

**MINUTES OF THE REGULAR WORK SESSION
OF THE JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS**

March 21, 2019

8:30a.m.

- I. **CALL TO ORDER.** The March 21, 2019 Regular Work Session of the Jackson Municipal Airport Authority was called to order by Chairman LaWanda D. Harris at 8:30 a.m.
- II. **ROLL CALL/DECLARATION OF A QUORUM.** Chairman LaWanda D. Harris conducted the Roll Call including herself, Vice-Chair Lee A. Bernard, Jr., Commissioner Pastor James L. Henley, Jr., Commissioner Robert E. Martin, and Commissioner LTC(R) Lucius Wright. All Commissioners were present, and a quorum was declared.
- III. **INVOCATION.** The invocation was given by Commissioner Robert E. Martin.
- IV. **APPROVAL OF NOTICES AND EXECUTION OF MINUTES.** Chairman Harris stated that the approvals would take place on Monday during the Regular Board Meeting.
- V. **PUBLIC COMMENTS.** None
- VI. **REPORTS**
 - A. **Report from the Chairman.**

Chairman Harris stated that she did not have a report. She stated that she hoped that everyone had a Happy St. Patrick's Day and that the Board and the CEO travelled to Washington, D.C. to present JMAA's Legislative Agenda to our Congressional Delegates. She continued that they were received very well; gave kudos to the staff and Mr. Newman regarding the Legislative Booklet; and stated that the Congressional Delegates were impressed with the Booklet and it was easy to follow.
 - B. **Chief Executive Officer.** CEO Newman stated that the Airport Project Manager Summary and Airport Activity Statistics Report Summary ending February 28, 2019 were in their packets and asked the Commissioners if there were any questions. There were none. CEO Newman recognized the passing of TSA Security Director, Mr. David Wynn, provided the details of his funeral service, and asked that we take a moment to observe his remembrance. CEO Newman recognized Ms. Sharon Carter, DBE Program Manager to provide a report on the percentage of DBE participation that appears on the claims docket for this period. There were no additional questions. Prior to proceeding to the Attorney's report,

Chairman Harris introduced the consultant group, P&N and stated that we would hear from them later in the meeting.

- C. Attorney.** Attorney John Walker reported to the Board that the Memorandum that was passed in February was approved by the City Council and as soon as the Mayor signed it we would need to submit it to the Attorney General for approval before implementing. Commissioner Wright asked if Commissioners were eligible to acquire some of the vehicles. Attorney Walker stated that the City of Jackson was in control of it and they would determine who could participate in the auction. Chairman Harris asked Commissioner Henley if he would like to speak on the matter and he stated to Commissioner Wright that if he were him he would get legal advice from someone prior to doing so and the reason he suggested that because Attorney Walker is the Board Attorney and will not give personal legal advice. Commissioner Henley reiterated his previous suggestion to Commissioner Wright regarding Attorney Walker not giving personal legal advice. Attorney Walker stated that regarding surplus property, this was not something the Board could do. Commissioner Harris suggested that the discussion be continued one-on-one and to move ahead with financial matters.

VII. ACTION ITEMS

CEO Newman requested that CFO Arnetrius Branson address the Financial Matters.

A. Financial Matters

- 1. Financial Reports for February 2019: Balance Sheet, Income Statement, and Claims Docket.** CFO Arnetrius Branson presented the Financial Matters. There were no questions about the Balance Sheet or the Income Statement. Chairman Harris asked a question about claim number 096017 pg. 36 regarding FAA \$30,887.75. CEO Newman stated that it was an Early Issue from last month. CFO Branson continued that it was design work for Hawkins Runway 16/34. Chairman Harris also had a question about claim number 096026. CFO Branson stated that this was for the East Metro Corridor Commission. Chairman Harris asked for JMAA? CFO Branson's stated yes for JMAA's portion. Chairman Harris asked if there were a breakdown of the whole entire fee for the East Metro Corridor Commission. CFO Branson stated that she was not sure but could pull the claim would have the breakdown before the meeting was up. Commissioner Harris also asked about claim number 096050 pg. 37 -- \$7,500 for Estare. CFO Branson stated that they were consulting services related to the Board Retreat. Chairman Harris stated that there was a claim last month for the same services. CEO Newman stated that there were two (2) separate payments. Chairman Harris wanted to know the value of the total contract. CEO Newman stated that we would get the total amount of the contract to her. Chairman Harris stated that her last question could be brought up in Executive Session and it was claim number, 096060 pg. 37 for the Board's reference. Commissioner Henley asked a question about claim number, 096030 pg. 36 for \$12,100 Business Office

Konnexions. CFO Branson stated that it was for ten (10) DELL computers. There were no additional questions.

2. **FY2018 Annual Financial Audit, JMAA.** CFO Branson stated that staff was requesting acceptance of the Fiscal Year 2018 Financial Audit prepared by Breazeale, Saunders, and O’Neil, the independent auditors for the Jackson Municipal Airport Authority. CFO Branson continued that, within the Board Packet is a Memo that has the all the key financial metrics stated. CFO Branson further stated that there were representatives at the meeting from Breazeale, Saunders, and O’Neil; and Williams CPA Firm to present their findings and their financial results for 2018. Brent Saunders introduced himself and stated that Pat Baldwin was also present and between them they would be doing the presentation. They guided the Board of Commissioners through the reports. Chairman Harris had a question about which project was started years ago that was written off. The Auditors provided the details of the project which included design work for the proposed terminal renovations and a roof on the east tower. The Auditors continued that this project occurred before any of us were here. There were no questions on the financials. Commissioner Henley made a motion to go into closed session to determine if the Board should go into executive session. Commissioner Bernard seconded the motion. Chairman Harris requested that the Auditors hold the report. The vote was unanimous. Chairman Harris requested that the general public exit the meeting. Chairman Harris reconvened the meeting stating that the Board went into closed session and executive session and took no action. Bruce Williams of Williams CPA Firm completed his portion of the presentation. There were no further questions.

B. Construction Projects.

1. **International Drive Rehabilitation Project, JAN.** Mr. Darion Warren, Director of Capital Programming presented this item requesting authorization to advertise for competitive bids; approval of the construction budget and contingency amount; and approval of the total project budget. There were no questions.

C. Procurements. None

D. Service Agreements.

1. **Jackson Metro Aeroplex Infrastructure Improvements – East Metro Corridor, JAN.** Mr. Darion Warren, Director of Capital Programming presented this item requesting authorization to publish a Request for Qualifications (RFQ); approval of the estimated engineering services budget; and approval of the budget for the design phase of the project. Attorney Walker reference the “tan area”. Mr. Warren stated that it was Site 1. Chairman Harris asked if there were photos of this area. Mr. Warren stated that he thought that we may have some; but has to verify. Chairman Harris

requested Mr. Warren to provide the photos and the presentation to the Board. Commissioner Martin asked what type of businesses were looking at the area and were discouraged because of infrastructure or the lack of? Mr. Warren stated that there were two (2) businesses that were aeronautical manufacturing companies. Commissioner Martin asked specific names and Chairman Harris stated that they could discuss in executive session. Mr. Warren stated that they had the names of the companies. Commissioner Henley asked about when Mr. Warren said tan, he wanted to clarify that it wasn't something that they wanted to use tax financing for and asked what did Mr. Warren mean by that and then asked if he said tan (as in the color) and Mr. Warren stated yes. Chairman Harris discussed that the new statute that would allow the taxing of new non-aeronautical businesses and development that we do in that area that would go to the county. She continued that it was passed and signed upon passage unanimously in the House and the Senate. Commissioner Wright asked Chairman Harris to break the information down further and she stated again that the county could receive taxes on non-aeronautical businesses but not aeronautical businesses. Mr. Warren continued his presentation. Chairman Harris asked if we had any additional information on the MDA grant. Mr. Newman stated not at this point. Mr. Warren continued his presentation and there were no additional questions.

- 2. Pavement Management Program, JAN.** Mr. Darion Warren, Director of Capital Programming presented this item requesting authorization to publish a Request for Qualifications (RFQ) for professional engineering services; approval of the estimated engineering services budget; and approval of the project budget. There were no questions. However, Chairman Harris called for a five (5) minute recess. Chairman Harris reconvened the meeting to continue to move forward with the remaining agenda items.
- 3. Pavement Management Program, HKS.** Mr. Darion Warren, Director of Capital Programming presented this item requesting authorization to publish a Request for Qualifications (RFQ) for professional engineering services; approval of the estimated engineering services budget; and approval of the project budget. There were no questions.
- 4. Apron Development Project, HKS.** Mr. Darion Warren, Director of Capital Programming presented this item requesting authorization to publish Requests for Qualifications (RFQ) for professional engineering services; approval of the estimated engineering services budget; and approval of the budget for this phase of the project. Chairman Harris asked a question about the last sentence regarding how would economic development opportunities at Hawkins be promoted in the West Jackson area; specifically, opportunities for residents in the West Jackson area. Mr. Warren stated opportunities through construction efforts regarding DBE and prime contractors; and also, as it relates to the rental of the hangar space as a revenue generator. CEO

Newman stated that he thought it should be “in” the West Jackson area. Chairman Harris asked if this was about aircraft storage. Mr. Warren answered yes additional pavement to support aircraft storage. Chairman Harris also asked that since we are looking at our Strategic Plan for Hawkins Field if this were something that could wait until we revisit our Strategic Plan or if it were an emergency, does it have to be done this month. CEO Newman stated that he would not call it an emergency; but this is a way to try to get us in a position to receive the grant. Chairman Harris asked when was the grant coming in. Mr. Warren stated that because it’s additional funding, there was no defined date but we were looking to take advantage of it in June 2020; but the caveat is, in order to take advantage of the funding we have to be ready to Proceed once they let us know we have the grant. Chairman Harris asked if it were a year away. Mr. Warren stated yes; but they were trying to build out a schedule and anticipate what schedule would get us to that point. CEO Newman asked if it were a construction grant or design grant. Mr. Warren stated that it was construction grant. CEO Newman asked if the design grant would have to come prior to the construction grant. Mr. Warren answered yes. Commissioner Harris asked which grant they were talking about and will 30 days put the project back. Commissioner Wright commented on the revision of the Strategic Plan for Hawkins Field and some of them not knowing what the layout of Hawkins is and mentioned request for a vehicle tour of Hawkins Field for the Commissioners before doing something with our Strategic Plan because we need more information. Chairman Harris stated that lots of people had been asking about a tour of Hawkins, including Legislators and they are interested in investing in Hawkins Field and continued that the Commissioners need a moment to do that. Chairman Harris continued that she just wants all the Commissioners to be informed before they commit to something that they have to go back to the drawing board on; and asked staff to indulge the Commissioners giving them a month to tour Hawkins Field with the Legislators and Federal Congressional Delegates who would want a tour because up until this point no one had any close eyes on Hawkins Field. Commissioner Wright asked about the Medical Corridor and what was JMAA’s role in developing whatever that Medical Corridor is. He stated that he was sure that someone would inform the Board because JMAA is one of the four (4) major players. Chairman Harris stated yes, those planning meetings were about to start up again. CEO Newman stated that this item could be removed, and we could wait another month. Attorney Walker asked if this would prevent us from applying for the grant and CEO Newman stated no, we have already applied. There were no additional questions

5. **Security Checkpoint Reconfiguration, JAN.** Mr. Darion Warren, Director of Capital Programming presented this item requesting authorization to amend the existing May 16, 2017 Professional Services Contract Agreement for architectural, design, and related services; approval of the additional architectural, design, and related services; approval of the new total contract amount; and approval of the new project budget. There were no questions.

E. Grants. None.

F. Other Matters. None.

G. New Business.

1. Chairman Harris stated that they would hold new business until the executive session and also that the Board needed to go into closed session to determine if they would have to go into executive session.

2. **The Chairman Entertains a Motion to go into closed session to determine if the board should go into executive session.** Commissioner Henley made the motion to go into closed session to determine if there was an additional item that the Board needed to add to go into executive session and Commissioner Bernard seconded the motion. There were no questions. The vote was unanimous. Chairman Harris called the meeting back to order, declaring that it was now back in open session. She further stated that while in closed session, the board agreed that the items that they were going to add to executive session did not meet requirement and stated that they would now go into executive session on the items that they had agreed on and requested the general public to exit the meeting in accordance to law. Chairman Harris reconvened the meeting stating that the Board went into closed session and executive session and took no action.

3. Chairman Harris requested that the representatives from P&N Consulting provide an overview to the Commissioners on the services that they provide. Chairman Harris asked a question regarding change management. The representatives replied when you talk about change management you want to address what have you done recently to either make improvements or address issues within your organization and why was it done, when it was done and how will it impact your future? It's always about future growth and making sure, that your organization is sustainable and that you're reaching, growing, and evolving into what you want to be according to your plan. That involves change, tremendous change for your employees and a big part of that speaks to the culture of your organization and what kind of communication is involved with your employees; not only internal employees, as your customers, but your external customers because if that message is handled correctly and the communication is good, solid, and transparent it will go outside of these walls and that impacts the community you serve. The feedback that you get outside of the community comes into these walls and that impacts whether the change is going to be successful. So, it's all about making sure that everyone is on the same page at all times in the process. There is always going to be bumps in the road and potholes that are going to be huge, but if everybody's knows where they are, and everybody understands that our goal is to get to the other side. If we all want to get to the other side

we can get there, we just have to figure out a way to do it to where we can carry everybody with us. It's all about making sure that the message stays the same for the entire group from the top down to the bottom up. So, there are a lot of developmental opportunities, coaching opportunities, working with individuals who are in management who are in dual roles who might not be comfortable with some of the change that's coming across. In keeping the message, the same, you have to do something differently. Some people need face-to-face meetings, some people do better in teams and committee groups, some people are very visual it's all about addressing everyone's needs when there is change going on. Commissioner Martin asked what made their company unique to qualify to instruct an organization such as this. The consultants stated that within our core team, Human Resources team, we have about forty-five (45) years of experience from down in the trenches all the way up to executive management, and board responsibilities. They continued, outside of the HR service line, and within the rest of consulting we have experience that is off the charts with everything from healthcare to governmental, to public to private, to non-profit. Additionally, we have attorneys, pension fund management, we have everything in our firm so when we are working with an organization we try to do it from a very broad lens. Also, because we are a public accounting firm we have to adhere to AICPA Standards on service so in comparison to a consulting firm that is not inside a CPA firm we have a higher level of standards both from an ethics standpoint and an oversight and management on how we make decisions and give opinions. So, all of our folks are trained, certified, active, credentialled, they participate in their professions so when we show up, depending on what the need is and how we want to help an organization improve, we come with a diverse set of individuals and that diversity in how we deliver services, as well as, the standards is what differentiates us. Commissioner Bernard asked if they were going to do a survey or speak to everyone from the CEO down in the organization. The consultants stated that depends entirely on you. Very seldom do we do a survey or interview everyone at the same level. It depends on what your challenges are, and we would make a recommendation on how we would approach it. Sometimes it's a global survey of all employees, sometimes it's a survey plus individual interviews to get different perspectives, so there are a number of ways to tackle that challenge. Commissioner Wright stated that he noticed that they had a branch office in Baton Rouge and asked if they would have a local address in the Jackson municipal area or in Jackson. They stated that they do not. Their main office is in Baton Rouge and they have an office in New Orleans and six (6) other locations; and work virtually in those locations. There were no additional questions. Chairman Harris thanked the consultants and stated that the Board would definitely very much consider working with the group and in getting us through a point in our organization where we have definitely experienced a lot of change in the past six (6) months. She continued that one thing we want to see is the overall

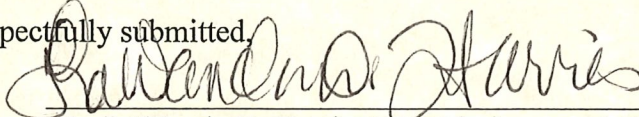
health of the organization and Monday we will make the decision to bring you on. She then asked if there were any additional questions. There were none.

VIII. ADJOURNMENT

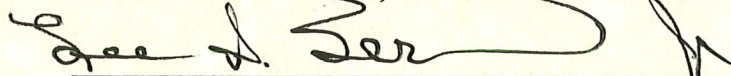
A. Chairman Harris called for a Motion to Adjourn the Meeting.

Motion: Commissioner Bernard; Seconded: Commissioner Martin; No discussion; Vote was unanimous.

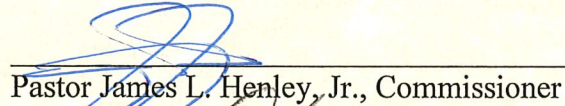
Respectfully submitted,



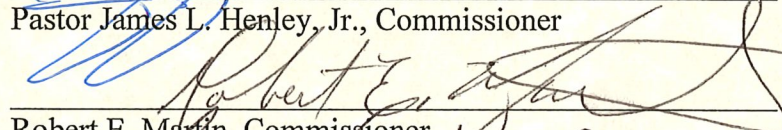
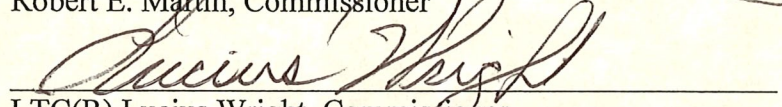
Ms. LaWanda D. Harris, Commissioner and Chairman



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



Pastor James L. Henley, Jr., Commissioner


Robert E. Martin, Commissioner
LTC(R) Lucius Wright, Commissioner