airport ("HKS"); and

IT IS, THEREFORE, FURTHER RESOLVED that APAC shall subcontract with the following Disadvantaged Enterprises, Tony Watson Electric, Inc. of Brandon, MS; J.C. Cheek Contractors, Inc. of Kosciusko, MS; and Mississippi Paving & Construction of Mathison, MS for support services in connection with the HKS Runway 16/34 Assessment and Overlay Project, and said enterprises shall be paid a total of 26.36% of the amount paid to APAC; and

IT IS, THEREFORE, FURTHER RESOLVED that such request is fully explained in the Memorandum dated July 22, 2019, found at pages 50-53 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin, Wright
Nays: None

Abstentions: None

July 22, 2019

3. *Runway 16R/34L, Taxiway Alpha and Cross Connector Taxiways Pavement Rehabilitation, JAN: (i) Authorization to Execute Change Order No. 7 to the Standard Form Agreement and (ii) Approval of Any Necessary Amendment to the Project Budget Associated with Change Order No. 7.....Page 54*

RESOLUTION CY-2019-109

RESOLUTION: (I) AUTHORIZING EXECUTION OF CHANGE ORDER NO. 7 TO THE STANDARD FORM AGREEMENT BETWEEN THE JACKSON MUNICIPAL AIRPORT AUTHORITY (“JMAA”) AND SUPERIOR ASPHALT, INC. (“SUPERIOR ASPHALT”); AND (II) APPROVING ANY NECESSARY AMENDMENTS TO THE BUDGET;

Upon motion by Vice-Chairman Bernard, seconded by Commissioner Martin, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA Staff for: (i) authority to execute Change Order No. 7 to the Standard Form Agreement between the Jackson Municipal Airport Authority (“JMAA”) and Superior Asphalt, Inc., of Philadelphia, Mississippi (“Superior Asphalt”) in the amount of \$2,755,907.00, for a new total construction contract amount of \$20,830,838.73; and (ii) approval of the new total project budget of \$23,589,726.89; and

WHEREAS, during the construction phase of the project, the contractor identified quantity overruns, and the contractor has demanded payment from JMAA for the quantity overruns; and

WHEREAS, to keep the project moving forward JMAA, with an expressed reservation of its rights, is requesting approval after review by legal counsel for JMAA, to pay for the overruns at unit prices consistent with the terms of the contract; and

WHEREAS, the Board finds that such requests, which are fully explained in a Memorandum dated July 22, 2019, at pages 54-58 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) JMAA Staff is authorized to execute Change Order No. 7 to the Standard Form Agreement between the Jackson Municipal Airport Authority (“JMAA”) and Superior Asphalt, Inc., of Philadelphia, Mississippi (“Superior Asphalt”) in the amount of \$2,755,907.00, for a new total construction contract amount of \$20,830,838.73; and (ii) the new total project budget of \$23,589,726.89 is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that, to keep the project moving forward JMAA, with an expressed reservation of its rights, is requesting approval, to pay after review

by legal counsel for JMAA, to pay for the overruns at unit prices consistent with the terms of the contract; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated July 22, 2019, at pages 54-58 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

July 22, 2019

C. Procurements

None.

D. Service Agreements

None.

E. Grants

1. *Federal Aviation Administration (“FAA”) Grant Offers, JMAA: Authorization to Accept Two (2) FAA Airport Improvement Program (AIP) Grant Offers.....Page 59*

RESOLUTION CY-2019-110

RESOLUTION GRANTING AUTHORITY TO ACCEPT FEDERAL AVIATION ADMINISTRATION GRANT OFFERS

Upon motion by Vice-Chairman Bernard, seconded by Commissioner Martin, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered Staff’s request for authority to accept four (4) Federal Aviation Administration (“FAA”) Airport Improvement Program (“AIP”) grant offers; and

WHEREAS, the grant offers will provide for professional and construction services projects at Hawkins Field Airport (“HKS”) and Jackson-Medgar Wiley Evers International Airport (“JAN”) and consist of: (i) an amount not to exceed \$5,025,174.00, in support of the costs associated with Project No. 005-11, the HKS Runway 16/34 Rehabilitation Project; (ii) an amount not to exceed \$842,542.00, in support of costs associated with Project No. 011-17, the International Drive Rehabilitation Project; (iii) an amount not to exceed \$3,646,818.00, in support of costs associated with Project No. 001-15, the Perimeter Service Road

Rehabilitation Project; and (iv) an amount not to exceed \$1,132,053.00, in support of costs associated with Project No. 05-18, the 5th Floor and West Concourse Roof Replacement Project; and

WHEREAS, Staff is also further requesting authority to seek a resolution from the City Council of Jackson, Mississippi, to accept the Fiscal Year 2019 Airport Improvement Program (AIP) grant funds, in the amount not to exceed \$10,646,587.00 (the total amount of AIP Grant offers); and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated July 22, 2019, found at pages 59-60 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that Staff is authorized to accept four (4) Federal Aviation Administration (“FAA”) Airport Improvement Program (“AIP”) grant offers; and

IT IS, THEREFORE, FURTHER RESOLVED that the grant offers will provide for professional and construction services projects at Hawkins Field Airport (“HKS”) and Jackson-Medgar Wiley Evers International Airport (“JAN”) and consist of: (i) an amount not to exceed \$5,025,174.00, in support of the costs associated with Project No. 005-11, the HKS Runway 16/34 Rehabilitation Project; (ii) an amount not to exceed \$842,542.00, in support of costs associated with Project No. 011-17, the International Drive Rehabilitation Project; (iii) an amount not to exceed \$3,646,818.00, in support of costs associated with Project No. 001-15, the Perimeter Service Road Rehabilitation Project; and (iv) an amount not to exceed \$1,132,053.00, in support of costs associated with Project No. 05-18, the 5th Floor and West Concourse Roof Replacement Project; and

IT IS, THEREFORE, FURTHER RESOLVED that Staff is also authorized to seek a resolution from the City Council of Jackson, Mississippi, to accept the Fiscal Year 2019 Airport Improvement Program (AIP) grant funds, in the amount not to exceed \$10,646,587.00 (the total amount of AIP grant offers); and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated July 22, 2019, found at pages 59-60 of the Meeting Packet.

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

July 22, 2019

2. *Mississippi Department of Transportation (“MDOT”) Grant Offer, JMAA: Authorization to Accept Two (2) MDOT Grant Offer.....Page 61*

RESOLUTION CY-2019-111

RESOLUTION GRANTING AUTHORITY TO ACCEPT MISSISSIPPI DEPARTMENT OF TRANSPORTATION (“MDOT”) GRANT OFFER

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

WHEREAS, the Board has considered Staff’s request for authority to accept two (2) Mississippi Department of Transportation (“MDOT”) grant offers to provide professional and construction services for projects at the Jackson-Medgar Wiley Evers International Airport (“JAN”) and the Hawkins Field Airport (“HKS”); and

WHEREAS, the grants will support the following projects: (i) HKS Runway 16/34 Rehabilitation Project; (ii) International Drive Rehabilitation (Project No. 011-17); (iii) Perimeter Service Road Rehabilitation (Project No. 001-15); and (iv) 5th Floor and West Concourse Roof Replacement (Project No. 011-018); and

WHEREAS, JMAA is requesting authority to accept an MDOT grant for the maximum possible MDOT grant amount of \$200,000.00; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated July 22, 2019, found at pages 61-62 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that Staff is authorized to accept two (2) Mississippi Department of Transportation (“MDOT”) grant offers to provide professional and construction services for projects at the Jackson-Medgar Wiley Evers International Airport (“JAN”) and the Hawkins Field Airport (“HKS”); and

IT IS, THEREFORE, FURTHER RESOLVED that the grants will support the following projects: (i) HKS Runway 16/34 Rehabilitation Project; (ii) International Drive Rehabilitation (Project No. 011-17); (iii) Perimeter Service Road Rehabilitation (Project No. 001-15); and (iv) 5th Floor and West Concourse Roof Replacement (Project No. 011-018); and

IT IS, THEREFORE, FURTHER RESOLVED that JMAA is authorized to accept an MDOT grant for the maximum possible MDOT grant amount of \$200,000.00; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated July 22, 2019, found at pages 61-62 of the Meeting Packet.

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

July 22, 2019

F. Other Matters

1. *Federal Legislative Consulting Services, JMAA: Authorization to Extend Existing Agreement (The Signal Group Consulting, LLC).....Page 63*

RESOLUTION CY-2019-112

RESOLUTION GRANTING AUTHORITY TO EXERCISE A ONE (1) YEAR OPTION TO RENEW THE EXISTING AGREEMENT WITH THE SIGNAL GROUP CONSULTING, LLC

Upon motion by Commissioner Martin, seconded by Commissioner LTC(R) Wright, the following **RESOLUTION** was made and approved by majority vote 4-1-0.

WHEREAS, the Board has considered Staff's request for authority, after review by legal counsel for JMAA, to exercise a one-year option to renew the existing agreement with the Signal Group Consulting, LLC ("Signal"); and

WHEREAS, the new term would run from July 2019 to July 2020 at the current rate of \$8,333.33 per month or \$100,000.00 annually, inclusive of expenses; and

WHEREAS, Signal shall be supported in its "federal lobbying" efforts by Exstare Federal Services Group ("Exstare") of Alexandria, Virginia, a JMAA-certified Disadvantaged Business Enterprise Exstare which shall receive 25% of the amounts paid to Signal under the extended agreement; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated July 22, 2019, found at pages 63-65 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that Staff is authorized, after review by legal counsel for JMAA, to exercise a one-year option to renew the existing agreement with the Signal Group Consulting, LLC ("Signal"); and

IT IS, THEREFORE, FURTHER RESOLVED that the new term will run from July 2019 to July 2020 at the current rate of \$8,333.33 per month or \$100,000.00 annually, inclusive of expenses; and

IT IS, THEREFORE, FURTHER RESOLVED that Signal shall be supported in its "federal lobbying" efforts by Exstare of Alexandria, Virginia, a JMAA-certified Disadvantaged Business Enterprise, Exstare which shall receive 25% of the amounts paid to Signal under the extended agreement; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated July 22, 2019, found at pages 63-65 of the Meeting Packet.

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

July 22, 2019

2. *Amendment of and Ratification of All Payments to Contractor Based on Board Resolution CY-2017-82., Board Memorandum No. Maintenance 2017-05, Board Resolution CY-2018-104, Board Memorandum No. Maintenance 2018-06, Board Resolution CY-2019-90, and Board Memorandum No. Maintenance 2019-08 (Clemie Roger Stewart, Jr. dba Mississippi Yard Barber).....Page 66*

RESOLUTION CY-2019-113

RESOLUTION AMENDING AND RATIFYING ALL PAYMENTS TO CONTRACTOR BASED ON BOARD RESOLUTION CY-2017-82, BOARD MEMORANDUM NO. MAINTENANCE 2017-05, BOARD RESOLUTION CY-2018-104, BOARD MEMORANDUM NO. MAINTENANCE 2018-06, RESOLUTION CY-2019-90, BOARD MEMORANDUM NO. 2019-08

Upon motion by Vice-Chairman Bernard, seconded by Commissioner Martin, the following **RESOLUTION** was made and approved by unanimous vote 5-0-0.

WHEREAS, the Board has considered Staff's request for amendments to Board Resolution CY-2017-82., Board Memorandum No. Maintenance 2017-05, Board Resolution CY-2018-104, Board Memorandum No. Maintenance 2018-06, Board Resolution CY-2019-90, and Board Memorandum No. Maintenance 2019-08, to reflect that the entity to which those lawn care and lawn maintenance contracts were awarded was "Clemie Roger Stewart, Jr. dba Mississippi Yard Barber" rather than "MS Yard Barber LLC" or "Mississippi Yard Barber, LLC;" and

WHEREAS, the Board has also considered Staff's request the Board ratify and adopt all actions taken by Staff in payment of invoices pursuant to Board Resolution CY-2017-82 and Board Resolution CY-2018-104, as retroactively authorized; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated July 22, 2019, found at pages 66-67 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that Board Resolution CY-2017-82., Board Memorandum No. Maintenance 2017-05, Board Resolution CY-2018-104, Board Memorandum No. Maintenance 2018-06, Board Resolution CY-2019-90, and Board Memorandum No. Maintenance 2019-08, are amended to reflect that the entity to which those lawn care and lawn maintenance contracts were awarded was "Clemie Roger Stewart, Jr. dba

Mississippi Yard Barber” rather than “MS Yard Barber LLC” or “Mississippi Yard Barber, LLC;” and

IT IS, THEREFORE, FURTHER RESOLVED that all actions taken by Staff in payment of invoices pursuant to Board Resolution CY-2017-82 and Board Resolution CY-2018-104 are retroactively authorized; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated July 22, 2019, found at pages 66-67 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Martin, Wright

Nays: None

Abstentions: None

July 22, 2019

OPEN SESSION

The Board, pursuant to the motion of Commissioner LTC(R) Wright, seconded by Commissioner Martin, by unanimous vote, resolved to close the Meeting. Chairman Harris asked all, except Mr. Perry Miller, Interim CEO, Mr. Darion Warren, and attorneys from Walker Group, PC to vacate the room.

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

The Board went into Closed Session at 4:26 p.m.

CLOSED SESSION

After discussion regarding matters proposed to be discussed in Executive Session, Commissioner Martin moved that the Board enter Executive Session to consider: a potential litigation matter regarding a construction project; a personnel matter regarding the classification of employees; a pending litigation matter, JMAA v. Bryant et al.; a pending litigation matter, WDM Enterprises LLC v. JMAA; and a personnel matter regarding an incumbent employee. Commissioner LTC(R) Wright seconded the motion, and the Commissioners unanimously resolved to enter Executive Session for the stated purposes.

The Closed Session ended at 4:36 p.m.

OPEN SESSION

Chairman Harris then invited all persons outside the room to re-enter, and some did. Chairman Harris then stated in Open Session that the Board, during Closed Session, voted to enter Executive Session

to discuss: a potential litigation matter regarding a construction project: a personnel matter regarding the classification of employees; a pending litigation matter, JMAA v. Bryant et al.; a pending litigation matter, WDM Enterprises LLC v. JMAA; a personnel matter regarding an incumbent employee; and a personnel matter regarding an incumbent employee. Further, she stated that Commissioner Martin made the motion to go into Executive Session and Commissioner LTC(R) Wright seconded the motion. Continuing, she said the Commissioners unanimously resolved to enter Executive Session for the stated purposes.

Chairman Harris asked all present, except for Mr. Perry Miller, Interim CEO, Mr. Darion Warren, Interim COO, and attorneys from Walker Group, PC to vacate the room.

The Board went into Executive Session at 4:38 p.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed the following: a potential litigation matter regarding a construction project; a personnel matter regarding the classification of employees; a pending litigation matter, JMAA v. Bryant et al.; a pending litigation matter, WDM Enterprises LLC v. JMAA; a personnel matter regarding an incumbent employee; and a personnel matter regarding an incumbent employee.

1. *The Board took no action as to the potential litigation matter regarding a construction project.*

The following employees of IMS Engineering in Jackson, MS, Mr. Tommy Avant, Vice-President, and Mr. George Ford entered the Executive Session at 4:49 p.m., regarding the discussion about the potential litigation matter regarding a construction project. Mr. Avant and Mr. Ford exited the Executive Session at 5:00 p.m.

2. *The Board took no action as to the pending litigation matter, JMAA v. Bryant et al.*
3. *The Board took no action as to the pending litigation matter, WDM Enterprises LLC v. JMAA.*
4. *The Board took the following action as to the personnel matter regarding the classification of employees.*

RESOLUTION CY-2019-114

RESOLUTION ADOPTING THE AMENDED ORGANIZATIONAL CHART FOR THE JACKSON MUNICIPAL AIRPORT AUTHORITY

Upon Motion by Commissioner Martin, seconded by Vice-Chairman Bernard, the following **RESOLUTION** was made and approved by majority vote 4-0-1.

WHEREAS, the Jackson Municipal Airport Authority (“JMAA”) previously adopted an Organizational Chart for JMAA; and

WHEREAS, Perry Miller, Interim CEO, recommend amending the management structure of JMAA’s current Organizational Chart in order for JMAA to operate more efficiently, effectively, and expeditiously; and

WHEREAS, the Board of Commissioners of JMAA reviewed and studied the proposed amended Organizational Chart, a copy of which is attached to this Resolution as Exhibit 1, and the Board finds that said proposed amended Organizational Chart should be adopted and implemented as the Organizational Chart for JMAA.

IT IS, THEREFORE, RESOLVED that the Board approves the proposed amended Organizational Chart, a copy which is attached as Exhibit 1 to this Resolution, as the Organizational Chart for the Jackson Municipal Airport Authority and authorizes the use and implementation of said amended Organizational Chart.

Yeas: Bernard, Harris, Martin, Wright

Nays: None

Abstentions: Henley

July 22, 2019

Michael Gater, Director of Human Resources and Administration, entered the Executive Session at 5:41 p.m., for the discussion regarding the Organizational Chart for JMAA. Mr. Gater exited the Executive Session at 5:56 p.m.

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

RESOLUTION CY-2019-115

RESOLUTION RATIFYING THE INTERIM CHIEF EXECUTIVE OFFICER’S OFFER OF EMPLOYMENT AND A COMPENSATION PACKAGE TO AN EXECUTIVE LEVEL EMPLOYEE

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

WHEREAS, JMAA’s Interim CEO previously offered employment to an executive-level employee and a compensation package specified during Executive Session. Further, the compensation amount for the position became effective on the date the executive-level position was accepted, as specified during Executive Session; and

WHEREAS, the Board has considered the JMAA’s Interim CEO’s offer of employment to an

executive-level employee and a compensation package specified during Executive Session. Further, the Board considered the date that the employment was offered and accepted and, therefore, became effective; and

IT IS, THEREFORE, RESOLVED that the Board, after considering the employment, compensation package, and start date specified during the Executive Session, ratifies JMAA's Interim CEO's offer of employment to an executive-level employee and a compensation package specified during Executive Session; and

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

July 22, 2019

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

Darion Warren, Interim COO, exited the Executive Session at 6:19 p.m.

RESOLUTION CY-2019-116

RESOLUTION REGARDING A CONTINGENCY PLAN AS TO THE CHIEF EXECUTIVE OFFICER OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY

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

WHEREAS, JMAA's current Chief Executive Officer, Perry Miller's employment as JMAA's Chief Executive Office will end at the close of business August 9, 2019; and

WHEREAS, the Board has considered a contingency plan as to the Chief Executive Officer position at JMAA to be implemented on August 10, 2019, as specified during Executive Session.

IT IS, THEREFORE, RESOLVED that, as to the Chief Executive Officer position at JMAA, the Board adopts a contingency plan, if, on August 10, 2019, the circumstances identified during Executive Session occur.

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

July 22, 2019

Upon motion by Commissioner Martin, seconded by Vice-Chairman Bernard, and unanimous

approval of the Commissioners present, the Executive Session ended at 6:40 p.m.

OPEN SESSION

Open Session reconvened at 6:43 p.m.

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

Chairman Harris announced that the meeting was open. She then announced that during Executive Session, the above-stated actions were taken as to a personnel matter regarding the classification of employees; a personnel matter regarding an incumbent employee; and an additional personnel matter regarding an incumbent employee. She also announced that no action was taken as to a potential litigation matter regarding a construction project; a pending litigation matter, JMAA v. Bryant et al.; and a pending litigation matter, WDM Enterprises LLC v. JMAA.

G. New Business

Commissioner Pastor Henley announced that it is Mr. Perry Miller, Interim CEO's last meeting and thanked him for his service, informed Mr. Miller that he would be praying for him and his family and wished him "God Speed" moving forward.

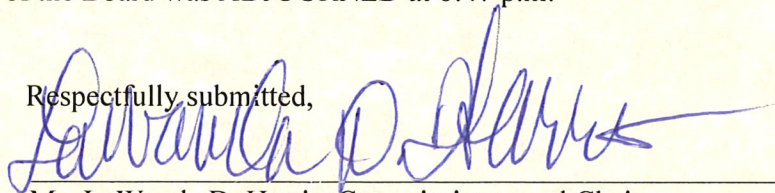
Each of the Commissioners, along with the attorneys from the Walker Group, PC, expressed their appreciation to Mr. Miller for his service at JMAA and wished him well.

Mr. Miller then thanked everyone for their support and JMAA Staff for supporting him during his tenure at JMAA.

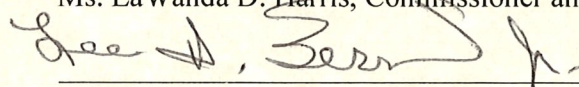
VIII. ADJOURNMENT

Thereafter, it was moved by Commissioner Martin, seconded by Chairman Harris, and resolved by a unanimous vote, that the meeting of the Board was ADJOURNED at 6:47 p.m.

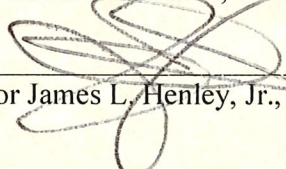
Respectfully submitted,



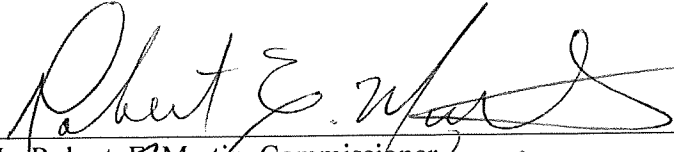
Ms. LaWanda D. Harris, Commissioner and Chairman



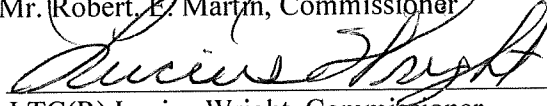
Mr. Lee A. Bernard Jr., Commissioner and Vice-Chairman



Pastor James L. Henley, Jr., Commissioner



Mr. Robert E. Martin, Commissioner



LTC(R) Lucius Wright, Commissioner