

**COMBINED RESCHEDULED REGULAR WORK SESSION AND RESCHEDULED
REGULAR MEETING OF JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS
DECEMBER 17, 2018**

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

The Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority” and “JMAA”) convened its December 17, 2018 Combined Rescheduled Work Session and Rescheduled Regular Board Meeting in the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi, at 8:30 a.m. on Monday, December 17, 2018 (the “Meeting”), pursuant to proper notice. Copies of the Notice rescheduling the December 20, 2018 Work Session, the Notice Rescheduling the December 24, 2018 Board Meeting, and the Notice of the Consolidated Rescheduled Work Session and Rescheduled Board Meeting are attached as Exhibits to the December 17, 2018 Consolidated Rescheduled Work Session and Rescheduled Board Meeting (“Meeting”) Minutes.

Chairman LaWanda D. Harris, presided, called the Meeting to order at 8:31 a.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
Pastor James L. Henley Jr., Commissioner
LTC(R) Lucius Wright, 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 Combined Rescheduled Work Session and Rescheduled Board Meeting scheduled for Monday, December 17, 2018, 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:

Carl D. Newman, A.A.E., JMAA’s Chief Executive Officer
Perry Miller, M.S., A.A.E., I.A.P. JMAA’s Chief Operating Officer
John R. May, Esq., Attorney at Law, JMAA’s Chief Legal 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 12-17-18**

II. INVOCATION

Commissioner Pastor Henley gave the Invocation.

III. APPROVAL OF BOARD NOTICES

- A. Notice of the Rescheduling of the December 2018 Pre-Work Session from Monday, December 17, 2018, to Friday, December 14, 2018.
- B. Notice of the Rescheduling of the December 20, 2018 Regular Monthly Work Session.
- C. Notice of the Rescheduling of the December 24, 2018 Regular Monthly Meeting.
- D. Notice of the Combined Rescheduled December 20, 2018 Regular Monthly Work Session and Rescheduled December 24, 2018, Regular Monthly Meeting.
- E. Notice of Board of Commissioners' Facilitated Retreat Meetings on Monday, December 3, 2018, and Tuesday, December 4, 2018.
- F. Notice of Board of Commissioners Attending JMAA's Hinds County MS Delegation Christmas Luncheon at the Mississippi State Capitol on Tuesday, December 18, 2018.

RESOLUTION CY-2018-168

APPROVAL OF THE NOTICES AS TO: (I) RESCHEDULING THE DECEMBER 17, 2018 PRE-WORK SESSION; (II) RESCHEDULING THE DECEMBER 20, 2018 REGULAR WORK SESSION; (III) RESCHEDULING THE DECEMBER 24, 2018 REGULAR MONTHLY BOARD MEETING; (IV) THE COMBINED RESCHEDULED DECEMBER 20, 2018 WORK SESSION AND RESCHEDULED DECEMBER 24, 2018 REGULAR MONTHLY BOARD MEETING; (V) THE BOARD OF COMMISSIONERS' FACILITATED RETREAT MEETINGS; AND (VI) THE BOARD OF COMMISSIONERS ATTENDING JMAA'S HINDS COUNTY MS DELEGATION CHRISTMAS LUNCHEON

After discussion and review, and upon the motion made by Vice-Chairman Bernard, 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 following: (i) Notice of the Rescheduling of the December 17, 2018 Pre-Work Session; (ii) Notice of the Rescheduling of the December 20, 2018 Regular Work Session; (iii) Notice of the Rescheduling of the December 24, 2018 Regular Board Meeting; (iv) Notice regarding the Consolidated Rescheduled December 20, 2018 Work Session and Rescheduled December 24, 2018 Board Meeting; (v) Notice regarding the Board of Commissioners' Facilitated Retreat Meetings on Monday, December 3, 2018, and Tuesday, December 4, 2018; and (vi) Notice regarding Board of Commissioners attending JMAA's Hinds County MS Delegation Christmas Luncheon at the Mississippi State Capitol on Tuesday, December 18, 2018.

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

Abstentions: None

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IV. APPROVAL AND EXECUTION OF MINUTES

A. Combined Rescheduled Regular Work Session and Rescheduled Meeting of the Board of Commissioners, November 19, 2018.

B. Board of Commissioners' Facilitated Retreat Minutes, December 3, 2018.

C. Board of Commissioners' Facilitated Retreat Minutes, December 4, 2018.

RESOLUTION CY-2018-169

APPROVAL OF THE COMBINED RESCHEDULED NOVEMBER REGULAR WORK SESSION AND RESCHEDULED REGULAR BOARD MEETING MINUTES, NOVEMBER 19, 2018

After discussion and review and upon the motion made by Commissioner LTC(R) Wright, seconded by Vice-Chairman Bernard, the Minutes of the Combined November 19, 2018 Rescheduled Regular Work Session and Rescheduled Regular Board Meeting of the Commissioners were approved by unanimous vote of the Commissioners, and the Minutes of the Board of Commissioners December 3, 2018 and December 4, 2018 Facilitated Retreat were approved by majority vote 3-0-1, of the Commissioners, and the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Minutes of November 19, 2018 Combined Rescheduled Regular Work Session and Rescheduled Regular Board Meeting of the Commissioners, and the Minutes of the Board of Commissioners December 3, 2018 and December 4, 2018 Facilitated Retreat, as presented, and directs that said Minutes be filed in the appropriate Minute Book and Records of the Authority; and

Votes of the Commissioners as to the Minutes of the Combined November 19, 2018 Rescheduled Regular Work Session and Rescheduled Regular Board Meeting:

Yeas: Bernard, Harris, Henley, Wright

Nays: None

Abstentions: None

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Votes of the Commissioners as to the Minutes of the December 3, 2018 and December 4, 2018 Facilitated Retreat:

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

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Commissioner Pastor Henley abstained from approving the Retreat minutes because he did not attend the Retreat.

V. PUBLIC COMMENTS

Chairman Harris asked JMAA Staff if any person signed the Public Comments Sign-In Sheet. In response, JMAA Staff stated that Commissioner Pastor James L. Henley, Jr., signed the Public Comments Sign-In Sheet requesting to make a comment.

Commissioner Pastor James L. Henley, Jr., left his seat at the Commissioners' Table and approached the podium to make public comments. After reaching the podium, Commissioner Pastor Henley read Section 31-7-57(1) of Miss. Code of 1972 (2018) entitled "Individual liability for unlawful expenditures; disposition of recovered funds" in its entirety. Then Commissioner Pastor Henley returned to his seat at the Commissioners' Table.

VI. REPORTS

A. Report from the Chairman

Chairman Harris announced that she did not have a report. Continuing, she said, "Tis the Season" and encouraged everyone to be glad and merry during the Holiday Season.

B. Chief Executive Officer

Mr. Carl D. Newman, CEO, wished Happy Holidays to everyone and stated that he is looking forward to the Holiday Season at the Jackson-Medgar Wiley Evers International Airport.

**1. Airport Project Manager Summary, Period Ending
November 30, 2018.....Page 1¹**

Mr. Newman then directed the Board's attention to the Airport Project Manager Summary ("APMS"), found at pages 1-17 in the December 17, 2018 Combined Rescheduled Work Session and Regular Board Meeting Packet and distributed to the Board before the December 17, 2018 Combined Rescheduled Work Session and Regular Board Meeting. The Board reviewed the Report and had no questions.

¹ The page numbers herein are the page numbers contained in the Meeting Packet which is attached as an Exhibit to the December 17, 2018 Combined Rescheduled Work Session and Rescheduled Board Meeting ("Meeting") Minutes.

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

Mr. Newman directed the Board’s attention to the Airport Activity Statistics Report (“AASR”), found at pages 18-30 in the December 17, 2018 Combined Rescheduled Work Session and Regular Board Meeting Packet and distributed to the Board before the December 17, 2018 Combined Rescheduled Work Session and Regular Board Meeting. The Board reviewed the Report and had no questions.

3. Staff Introduction

Mr. Newman then introduced John R. May, Esquire, as JMAA’s Chief Legal Officer. Mr. Newman then invited Attorney May to make remarks.

In response, Mr. May outlined his educational background and work experience. Further, he stated that he is pleased to be working at JMAA.

4. Eliza Pillars IV 2018 Scholarship Gala

Next, Mr. Newman announced that he and several staff members attended the Eliza Pillars IV 2018 Scholarship Gala on Friday, December 14, 2018. He said that it was a great event. He congratulated Chairman Harris for the successful event.

Chairman Harris then thanked Mr. Newman and others who supported the event.

5. Local DBE Program Update

Mr. Newman recognized Ms. Sharon Carter, DBE Manager, to discuss the statistics as to payments by JMAA to minority businesses and City of Jackson, MS-based businesses during November 2018.

Ms. Carter gave the Board the following payment statistics of JMAA during November 2018, as to minority businesses and City of Jackson, MS-based businesses:

- Percentage of direct and indirect payments to MWBE or DBE Firms: 30% of the total amount of eligible payments; and
- Percentage of payments to City of Jackson, MS-based firms: 44% of the total amount of eligible payments.

6. Signal Group-Legislative Update

Next, Mr. Newman announced that Signal Group was present to provide an update as to federal legislative matters concerning JMAA. He asked Mr. Sam Whitehorn, Managing Director, and Mr. Rob Chamberlin, Managing Director, both of Signal Group, and Ms. Nancy

West, President of Exstare Federal Services Group, LLC, to address the Board.

The group presented the information provided in the PowerPoint Presentation entitled "JACKSON MUNICIPAL AIRPORT AUTHORITY: BOARD MEETING DECEMBER 17, 2018." The PowerPoint Presentation is attached as an exhibit to the December 17, 2018 Combined Work Session and Board Meeting Minutes.

During the presentation, some of the Commissioners asked questions and discussion took place:

In response to Commissioner Pastor Henley's inquiries, Mr. Whitehorn confirmed that Signal represents American Airlines and Federal Express and that American Airlines is against increasing the Passenger Facility Charges ("PFC"). Afterward, Mr. Chamberlin informed the Board that Signal does not have any conflicts as to its representation of JMAA and American Airlines because Signal does not represent any airlines regarding the PFC issue. He added that prior to representing any client, Signal ensures that there are no conflicting interests.

Commissioner Pastor Henley then asked what the actual dollar amount of grants that Signal secured for JMAA for either JAN or Hawkins during Signal's tenure as JMAA's federal lobbyist is. Responding, Mr. Whitehorn stated that Signal has not obtained any grant awards for JMAA.

Next, Commissioner Pastor Henley and Chairman Harris discussed Commissioner Pastor Henley's line of questioning and the additional questions Commissioner Pastor Henley wanted to ask.

Commissioner LTC(R) Wright requested each Commissioner receive copies of Signal's PowerPoint Presentation. Further, he stated that he urges Signal and JMAA Staff to obtain grant funds for Hawkins Field.

C. Attorney

1. Attorney Walker requested that the Board consider a Resolution amending JMAA's Agreement with Retired Justice Fred L. Banks Jr. and Phelps Dunbar LLP.

Chairman Harris requested JMAA Staff to provide the Commissioners with additional information about the services of Retired Justice Fred L. Banks, Jr. and Phelps Dunbar LLP.

The Board had some additional discussion concerning the Agreement. Afterward, Chairman Harris asked that the motion cover a six (6) months period and that JMAA Staff present to the Board an itemized report at the May 2019 Board Meeting as to services during the six (6) month period.

Commissioner Pastor Henley then made the below motion to include Chairman Harris's requests.

RESOLUTION CY-2018-170

RESOLUTION AUTHORIZING AMENDMENT TO PROFESSIONAL SERVICE AGREEMENT WITH RETIRED JUSTICE FRED L. BANKS, JR. AND PHELPS DUNBAR LLP

Upon motion by Commissioner Pastor Henley, seconded by Commissioner LTC(R) Wright the following **RESOLUTION** was made and approved by a unanimous vote.

WHEREAS, the Board, in Resolution CY-2015-45, authorized the filing of litigation by Retired Justice Fred L. Banks, Jr., and Phelps Dunbar LLP, and John L. Walker, Esq. and Walker Group, PC regarding 2016 SB 2162; and

WHEREAS, the litigation was filed in the United States District Court for the Southern District of Mississippi, the lawsuit is ongoing, and there is a need to amend the agreement to increase, in the amount of \$300,000.00, the maximum amount of the agreement for Retired Justice Fred L. Banks, Jr. and Phelps Dunbar LLP, effective as of December 17, 2018; and

WHEREAS, the Board wants to evaluate the terms of the contract with Retired Justice Fred L. Banks, Jr., and Phelps Dunbar LLP, six (6) months from December 17, 2018; and

WHEREAS, Staff shall provide the Board of Commissioners with an itemized report regarding the services of Phelps Dunbar LLP during the six (6) months period after December 17, 2018, at which time the contract with Retired Justice Fred L. Banks, Jr., and Phelps Dunbar LLP will be evaluated.

IT IS, THEREFORE, RESOLVED that the Board approves amending the Professional Services Agreement with Retired Justice Fred L. Banks, Jr., and Phelps Dunbar LLP, regarding the ongoing litigation, to increase, in the amount of \$300,000.00, the maximum amount payable to Retired Justice Banks, Jr. and Phelps Dunbar LLP, plus expenses such as court fees, court reporter fees, etc., effective as of December 17, 2018; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board will evaluate the terms of the contract with Retired Justice Fred L. Banks, Jr., and Phelps Dunbar LLP, six (6) months from December 17, 2018; and

IT IS, THEREFORE, FURTHER RESOLVED that JMAA Staff shall provide the Board of Commissioners with an itemized report as to services of Phelps Dunbar LLP for the six (6) months period after December 17, 2018 at which time the contract with Retired Justice Fred L. Banks, Jr., and Phelps Dunbar LLP will be evaluated.

Yeas: Bernard, Harris, Henley, Wright

Nays: None

Abstentions: None

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2. Attorney Walker then announced that there are several matters that he recommends the Board take up during an Executive Session. Therefore, he recommended the Board enter into Closed Session to consider whether to go into Executive Session regarding those matters at an appropriate time.

Lastly, he wished God's Blessings to the Board and JMAA Staff during the Christmas and New Year's Holiday.

VII. ACTION ITEMS

A. Financial Matters

1. Financial Reports for November 2018:

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

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

Chairman Harris directed the Board's attention to the Balance Sheet and Income Statement for November 2018. Mr. Newman recognized Ms. Arnetrius Branson, CFO, and asked her to address the Board.

Ms. Branson provided highlights of the major components of the Balance Sheet and Income Statement for November 2018, which appear at pages 31-34 in the Packet. Ms. Branson further presented from the JMAA PowerPoint Presentation at pages 4-8. The JMAA PowerPoint Presentation is attached as an exhibit to the December 17, 2018 Combined Rescheduled Work Session and Rescheduled Board Meeting Minutes.

Next, in response to Commissioner Pastor Henley's question, Ms. Branson confirmed that the Balance Sheet appearing in the December 17, 2018 Meeting Packet is incorporated into the Docket being considered during the December 17, 2018 Combined Meeting.

Commissioner Pastor Henley then moved that the Board go into a Closed Session to discuss whether going into an Executive Session is appropriate, and Vice-Chairman Bernard seconded the motion.

Thereafter, Chairman Harris stated that the Board should continue with the Agenda and consider the motion to go into Executive Session at the end of the Agenda.

Commissioner LTC(R) Wright then moved to table Commissioner Pastor Henley's above-stated motion, Commissioner Bernard seconded that motion, and the motion to table was approved by majority vote 3-0-1.

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

(c) Claims Docket for November 2018: Approve.....Page 35

The Board decided to consider the Claims Docket later during the meeting.

2. Early Issues.....Page 39

The Board did not consider the Early Issue identified in the Packet.

3. Tax-Exempt Financing Compliance Procedure, JMAA: Annual Update.....Page 40

Mr. Newman announced that no action is needed concerning the Tax-Exempt Financing Compliance Procedure-Annual Update. The Board had no questions.

4. Personal Property-Disposal of Surplus Property and Write-Off of Unlocated Property, JMAA: Adoption of Resolution.....Page 42

Ms. Arnetrius Branson, Chief Financial Officer, explained the Board Memorandum for Project Title: “Personal Property: Disposal of Surplus Property and Write-Off of Unlocated Property,” along with the action requests listed therein, Exhibit A: Surplus Property List as of November 30, 2018, Exhibit B: Personal Property List as of November 30, 2018, and a draft of the proposed Resolution, all of which appear at pages 42-60 in the Packet. Ms. Branson further presented from the JMAA PowerPoint Presentation, at pages 11-12. The JMAA PowerPoint Presentation is attached as an exhibit to the December 17, 2018 Combined Rescheduled Work Session and Rescheduled Board Meeting Minutes.

In response to Vice-Chairman Bernard’s inquiry, Ms. Branson informed the Board that there was a personal property audit completed last year. Continuing, Ms. Branson stated that prior to the 2017 audit, JMAA’s previous personal property audit was completed in the 2005-2006-time frame.

Next, Commissioner LTC(R) Wright referenced the items that could not be located and asked if Staff knows what the items are and their approximate value. In response, Ms. Branson referenced the list appearing as Exhibit B on page 60 of the Packet and informed the Board that the items that could not be located are listed in said exhibit. As to the value of the “not located items,” she explained that if there was a value that Staff could identify, the value appears on Exhibit B.

Continuing, Commissioner LTC(R) Wright referenced the items appearing on Exhibit B and asked if there is an estimation of the total current value of those items. In response, Ms. Branson explained that most items are worth zero dollars (\$0.00) today and described the accounting practices utilized by JMAA to determine current value.

In response to Commissioner Pastor Henley's inquiry, Ms. Branson confirmed that the items on the current "not located" list, Exhibit B, did not appear on the "not located" list last year.

Commissioner Pastor Henley, Ms. Branson, and Mr. Newman then held some additional discussion concerning the "not located" list. During which Mr. Newman explained that JMAA Staff was pressed hard to find the items not located. Currently, he added that there is no handover process when there are changes in personnel at JMAA during which new employees when initially employed acknowledge receiving pieces of personal property. Mr. Newman explained that without such a process it is difficult to hold individuals accountable for not located personal property. Further, Mr. Newman stated that Staff is drafting a handover process for future use.

The Board then considered the following:

RESOLUTION CY-2018-171

RESOLUTION DECLARING VARIOUS PIECES OF PERSONAL PROPERTY OWNED BY JACKSON MUNICIPAL AIRPORT AUTHORITY ("JMAA") TO BE SURPLUS PROPERTY; AUTHORIZING JMAA'S STAFF TO SELL AND DISPOSE OF THOSE PIECES OF PERSONAL PROPERTY IN ACCORDANCE WITH SECTION 61-3-19 (2) (b) (c) or (d) MISSISSIPPI CODE OF 1972, AS AMENDED AND AUTHORIZING WRITING OFF UNLOCATED PERSONAL PROPERTY

Upon motion by Vice-Chairman Bernard, seconded by Commissioner LTC(R) Wright, the following **RESOLUTION** was made and unanimous approved.

WHEREAS, JMAA's Staff requested the Board of Commissioners to declare as surplus property, the personal property identified on JMAA's "Surplus Personal Property List as of November 30, 2018" which is attached as Exhibit A ("Surplus Personal Property List as of November 30, 2018"), to this Resolution; and

WHEREAS, if the Board of Commissioners declares as surplus property, certain pieces of Personal Property owned by JMAA, which are identified in Exhibit A attached to this RESOLUTION, JMAA's Staff is requesting authority to dispose of said pieces of personal property; and

WHEREAS, as to the pieces of Personal Property owned by JMAA, identified on Exhibit A attached, JMAA Staff provided to the Board of Commissioners the information required by Section 1.2 of the POLICIES AND PROCEDURES OF JACKSON MUNICIPAL AIRPORT AUTHORITY REGARDING THE SALE OF SURPLUS PROPERTY in Board Memorandum No. Finance 2019-03, dated December 17, 2018, which is located at pages 42 to 44 of the Meeting Packet for December 17, 2018; and

WHEREAS, the Board finds the following as to each piece of Personal Property identified on Exhibit A attached:

1. The pieces of Personal Property are surplus property;
2. The Personal Property is no longer needed for JMAA's purposes and is not to be used in JMAA's operation;
3. There is no state agency, board, commission or any governing authority within the state that has expressed a need or use for the Personal Property and the federal government has not expressed a need or use for the Personal Property;
and
4. The use of the Personal Property for the purpose for which it is to be sold, leased, or otherwise disposed of will promote and foster the development and improvement of JMAA.

WHEREAS, JMAA Staff requested to sell and dispose of the pieces of Personal Property identified on Exhibit A by accepting bids for the sale of the pieces of Personal Property identified on Exhibit A, in accordance with Section 61-3-19 (2) (b), Mississippi Code of 1972, as amended, and the Board authorizes JMAA Staff to sell and dispose of the pieces of JMAA's Personal Property identified on Exhibit A attached in said manner; and

WHEREAS, JMAA Staff requested that, if it is not able to sell and dispose of any of the pieces of Personal Property identified on Exhibit A, by accepting bids for the sale of the pieces of Personal Property identified on Exhibit A, in accordance with Section 61-3-19 (2) (b), Mississippi Code of 1972, as amended, the Board authorize JMAA Staff to sell and dispose of the pieces of Personal Property identified on Exhibit A by either: (i) public sale to the highest bidder, in accordance with Section 61-3-19 (2) (c), Mississippi Code of 1972, as amended; or (ii) by use of an internet auction website, available to the public, in accordance with Section 61-3-19 (2) (d), Mississippi Code of 1972, as amended; and

WHEREAS, JMAA Staff shall act in accordance with POLICIES AND PROCEDURES OF JACKSON MUNICIPAL AIRPORT AUTHORITY REGARDING THE SALE OF PERSONAL PROPERTY during the course of selling and disposing of the pieces of JMAA's Personal Property, identified on Exhibit A attached, and all money received from the sale of the pieces of JMAA's Personal Property, identified on Exhibit A attached, shall be deposited into the account of JMAA for use by JMAA; and

WHEREAS, JMAA Staff, during its 2018 property search efforts, could not locate the personal property identified on Exhibit B attached and Staff requests authority to write off said personal property from JMAA's internal asset subsidiary ledger.

NOW BE IT, THEREFORE, RESOLVED that the Board of Commissioners declares as surplus property the pieces of JMAA's Personal Property, identified on Exhibit A attached; and

NOW BE IT, THEREFORE, FURTHER RESOLVED that the Board of Commissioners authorizes JMAA Staff to sell and dispose of the pieces of JMAA's Personal Property,

identified on Exhibit A attached, by accepting bids for the sale of the pieces of Personal Property identified on Exhibit A, in accordance with Section 61-3-19 (2) (b), Mississippi Code of 1972, as amended; and

NOW BE IT, THEREFORE, FURTHER RESOLVED that if JMAA Staff is not able to sell and dispose of the pieces of Personal Property identified on Exhibit A by accepting bids for the sale of the pieces of Personal Property identified on Exhibit A, in accordance with Section 61-3-19 (2) (b), Mississippi Code of 1972, as amended, the Staff is authorized to sell and dispose of the pieces of Personal Property identified on Exhibit A by either: (i) public sale to the highest bidder, in accordance with Section 61-3-19 (2) (c), Mississippi Code of 1972, as amended; or (ii) by use of an internet auction website, available to the public, in accordance with Section 61-3-19 (2) (d), Mississippi Code of 1972, as amended; and

NOW BE IT, THEREFORE, FURTHER RESOLVED that JMAA Staff shall act in accordance with POLICIES AND PROCEDURES OF JACKSON MUNICIPAL AIRPORT AUTHORITY REGARDING THE SALE OF PERSONAL PROPERTY during the course of selling and disposing of the pieces of JMAA's Personal Property, identified on Exhibit A attached, and all money received from the sale of the pieces of JMAA's Personal Property, identified on Exhibit A attached, shall be deposited into the account of JMAA for use by JMAA; and

NOW BE IT, THEREFORE, FURTHER RESOLVED that JMAA Staff is authorized to write off from JMAA's internal asset subsidiary ledger the personal property identified on Exhibit B attached which Staff could not locate during its 2018 property search efforts.

Yeas: Bernard, Harris, Henley, Wright

Nays: None

Abstentions: None

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B. Construction Projects

1. *Main Terminal 5th Floor and West Concourse Roofs, JAN: Authorization to Advertise for Construction Bids.....Page 61*

Mr. Darion Warren, Director of Capital Programming, explained the Board Memorandum for Project Title: "Jackson-Medgar Wiley Evers International Airport ("JAN") Main Terminal 5th Floor & West Concourse Roofs," and the action requests listed therein, which appear at pages 61-63 in the Packet. Mr. Warren further presented from the JMAA PowerPoint Presentation, at pages 14-18. The JMAA PowerPoint Presentation is attached as an exhibit to the December 17, 2018 Combined Rescheduled Work Session and Rescheduled Board Meeting Minutes.

In response to Commissioner LTC(R) Wright's question, Mr. Warren informed the Board that the 5th-floor office space will be occupied while the roof construction is being completed.

Thus, Mr. Warren added there will be no interruption in work for persons working on the 5th floor.

Next, in response to Commissioner Pastor Henley’s question as to whether JMAA will award a contract to a bidder if the bidder does not have the qualification required by the bid solicitation. Mr. Warren said that JMAA would reject bid as non-responsive.

RESOLUTION CY-2018-172

RESOLUTION: (I) GRANTING AUTHORITY TO PUBLISH A REQUEST FOR BIDS FOR THE MAIN TERMINAL 5TH FLOOR AND WEST CONCOURSE ROOF PROJECT AT THE JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT (“JAN”); (II) APPROVING CONSTRUCTION BUDGET AND CONTINGENCY AMOUNT; AND (III) APPROVAL OF TOTAL PROJECT BUDGET

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

WHEREAS, the Board considered Staff’s request for: (i) authority to advertise for competitive bids for the Main Terminal 5th Floor and West Concourse Roof Project at the Jackson-Medgar Wiley Evers International Airport (“JAN”); (ii) approval of the construction budget and contingency amount not to exceed \$1,336,885.00; and (iii) approval of the total project budget of \$1,435,710.00; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated December 17, 2018, located at pages 61-63 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that: (i) Staff is authorized to advertise for competitive bids for the Main Terminal 5th Floor and West Concourse Roof Project at the Jackson-Medgar Wiley Evers International Airport (“JAN”); (ii) the construction budget and contingency amount not to exceed \$1,336,885.00 is approved; and (iii) the total project budget of \$1,435,710.00 is approved; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated December 17, 2018, found at pages 61-63 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Wright

Nays: None

Abstentions: None

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2. *Maintenance Facility Roof Replacement, JAN: Authorization to Reject and Re-Advertise.....Page 64*

Mr. Darion Warren, Director of Capital Programming, explained the Board Memorandum for Project Title: "Jackson-Medgar Wiley Evers International Airport ("JAN") Maintenance Facility Roof Replacement," and the action requests listed therein, which appear at pages 64-67 in the Packet. Mr. Warren further presented from the JMAA PowerPoint Presentation, at pages 18-22. The JMAA PowerPoint Presentation is attached as an exhibit to the December 17, 2018 Combined Rescheduled Work Session and Rescheduled Board Meeting Minutes.

In response to Commissioner LTC(R) Wright's question, Mr. Warren informed the Board that the responses, to the initial bid, were \$243,412.00 and \$290,880.00. Further, he told the Board that the goal is to have the bids come in below the project estimate and include more local participation. Mr. Newman added that in terms of local participation, Staff is going to double up its efforts to find local roofing contractors that can perform the work needed.

In response to Commissioner Pastor Henley's question, if JMAA would award a contract to an unlicensed contractor, Mr. Warren said JMAA does not award bids to unlicensed contractors.

Lastly, in response to Vice-Chairman Bernard's question, Mr. Warren informed the Board that companies can bid on either project. Mr. Newman then clarified that the projects are different and consist of two (2) different scopes of work. Therefore, a company could bid on either or both projects.

RESOLUTION CY-2018-173

RESOLUTION REGARDING THE MAINTENANCE FACILITY ROOF PLACEMENT PROJECT GRANTING AUTHORITY TO: (I) REJECT THE TWO (2) BIDS RECEIVED; (II) INCREASE THE APPROVED PROJECT BUDGET; AND (III) RE-ADVERTISE FOR CONSTRUCTION BIDS WITH A MODIFIED SCOPE

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

WHEREAS, On September 21, 2018, the Jackson Municipal Airport Authority ("JMAA") Staff received two (2) bids in connection with the Maintenance Facility Roof Replacement Project at Jackson-Medgar Wiley Evers International Airport ("JAN"); and

WHEREAS, both bids exceeded the authorized construction budget of \$192,000.00; and

WHEREAS, JMAA Staff, Durrell Design Group (JMAA's Design Consultant), and Kimley-Horne (JMAA's Project Management Support Services Consultant) collectively "the Design and Project Management Team" determined that the bids were over budget because of market fluctuations causing the cost of materials in the Jackson, MS and surrounding markets to increase, the current large demand for new roof work in the Jackson Metropolitan area, and neither bidder was a local contractor which caused higher overhead costs for them; and

WHEREAS, Staff is requesting authority to: (i) reject the two (2) bids received; (ii) increase the approved project budget to an amount not to exceed \$282,985.00; and (iii) re-advertise for construction bids with a modified scope; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated December 17, 2018, located at pages 64-67 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that on September 21, 2018, the Jackson Municipal Airport Authority (“JMAA”) Staff received two (2) bids in connection with the Maintenance Facility Roof Replacement Project at Jackson-Medgar Wiley Evers International Airport (“JAN”); and

IT IS, THEREFORE, FURTHER RESOLVED that both bids exceeded the authorized construction budget of \$192,000.00; and

IT IS, THEREFORE, FURTHER RESOLVED that JMAA Staff, Durrell Design Group (JMAA’s Design Consultant), and Kimley-Horne (JMAA’s Project Management Support Services Consultant) collectively “the Design and Project Management Team” determined that the bids were over budget because of market fluctuations causing the cost of materials in the Jackson, MS and surrounding markets to increase, the current large demand for new roof work in the Jackson Metropolitan area, and neither bidder was a local contractor which caused higher overhead costs for them; and

IT IS, THEREFORE, FURTHER RESOLVED that Staff is authorized to: (i) reject the two (2) bids received; (ii) increase the approved project budget to an amount not to exceed \$282,985.00; and (iii) re-advertise for construction bids with a modified scope; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests are fully explained in the Memorandum dated December 17, 2018, found at pages 64-67 of the Meeting Packet.

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

December 17, 2018

C. Procurements

None.

D. Service Agreements

1. Memorandum No. Properties 2019-07, JMAA: Board Rescission.....Page 68

Mr. Carl D. Newman, CEO, explained the Board Memorandum for Project Title: “Rescinded Board Memo for Commercial Real Estate Brokerage Services,” and the action request listed therein, which appear at page 68 in the Packet. Mr. Newman further presented from the

JMAA PowerPoint Presentation, on page 25. The JMAA PowerPoint Presentation is attached as an exhibit to the December 17, 2018 Combined Rescheduled Work Session and Rescheduled Board Meeting Minutes.

Commissioner Pastor Henley commented that during the last meeting there was a lot of discussion about the six percent (6%) rate of commission and representatives of the DylanAshton Group, LLC did not correct the percentage amount at that time.

RESOLUTION CY-2018-174

RESOLUTION RESCINDING RESOLUTION CY-2018-163 REGARDING BOARD MEMORANDUM NO. PROPERTIES 2019-07 FOR COMMERCIAL REAL ESTATE BROKERAGE SERVICES

Upon motion by Commissioner LTC(R) Wright, seconded by Vice-Chairman Bernard, the following **RESOLUTION** was made and approved by majority vote 3-1-0.

WHEREAS, Staff is requesting Board rescission of Jackson Municipal Airport Authority (JMAA) Resolution CY-2018-163 related to Memorandum No. Properties 2019-07 (the "Board Memorandum") adopted by the Board at its Combined November 19, 2018 Rescheduled Regular Work Session and Rescheduled Regular Board Meeting, due to an error in that Board Memorandum No. Properties 2019-07 adopted by that Resolution; and

WHEREAS, the Resolution CY-2018-163 and Board Memorandum No. Properties 2019-07, adopted by said Resolution contained an erroneous commission rate of six percent (6%) instead of seven percent (7%) as included on the PowerPoint Presentation to the Board; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated December 17, 2018, located at page 68 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that Resolution CY-2018-163 and Memorandum No. Properties 2019-07 (the "Board Memorandum") adopted by the Board at its Combined November 19, 2018 Rescheduled Regular Work Session and Rescheduled Regular Board Meeting, are rescinded due to an error in that Board Memorandum No. Properties 2019-07 regarding the commission percentage; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such requests is fully explained in the Memorandum dated December 17, 2018, located at page 68 of the Meeting Packet.

Yeas: Bernard, Harris, Wright

Nays: Henley

Abstentions: None

December 17, 2018

2. *Commercial Real Estate Brokerage Services, JMAA: Authorization to Execute a Professional Service Agreement (DylanAshtonGroup, LLC)*

.....Page 69

Mr. Carl D. Newman, CEO, explained the Board Memorandum for Project Title: "Commercial Real Estate Brokerage Services," and the action request listed therein, which appear at pages 69-72 in the Packet. Mr. Newman further presented from the JMAA PowerPoint Presentation, at page 25. The JMAA PowerPoint Presentation is attached as an exhibit to the December 17, 2018 Combined Rescheduled Work Session and Rescheduled Board Meeting Minutes.

Next, Commissioner Pastor Henley commented that he disagrees with giving DylanAshtonGroup, LLC an increased commission rate when the group did not disagree during the November Board Meeting to six percent (6%) commission rate approved at that meeting.

RESOLUTION CY-2018-175

RESOLUTION AUTHORIZING STAFF TO EXECUTE A THREE (3)-YEAR PROFESSIONAL SERVICES AGREEMENT WITH DYLANASHTONGROUP, LLC

Upon motion by Vice-Chairman Bernard, seconded by Commissioner LTC(R) Wright, the following **RESOLUTION** was made and approved by unanimous vote.

WHEREAS, the Board has considered the request of JMAA's Staff for authority to execute, after review by legal counsel for JMAA, a three (3)-year Commercial Real Estate Brokerage Professional Services Agreement in the amount of \$108,000.00 with DylanAshtonGroup, LLC ("Dylan"), a Mississippi limited liability company, with offices in Jackson and Flowood Mississippi; and

WHEREAS, the monthly fee of Dylan for its services is \$3,000.00 monthly, for a total agreement of \$108,000.00 for the three (3)-year term; and

WHEREAS, the three (3)-year Commercial Real Estate Brokerage Professional Services Agreement will include two (2), two (2)-year options to renew, solely and only at JMAA's discretion, upon expiration of the initial term three (3)-year of the Commercial Real Estate Brokerage Professional Services Agreement; and

WHEREAS, Dylan will receive a seven percent (7%) commission on gross rent for up to ten (10) years on any lease of real property consummated during the term of the three (3)-year Commercial Real Estate Brokerage Professional Services Agreement and a five percent (5%) commission for up to five (5) years on renewal leases pending during the terms of the lease; and

WHEREAS, Dylan shall solely and only represent and work on behalf of JMAA as to the scope of work and subject matter of the three (3)-year Commercial Real Estate Brokerage Professional Services Agreement between Dylan and JMAA and any renewal of the Agreement; and

WHEREAS, Dylan will subcontract a portion of the contract to Colliers International Northeast Florida Inc. (“Colliers”), a global Florida Corporation with expertise in real estate services and investment management. Dylan and Colliers will seek commercial real estate development opportunities for the Jackson Municipal Airport Authority (“JMAA”) at the Jackson-Medgar Wiley Evers International Airport (“JAN”) with emphasis on the East Metro Corridor and the Hawkins Field Airport (“HKS”) properties; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated December 17, 2018, located at pages 69-72, ought to be granted.

IT IS, THEREFORE, RESOLVED that JMAA’s Staff is authorized to execute, after review by legal counsel for JMAA, a three (3)-year Commercial Real Estate Brokerage Professional Services Agreement in the amount of \$108,000.00 with DylanAshtonGroup, LLC (“Dylan”), a Mississippi limited liability company, with offices in Jackson and Flowood, Mississippi; and

IT IS, THEREFORE, FURTHER RESOLVED that the monthly fee paid to Dylan for its services is \$3,000.00 monthly, for a total agreement of \$108,000.00 for the three (3)-year term; and

IT IS, THEREFORE, FURTHER RESOLVED that the three (3)-year Commercial Real Estate Brokerage Professional Services Agreement will include two (2), two (2)-year options to renew, solely and only at JMAA’s discretion, upon expiration of the initial term of three (3)-year Commercial Real Estate Brokerage Professional Services Agreement; and

IT IS, THEREFORE, FURTHER RESOLVED that Dylan will receive a seven percent (7%) commission on gross rent for up to ten (10) years on any lease of real property consummated during the term of the three (3)-year Commercial Real Estate Brokerage Professional Services Agreement and a five percent (5%) commission for up to five (5) years on renewal leases pending the terms of the lease; and

IT IS, THEREFORE, FURTHER RESOLVED that Dylan shall solely and only represent and work on behalf of JMAA as to the scope of work and subject matter of the three (3)-year Commercial Real Estate Brokerage Professional Services Agreement between Dylan and JMAA and any renewals of the Agreement; and

IT IS, THEREFORE, FURTHER RESOLVED that Dylan will subcontract a portion of the contract to Colliers International Northeast Florida Inc. (“Colliers”), a global Florida Corporation with expertise in real estate services and investment management. Dylan and Colliers will seek commercial real estate development opportunities for the Jackson Municipal Airport Authority (“JMAA”) at the Jackson-Medgar Wiley Evers International Airport

("JAN") with emphasis on the East Metro Corridor and the Hawkins Field Airport ("HKS") properties; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated December 17, 2018, located at pages 69-72 of the Meeting Packet.

Yeas: Bernard, Harris, Wright

Nays: Henley

Abstentions: None

December 17, 2018

E. Grants

None.

F. Other Matters

- 1. *East Metro Corridor Development Title, JMAA: Adoption of Name*
.....Page 73

Mr. Yul McNair, Business Development Director, explained the Board Memorandum for Project Title: "Branding the East Metro Corridor Development Property" and the action request listed therein, which appear at page 73 in the Packet.

Commissioner LTC(R) Wright expressed concern that the name "Jackson Metro Aeroplex" should include the term "East" as the land being referred to is associated with the "East Metro Corridor" land. Further, he expressed that the term "East" should be included in the name of the property in the event there becomes a "West" Jackson Metro Aeroplex adjacent to Hawkins Field Airport to ensure the two (2) can be differentiated regarding potential opportunities at Hawkins Field Airport.

In response, Mr. Newman stated that Staff needs to create a name for the development land at Hawkins Field which may or may not include the term "Aeroplex." He further said that the reason for the requested title is that JMAA needs to clearly identify JMAA's property and its connection to and ownership by the City of Jackson, MS. He explained that as the reason for the name "Jackson Metro Aeroplex."

The Board held some discussion about the name. Mr. Newman committed to Commissioner LTC(R) Wright that when the time comes, Staff will identify an appropriate name for the property at Hawkins Field Airport.

RESOLUTION CY-2018-176

RESOLUTION FORMALLY ADOPTING “JACKSON METRO AEROPLEX” AS THE NAME OF THE PROPERTY DESIGNATED FOR DEVELOPMENT AT THE JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT (“JAN”), WHICH IS LOCATED ALONG THE EAST METRO CORRIDOR

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

WHEREAS, the Board has considered the request of JMAA’s Staff to formally adopt the name for the property designated for development at Jackson-Medgar Wiley Evers International Airport (“JAN”), which is located along the East Metro Corridor, as being entitled the “Jackson Metro Aeroplex”; and

WHEREAS, the Board finds that such request, which is explained in the Memorandum dated December 17, 2018, located at page 73 of the Meeting Packet, ought to be granted.

IT IS, THEREFORE, RESOLVED that the property designated for development at Jackson-Medgar Wiley Evers International Airport (“JAN”), which is located along the East Metro Corridor, shall have the adopted name of “Jackson Metro Aeroplex”; and

IT IS, THEREFORE, FURTHER RESOLVED that the Board finds that such request is fully explained in the Memorandum dated December 17, 2018, located at page 73 of the Meeting Packet.

Yeas: Bernard, Harris, Henley, Wright

Nays: None

Abstentions: None

December 17, 2018

G. New Business

1. *The Daniels Group: State Legislative Consultants Update*

Chairman Harris invited Mr. Trey Daniels, and Dr. Nicole Lewis, of The Daniels Group to the podium to address the Board and provide an update on the State Legislative Consulting Services.

Mr. Daniels and Dr. Lewis provided some information concerning what the work that his groups had performed since becoming the State Lobbyist for JMAA. They informed the Board of the upcoming Hinds County Delegation Luncheon. Further, they explained Daniels Group’s potential strategy for the Upcoming Legislative Session and gave some of the deadlines related to the Legislative Session.

In response to Commissioner Pastor Henley’s inquiry, Mr. Newman informed the Board that the contract with the Daniels Group had not been executed.

Next, Commissioner Pastor Henley asked Mr. Daniels if The Daniels Group was licensed and registered as a lobbyist with the Mississippi Secretary of State's Office as of November 19, 2018. In response, Mr. Daniels stated that it is registered as a lobbying firm as of December 13, 2018.

Mr. Daniels informed the Board that he is registered and compliant as a lobbyist, and The Daniels Group is registered and compliant.

Next, the Board, along with Attorney Walker and Attorney John May, held some discussion concerning the requirements for lobbying firms with the State of Mississippi Secretary of State's Office.

After the update, Chairman Harris then announced that the Board would revisit the motion for Executive Session regarding Action Item VII. A. Financial Matters that was previously tabled. She then requested a motion to take from the table the previously tabled Motion. Upon motion by Vice-Chairman Bernard, and seconded by Commissioner LTC(R) Wright, and the unanimous vote of the Commissioners, the previously tabled motion to enter Executive Session was taken from the table.

OPEN SESSION

Then, the Board, by majority vote 3-0-1, with Chairman Harris abstaining, resolved to close the Meeting. Chairman Harris asked all, except Mr. Carl Newman, CEO; Attorney John R. May, CLO; and attorneys from Walker Group, PC to vacate the room.

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

The Board went into Closed Session at 10:25 a.m.

CLOSED SESSION

Commissioner LTC(R) Wright then moved that the Board enter Executive Session to discuss: one (1) potential litigation matter related to a State Agency; one (1) potential litigation matter regarding a contract dispute and negligence claim; one (1) pending litigation matter, Jackson Municipal Airport Authority, Et Al. v Governor Phil Bryant, Et Al.; and one (1) pending litigation matter regarding the cities of Pearl, MS, and Flowood, MS. Commissioner Pastor Henley seconded the motion to enter Executive Session, and the Commissioners unanimously resolved to enter Executive Session for the stated purposes.

The Closed Session ended at 10:47 a.m.

OPEN SESSION

Chairman Harris then invited all persons outside the room to re-enter, some did. Chairman Harris

then stated in Open Session that the Board, during Closed Session, voted to enter Executive Session to discuss: one (1) potential litigation matter related to a State Agency; one (1) potential litigation matter regarding a contract dispute and negligence claim; one (1) pending litigation matter, Jackson Municipal Airport Authority, Et Al. v Governor Phil Bryant, Et Al.; and one (1) pending litigation matter regarding the cities of Pearl, MS, and Flowood, MS.

Chairman Harris asked all present, except Mr. Carl Newman, CEO; Attorney John R. May, CLO; and attorneys from Walker Group, PC to vacate the room.

The Board went into Executive Session at 10:49 a.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed the following: one (1) potential litigation matter related to a State Agency; one (1) potential litigation matter regarding a contract dispute and negligence claim; one (1) pending litigation matter, Jackson Municipal Airport Authority, Et Al. v Governor Phil Bryant, Et Al.; and one (1) pending litigation matter regarding the cities of Pearl, MS, and Flowood, MS.

1. *The Board took no action as to the one (1) potential litigation matter related to a State Agency.*
2. *The Board took no action as to the one (1) potential litigation matter regarding a contract dispute and negligence claim.*
3. *The Board took no action as to the one (1) pending litigation matter, Jackson Municipal Airport Authority, Et Al. v Governor Phil Bryant, Et Al.*
4. *The Board took the following action as to the one (1) pending litigation matter regarding the cities of Pearl, MS, and Flowood, MS.*

RESOLUTION CY-2018-177

RESOLUTION OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY'S BOARD OF COMMISSIONERS OPPOSING THE PROPOSED ANNEXATION OF JACKSON MUNICIPAL AIRPORT AUTHORITY'S CONTROLLED REAL PROPERTY IN RANKIN COUNTY, MS, OUTSIDE THE CITY OF JACKSON, MS, CORPORATE LIMITS IN RANKIN COUNTY, MS

Upon motion by Commissioner Pastor Henley, seconded by Vice-Chairman Bernard, the following **RESOLUTION** was introduced, considered, and approved at a duly convened regular meeting of the Jackson Municipal Airport Authority's Board of Commissioners by a unanimous vote of 4-0-0.

WHEREAS, since 1928 the City of Jackson, Mississippi, invested in an airport system comprised of Hawkins Field, a general aviation airport, and what is now known as the

Jackson-Medgar Wiley Evers International Airport, an international commercial airport, named in honor of slain Civil Rights icon and pioneer, Medgar Wiley Evers; and

WHEREAS, the City of Jackson, Mississippi, purchased land in Rankin County, Mississippi, which was subsequently annexed into the corporate limits of the City of Jackson, Mississippi, and which is where the Jackson-Medgar Wiley Evers International Airport (“JAN”) is currently located; and

WHEREAS, in February 1960, the Jackson, Mississippi City Council passed a Resolution in accordance with State law creating the Jackson Municipal Airport Authority (“JMAA”) to manage and operate the City of Jackson’s airport system consisting of Hawkins Field and what is now known as the Jackson-Medgar Wiley Evers International Airport (“JAN”), an international commercial airport; and

WHEREAS, the cities of Flowood, MS, and Pearl, MS, earlier in 2018 filed Petitions in the Chancery Court of Rankin County, MS, to annex land under the control of JMAA in Rankin County, MS, that is located outside the corporate limits of Jackson, MS, located in Rankin County, MS (“JMAA controlled unincorporated land”); and

WHEREAS, the proposed annexation of JMAA controlled unincorporated land by the cities of Flowood, MS, and Pearl, MS, would be extremely detrimental and injurious to the management, growth, and development of the Jackson-Medgar Wiley Evers International Airport (“JAN”) and JMAA; and

WHEREAS, JMAA’s Board of Commissioners unanimously, vehemently opposes and denounces the proposed annexation of JMAA controlled unincorporated land by the cities of Flowood, MS, and Pearl, MS.

IT IS, THEREFORE, RESOLVED that the Jackson Municipal Airport Authority’s Board of Commissioners vehemently opposes and denounces the proposed annexation of JMAA controlled unincorporated land by the cities of Flowood, MS, and Pearl, MS.

Yeas: Bernard, Harris, Henley, Wright

Nays: None

Abstentions: None

December 17, 2018

Upon motion by Commissioner Pastor Henley, seconded by Vice-Chairman Bernard and unanimous approval of the Commissioners, the Executive Session ended at 12:08 p.m.

Open Session reconvened at 12:09 p.m.

OPEN SESSION

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

Chairman Harris announced that the meeting was once again open. She stated that during Executive Session no actions were taken as to: one (1) potential litigation matter related to a State Agency; one (1) potential litigation matter regarding a contract dispute and negligence claim; and one (1) pending litigation matter, Jackson Municipal Airport Authority, Et Al. v Governor Phil Bryant, Et Al. Chairman Harris said that the above-stated action was taken as to one (1) pending litigation matter regarding the cities of Pearl, MS, and Flowood, MS.

Action Item VII. A. Financial Matters

1. Claims Docket for October 2018: Approve.....Page 35

Next, in response to Commissioner Pastor Henley’s inquiry, Ms. Robin Byrd, Procurement Manager, informed the Board that Claim No. 95799 related to funds that were paid by credit card on behalf of a Commissioner. Further, she told the Board that the funds are being refunded to the credit card used for the purchase.

After some additional discussion, Commissioner Pastor Henley moved that the Claims Docket be approved except for Claims No. 95804 and 95799.

Chairman Harris then stated that Commissioner Pastor Henley’s point is noted, but she does not see a reason why Claim No. 95799 should not be approved with the Claims Docket.

Commissioner Pastor Henley then withdrew his motion. The Board, along with Attorney John L. Walker and Attorney John R. May then held some additional discussion and the following was resolved:

RESOLUTION CY-2018-178

Upon motion by Commissioner Pastor Henley, seconded by Vice-Chairman Bernard, the following **RESOLUTION** was made and approved by majority vote 3-1-0.

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 November 30, 2018, which was included in the Packet, at pages 35-38, excluding Claims No. 95799 and No. 95804, and distributed to the Board prior to the December 17, 2018 Combined Rescheduled Work Session and Rescheduled Board Meeting Minutes.

IT IS, THEREFORE, RESOLVED that the Board hereby authorizes payment of the Claims in the amount of \$1,244,581.32, which excludes the amounts of Claims No. 95799 and No. 95804.

Yeas: Bernard, Harris, Wright

Nays: Henley
Abstentions: None

December 17, 2018

2. *Early Issue*

RESOLUTION CY-2018-179

RESOLUTION AUTHORIZING AN EARLY ISSUE PAYMENT FOR VICE-CHAIRMAN LEE A. BERNARD'S TRAVEL TO THE AMERICAN ASSOCIATION OF AIRPORT EXECUTIVES' ("AAAE") 33rd ANNUAL AVIATION ISSUES CONFERENCE

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

WHEREAS, the Board has considered the requests of JMAA's Staff for the authority to make an early issue payment of Fifteen Hundred Dollars (\$1,500.00) to Vice-Chairman Bernard for travel-related expenses related to the 2019 AAAE Aviation Issues 33rd Annual Conference, January 6-10, 2019, in Maui, Hawaii; and

WHEREAS, request for the payment was submitted after the deadline date for payments to be included on the current claims docket; and

IT IS, THEREFORE, RESOLVED that JMAA's Staff is authorized to make early issue payments of Fifteen Hundred Dollars (\$1,500.00) to Vice-Chairman Bernard for travel-related expenses related to the 2019 AAAE Aviation Issues 33rd Annual Conference, January 6-10, 2019, in Maui, Hawaii.

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

December 17, 2018

3. *Balance and Income Statement*

The Board then considered items (a) Balance Sheet and (b) Income Statement under Financial Matters.

RESOLUTION CY-2018-180

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

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

WHEREAS, the Board of Commissioners (the "Board") of the Jackson Municipal Airport Authority (the "Authority") reviewed and considered the Authority's Balance Sheet and Income Statement ("the Financial Reports") for the month and period ending November 30, 2018, which are included in the Packet, at pages 31-34, and were distributed to the Board prior to the December 17, 2018 Combined Rescheduled Work Session and Rescheduled Board Meeting; and

WHEREAS, the Balance Sheet and Income Statement shall be modified to reflect the removal of Claims No. 95799 and No. 95804 from the Claims Docket, that were not approved as a part of the Claims Docket, as stated in Resolution CY-2018-178.

IT IS, THEREFORE, RESOLVED that the Board hereby accepts and approves the November 2018 Financial Reports: Balance Sheet and Income Statement, as revised in accordance with the modifications to the November 2018 Claims Docket for in Resolution CY-2018-178, for October 2018.

Yeas: Bernard, Harris, Henley, Wright

Nays: None

Abstentions: None

December 17, 2018

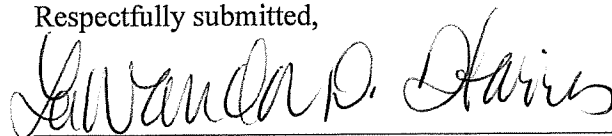
Regarding the Hawkins Field Airport and the South Hangar Project, Vice-Chairman Bernard asked when the construction will begin as to that Project. In response, Mr. Newman stated Staff is working with a prospective tenant as the South Hangar, and Staff will be reporting to the Board about the outcome within a few months.

Commissioner LTC(R) Wright commended Frontier Airlines for its service at Jackson-Medgar Wiley Evers International Airport to date.

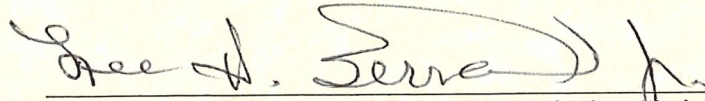
VIII. ADJOURNMENT

Thereafter, it was moved by Vice-Chairman Bernard, seconded by Commissioner LTC(R) Wright, and resolved by a unanimous vote of the Commissioners that the meeting of the Board was ADJOURNED at 12:27 p.m.

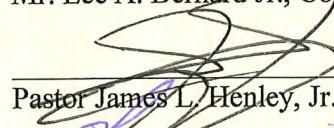
Respectfully submitted,



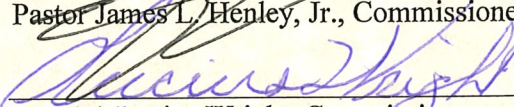
Ms. LaWanda D. Harris, Commissioner, and Chairman



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



Pastor James L. Henley, Jr., Commissioner



LTC(R) Lucius Wright, Commissioner