

**REGULAR MONTHLY MEETING OF JACKSON MUNICIPAL
AIRPORT AUTHORITY BOARD OF COMMISSIONERS
NOVEMBER 23, 2015**

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 Regular Meeting in the Community Room, Main Terminal Building, Jackson-Medgar Wiley Evers International Airport (“JAN”), in Jackson, Mississippi, on Monday, November 23, 2015 (the “Meeting”), pursuant to proper notice.

Chairman Rosie L.T. Pridgen, Ph. D., 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:

Rosie L.T. Pridgen, Ph.D., Commissioner and Chairman
Pastor James L. Henley, Jr., Commissioner and Vice Chairman
LaWanda D. Harris, Commissioner
Vernon W. Hartley, Sr., Commissioner

The following Commissioner attended the Meeting telephonically:

Evelyn O. Reed, Commissioner

Chairman Dr. Pridgen 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 Monthly Meeting of the Board scheduled for 4:00 p.m. on Monday, November 23, 2015 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 Chief Executive Officer
Perry Miller, JMAA Chief Operating Officer
John L. Walker, Esq., Walker Group, PC, Attorneys at Law
Kevin Bass, Esq., Walker Group, PC, Attorneys at Law
John Richard May, Jr., Esq., The May Law Firm, PLLC
And persons listed on [EXHIBIT A: Sign in Sheet for 11-23-15](#)

II. INVOCATION

Chairman Rosie L.T. Pridgen, Ph.D., gave the Invocation.

III. APPROVAL AND EXECUTION OF OCTOBER 2015 RESCHEDULED WORK

SESSION AND RESCHEDULED REGULAR BOARD MEETING MINUTES

- A. Rescheduled Regular Work Session of the Board of Commissioners, October 26, 2015
- B. Rescheduled Regular Meeting of the Board of Commissioners, October 27, 2015

RESOLUTION CY-2015-171

APPROVAL AND EXECUTION OF OCTOBER 2015 MINUTES

After discussion and review and upon the motion made by Vice-Chair Pastor Henley, seconded by Commissioner Hartley, the Minutes of the Rescheduled Regular Work Session, October 26, 2015 and the Rescheduled Regular Meeting, October 27, 2015 were approved by the affirmative votes of all Commissioners present and Commissioner Reed telephonically, and the following resolution was made and entered.

RESOLVED, that the Board hereby approves the Minutes of the Rescheduled Regular Work Session, October 26, 2015, and the Rescheduled Regular Meeting of the Board of Commissioners, October 27, 2015, as presented and directs that said Minutes be filed in the appropriate Minute Book and Records of the Authority.

Yeas: Harris, Hartley, Henley, Pridgen, Reed
Nays: None
Abstentions: None

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IV. PUBLIC COMMENTS

None

V. REPORTS

A. Chairman Dr. Pridgen

Chairman Dr. Pridgen thanked the Commissioners for their responses to her request for completion of the Board Priorities forms during the November 19, 2015 Work Session. The composite Board Priorities form, which is a compilation of the responses from each Commissioner as to his/her priorities, is attached as an exhibit to the November 23, 2015 Board Meeting Minutes. She then asked that the Board Members to review the document, identify priorities and prepare for a discussion of it during the December, 2015 Meetings. Chairman Dr. Pridgen urged the Commissioners to work diligently and deliberately through the process to quantify and clarify what they want to achieve as JMAA's Board and in the process define, redefine and refine excellence.

B. Chief Executive Officer

Mr. Carl D. Newman, CEO, addressed comments to the Board as he went through Agenda items and made references to supporting documentation in the Packet for November 23, 2015 (“Meeting Packet”). The Meeting Packet is attached, as an Exhibit, to the November 23, 2015 Regular Monthly Meeting Minutes.

1. AMAC Regional Forum-Sponsor Awards Presentation

Mr. Newman recognized and thanked The Walker Group, PC, Attorneys at Law, for its contribution as a Gold Sponsor for the AMAC Regional Forum and presented the Gold Sponsorship award to Attorney John L. Walker. The Board of Commissioners and Mr. Newman then took a photograph with Attorneys John L. Walker and Kevin B. Bass of The Walker Group, PC.

Mr. Newman then recognized and thanked The May Law Firm, PLLC, for its contribution as a Bronze Sponsor for the AMAC Regional Forum and presented the Bronze Sponsorship award to Attorney John May. The Board of Commissioners and Mr. Newman then took a photograph with Attorney John May of The May Law Firm, PLLC.

Mr. Newman then recognized and thanked Rankin First and Cathead Vodka for their contributions as Sponsors for the AMAC Regional Forum. Representatives for these entities were not in attendance at the November 23, 2015 Board Meeting. As such, Mr. Newman told the Board that those entities would receive their awards.

2. Airport Project Manager Summary, Period Ending
October 31, 2015..... ***Page 1¹***

3. Airport Activity Statistics Report, Period Ending
October 31, 2015..... ***Page 14***

C. Attorney

Attorney Walker reported that there are no further reports as to the matters discussed during the Work Session. He then wished everyone a safe, blessed and joyful Thanksgiving Holiday.

VI. ACTION ITEMS

A. Financial Matters

1. Financial Reports for October 2015:

a. Balance Sheet: Accept..... Page 28
b. Income Statement: Accept..... Page 29

¹ “Page #” refers to the page number in the Meeting Packet.

Chairman Dr. Pridgen directed the Board's attention to the Balance Sheet, Income Statement and the Claims Docket for October, 2015 included in the Packet.

RESOLUTION CY-2015-172

RESOLUTION ACCEPTING/APPROVING OCTOBER 2015 FINANCIAL REPORTS

Upon motion by Commissioner Hartley, seconded by Viceman Chairman Pastor Henley, 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") has reviewed and considered the Authority's Balance Sheet and Income Statement ("the Financial Reports") for the month and period ending October 31, 2015, which was included in the Packet, pages 28-31, and was distributed to the Board prior to the November 23, 2015 Regular Meeting of the Board.

IT IS THEREFORE, RESOLVED that the Board hereby accepts and approves the Financial Reports: Balance Sheet and Income Statement for October, 2015.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None

November 23, 2015

c. Claims Docket for October, 2015: Approve.....Page 32

RESOLUTION CY-2015-173

RESOLUTION APPROVING CLAIMS DOCKET FOR THE MONTH AND PERIOD ENDING OCTOBER 31, 2015

Upon motion by Commissioner Hartley, seconded by Vice Chairman Pastor Henley, 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") has reviewed and considered the Authority's Claims Docket ("Claims") for the month and period ending October 31, 2015, which was included in the Packet, pages 32-36, and was distributed to the Board prior to the November 23, 2015 Regular Monthly Meeting of the Board.

IT IS THEREFORE, RESOLVED that the Board hereby authorizes payment of the Claims in the amount of \$608,241.06.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None
Abstentions: None

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2. Early Issues

None

B. Service Agreements

- 1. Interior Plant Service, JMAA: Authorize Agreement (Rushinggreen, Inc. d/b/a Foliage Design Systems).....Page 37**

RESOLUTION CY-2015-174

RESOLUTION AUTHORIZING THE EXECUTION OF A SERVICE AGREEMENT WITH RUSHINGREEN, INC. D/B/A FOLIAGE DESIGN SYSTEMS

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

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to execute a non-professional service agreement with Rushingreen, Inc. (“Rushinggreen”), a Mississippi Corporation, d/b/a Foliage Design Systems, with a principal place of business in Madison, MS, to provide and maintain interior plants and provide fresh flowers at the Jackson-Medgar Wiley Evers International Airport. The agreement will be for the period of (6) months, commencing December 1, 2015 and ending May 31, 2016. The fees for services will be \$1,838.00 per month and a total sum of \$11,028 for the six (6) month term of the contract; and

WHEREAS, E&M Florist, a Certified Disadvantaged Business Enterprise (“DBE”) of Jackson, MS, will support the services of Rushingreen, as a sub-consultant, and will receive twenty-five (25%) percent of the total six (6) month agreement amount; and

WHEREAS, the Board finds that such requests, which are explained in the Memorandum dated November 4, 2015, at pages 37-39 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that the Board authorizes JMAA’s Staff to execute a non-professional service agreement with Rushingreen, Inc. (“Rushinggreen”), a Mississippi Corporation, d/b/a Foliage Design Systems, with a principal place of business in Madison, MS, to provide and maintain interior plants and provide fresh flowers at the Jackson-Medgar Wiley Evers International Airport. The agreement will be for the period of (6) months, commencing December 1, 2015 and ending May 31, 2016. The fees for services will be \$1,838.00 per month and a total sum of \$11,028 for the six (6) month term of the contract. Further, E&M Florist, of Jackson, MS, a certified DBE, will support the services of

Rushingreen, as a sub-consultant. The Board finds that such requests are fully explained in the Memorandum dated November 4, 2015, at pages 37-39 of the Meeting Packet.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None

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Commissioner Reed expressed her reluctance to this proposed contract because JMAA has had a service agreement with Rushingreen for nine (9) years and only owns a small number of the plants at JAN. She asked JMAA's Staff to be sure to review the terms of the agreement closely, particularly as to plant ownership during the six (6) month agreement extension.

Mr. Newman assured the Board that the new proposed agreement will level the playing field.

2. *Roadside Assistance Program for JMAA Vehicles, JMAA: Authorize Agreement (Paragon Motor Club, Inc.).....Page 40*

RESOLUTION CY-2015-175

RESOLUTION AUTHORIZING THE EXECUTION OF A SERVICE AGREEMENT WITH PARAGON MOTOR CLUB INC., FOR ROADSIDE ASSISTANCE PROGRAM

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

WHEREAS, the Board has considered the request of JMAA's Staff for authority to execute a service agreement with Paragon Motor Club, Inc., ("Paragon") a Texas Corporation, with a principal place of business in Austin, Texas, to provide emergency roadside assistance to authorized operators of vehicles owned by and registered to the Jackson Municipal Airport Authority. The total fees for services will not exceed \$2,599.00, for twenty (20) vehicles, for the period of one (1) calendar year, commencing January 1, 2016 and ending December 31, 2016. The annual fee per vehicle will be \$129.95; and

WHEREAS, the Board finds that such request, which is fully explained in the Memorandum dated November 4, 2015, at pages 40-42 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that the Board authorizes JMAA's Staff to execute a service agreement with Paragon, a Texas Corporation, with a principal place of business in Austin, Texas, to provide emergency roadside assistance to authorized operators of vehicles owned by and registered to the Jackson Municipal Airport Authority. The total fees for services will not exceed \$2,599.00, for twenty (20) vehicles, for the period of one (1) calendar year, commencing January 1, 2016 and ending December 31, 2016. The annual fee

per vehicle will be \$129.95. The Board finds that such request is fully explained in the Memorandum dated November 4, 2015, at pages 40-42 of the Meeting Packet.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None

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C. Construction Projects

None.

D. Procurements

None.

E. Grants

None.

F. Other Matters

1. *Utility Installation and Easement Agreements, JAN: Authorize Agreements (BellSouth Telecommunications, LLC d/b/a AT&T Mississippi).....Page 43*

RESOLUTION CY-2015-176

RESOLUTION AUTHORIZING THE EXECUTION OF THREE (3) UTILITY INSTALLATION AND EASEMENT AGREEMENTS WITH AT&T FOR AN UNDERGROUND FIBER OPTIC COMMUNICATIONS CABLE

Upon Motion by Vice Chairman Pastor Henley, seconded by Commissioner Hartley, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA's Staff for authority to execute three (3) utility installation and easement agreements with AT&T to allow underground fiber optic communications cable to be installed at Jackson-Medgar Wiley Evers International Airport ("JAN") to serve three current JMAA tenants: (i) Federal Aviation Administration, (ii) Trace Aviation, and (iii) American Airlines; and

WHEREAS, a term of the agreement is that JMAA retains the right, at JMAA's sole option and expense, to require AT&T to relocate said easements on JMAA's property to an alternative location, if relocation becomes necessary.

WHEREAS, The Board finds that such requests, which are fully explained in the Memorandum dated November 17, 2015 and the attached exhibits to the Memorandum, at pages 43-47 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that JMAA’s Staff is authorized to execute three (3) utility installation and easement agreements with AT&T to allow underground fiber optic communications cable to be installed at Jackson-Medgar Wiley Evers International Airport (“JAN”) to serve three current tenants: (i) Federal Aviation Administration, (ii) Trace Aviation, and (iii) American Airlines; and

IT IS THEREFORE FURTHER, RESOLVED that JMAA retains the right to require AT&T, at JMAA’s sole option and expense, to relocate said easements on JMAA’s property to an alternative location, if relocation becomes necessary. The Board finds that such requests are fully explained in the Memorandum dated November 17, 2015 and the attached exhibits to the Memorandum, at pages 43-47 of the Meeting Packet.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None

November 23, 2015

2. *Tri-Jet, LLC Lease & Operating Agreement, Authorize Amendment to MembershipPage 48*

RESOLUTION CY-2015-177

RESOLUTION AUTHORIZING THE APPROVAL OF WITHDRAWALS AND TRANSFERS OF MEMBERSHIPS IN TRI-JET, LLC

Upon Motion by Commissioner Hartley, seconded by Commissioner Harris, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to approve: (i) the Dorothy Todd Puckett Marital Trust (“Puckett”) to withdraw from Tri-Jet, LLC and transfer its membership to an existing member, Tenax Aerospace, LLC (“Tenax”); and (ii) World Health Industries (“WHI”) to withdraw from Tri-Jet, LLC and transfer its membership to Opus Management Group Jackson, LLC (“Opus”). Following these transactions, two thirds (2/3) of Tri-Jet, LLC will be owned by Tenax and one third (1/3) owned by Opus; and

WHEREAS, The Board finds that such requests, which are fully explained in the Memorandum dated November 17, 2015, at pages 48-49 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that JMAA’s Staff is authorized to approve: (i) the withdrawal of the Dorothy Todd Puckett Marital Trust (“Puckett”) from Tri-Jet, LLC and the

transfer of its membership to an existing member, Tenax Aerospace, LLC (“Tenax”); and (ii) withdrawal of World Health Industries (“WHI”) from Tri-Jet, LLC and the transfer of its membership to Opus Management Group Jackson, LLC (“Opus”). Following these transactions, two thirds (2/3) of Tri-Jet, LLC will be owned by Tenax and one third (1/3) owned by Opus. The Board finds that such requests are fully explained in the Memorandum, dated November 17, 2015, at pages 48-49 of the Meeting Packet.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None

November 23, 2015

3. *U.S. General Services Administration Lease for the Transportation Security Administration, JAN: Authorize Extension of LeasePage 50*

RESOLUTION CY-2015-178

RESOLUTION AUTHORIZING THE EXTENSION OF THE LEASE AGREEMENT WITH THE U.S. GENERAL SERVICES ADMINISTRATION (“GSA”) ACTING ON BEHALF OF THE TRANSPORTATION SECURITY ADMINISTRATION (“TSA”) FOR TERMINAL SPACE

Upon Motion by Vice Chairman Pastor Henley, seconded by Commissioner Hartley, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the request of JMAA’s Staff for authority to extend the current lease agreement between the Jackson Municipal Airport Authority (“JMAA”) and the U.S. General Services Administration (“GSA”), acting on behalf of the Transportation Security Administration (“TSA”), for terminal space at the Jackson-Medgar Wiley Evers International Airport (“JAN”). The extension is for one (1) calendar year, commencing December 1, 2015 and ending November 30, 2016, at a rental rate of \$79.17 per square foot, per year. The annual revenue to JMAA will be \$354,523.26; and

WHEREAS, The Board finds that such request, which is fully explained in the Memorandum dated, November 17, 2015, at pages 50-51 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that JMAA’s Staff is authorized to extend the current lease agreement between the Jackson Municipal Airport Authority (“JMAA”) and the U.S. General Services Administration (“GSA”), acting on behalf of the Transportation Security Administration (“TSA”), for terminal space at the Jackson-Medgar Wiley Evers International Airport (“JAN”). The extension is for one (1) calendar year, commencing December 1, 2015 and ending November 30, 2016, at a rental rate of \$79.17 per square foot, per year. The annual revenue to JMAA will be \$354,523.26. The Board finds that such request is fully

explained in the Memorandum dated November 17, 2015, at pages 50-51 of the Meeting Packet.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None

November 23, 2015

4. Shoe Shine Concession, JAN: Authorize Solicitation for Proposals
.....Page 52

RESOLUTION CY-2015-179

RESOLUTION AUTHORIZING THE ISSUANCE OF A REQUEST FOR PROPOSALS AS TO A SHOE SHINE CONCESSION AT JACKSON-MEDGAR WILEY EVERS INTERNATIONAL AIRPORT (“JAN”)

Upon Motion by Commissioner Hartley, seconded by Commissioner Reed, the following **RESOLUTION** was made and unanimously approved.

WHEREAS, the Board has considered the requests of JMAA’s Staff for: (i) authority to issue a request for proposals for a shoe shine concession at JAN; (ii) approval of the proposed \$14,000.00 project budget, which includes the purchase of two (2) single-seat shoe shine stands and (iii) approval of a fixed rental rate of \$100.00 per month for each of the two (2) sixty (60) square foot areas of anticipated space for these concessions. The term of the concession agreement is anticipated to be for two years (“base term”) with a two-year bilateral extension option; and

WHEREAS, JMAA’s Staff distributed to the Board the document entitled “Criteria for Request for Proposals for Shoe Shine Concessions,” (“Criteria”) for the Board’s consideration; and

WHEREAS, The Board finds that such requests, which are fully explained in the Memorandum dated November 17, 2015, at pages 52-54 of the Meeting Packet, ought to be granted.

IT IS THEREFORE, RESOLVED that : (i) JMAA’s Staff is authorized to solicit proposals for a shoe shine concession at JAN; (ii) the proposed \$14,000.00 project budget, which includes the purchase of two (2) single-seat shoe shine stands is approved; (iii) a fixed rental rate of \$100.00 per month for each of the two (2) sixty (60) square foot areas of anticipated space for these concessions; and (iv) JMAA Staff shall follow and initialize the Criteria during its selection of the contractor for this concession contract. The term of the concession agreement is anticipated to be for two years (“base term”) with a two-year bilateral extension option. The Board finds that such requests are fully explained in the Memorandum dated November 17, 2015, at pages 52-54 of the Meeting Packet. The document entitled “Criteria

for Request for Proposals for Shoe Shine Concessions” is attached as an Exhibit to this Resolution.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None

November 23, 2015

In response to Commissioner Reed’s inquiry as to how JMAA Staff will obtain customer reviews, Mr. Newman stated that JMAA’s Staff will reach out to the customers and business references of the persons who respond to the RFP.

5. *Sale of Surplus Property*Page 55

RESOLUTION CY-2015-180

RESOLUTION DECLARING VARIOUS PIECES OF PERSONAL PROPERTY OWNED BY JACKSON MUNICIPAL AIRPORT AUTHORITY (JMAA) TO BE SURPLUS PROPERTY AND 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

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

WHEREAS JMAA’s Staff requested to dispose of certain pieces of Personal Property owned by JMAA which are identified in Exhibit 1 attached to this RESOLUTION; and

WHEREAS, as to the pieces of Personal Properties owned by JMAA, identified on Exhibit 1 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 2016-07 dated November 6, 2015, which is located at pages 55-61 of the Meeting Packet for November 23, 2015; and

WHEREAS, the Board finds the following as to each piece of Personal Property identified on Exhibit 1 attached:

1. The Personal Property is no longer needed for JMAA’s purposes and is not to be used in JMAA's operation;
2. 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

3. 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 1 by accepting bids for the sale of the pieces of Personal Property identified on Exhibit 1, 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 1 attached in said manner; and

WHEREAS, JMAA Staff requested that, if it is not able to sell and dispose of the pieces of Personal Property identified on Exhibit 1 by accepting bids for the sale of the pieces of Personal Property identified on Exhibit 1, in accordance with Section 61-3-19 (2) (b), Mississippi Code of 1972, as amended, it requested the Board to authorize it to sell and dispose of the pieces of Personal Property identified on Exhibit 1 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. The Board authorizes JMAA Staff to sell and dispose of the pieces of JMAA's Personal Property identified on Exhibit 1 attached in either of said manners, if it is not able to sell and dispose of the pieces of Personal Property identified on Exhibit 1 by accepting bids for the sale of the pieces of Personal Property identified on Exhibit 1, in accordance with Section 61-3-19 (2) (b), 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 1 attached, and all money received from the sale of the pieces of JMAA's Personal Property, identified on Exhibit 1 attached, shall be deposited into the account of JMAA for use by JMAA.

NOW BE IT THEREFORE, RESOLVED that the Board of Commissioners authorizes JMAA Staff to sell and dispose of the pieces of JMAA's Personal Property, identified on Exhibit 1 attached, by accepting bids for the sale of the pieces of Personal Property identified on Exhibit 1, 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 1 by accepting bids for the sale of the pieces of Personal Property identified on Exhibit 1, in accordance with Section 61-3-19 (2) (b), Mississippi Code of 1972, as amended, the Board is authorized to sell and dispose of the pieces of Personal Property identified on Exhibit 1 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. The Board authorizes JMAA Staff to sell and dispose of the pieces of JMAA's Personal Property identified on Exhibit 1 attached in either of said manners, if it is not able to sell and dispose of the pieces of Personal Property, identified on Exhibit 1 by accepting bids for the sale of the pieces of Personal Property, identified on Exhibit 1, in accordance with Section 61-3-19 (2) (b), Mississippi Code of 1972, as amended; and

NOW BE IT THEREFORE, FURTHER RESOLVED 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 1 attached, and all money received from the sale of the pieces of JMAA's Personal Property, identified on Exhibit 1 attached, shall be deposited into the account of JMAA for use by JMAA.

Yeas: Hartley, Henley, Harris, Pridgen, Reed

Nays: None

Abstentions: None

November 23, 2015

6. Chief Executive Officer Travel

*(a) AAAE 30th Aviation Issues Conference
January 10-14, 2016
Maui, Hawaii*

RESOLUTION CY-2015-181

RESOLUTION APPROVING CHIEF EXECUTIVE OFFICER CARL D. NEWMAN'S TRAVEL TO AND PARTICIPATION IN THE AMERICAN ASSOCIATION OF AIRPORT EXECUTIVES' 30TH ANNUAL CONFERENCE AND PAYMENT OF SOME OF HIS ASSOCIATED EXPENSES

Upon motion by Commissioner Harris, seconded by Vice Chairman Henley, the following **RESOLUTION** was made and unanimously approved by all Commissioners participating in the meeting.

WHEREAS, The AMERICAN ASSOCIATION OF AIRPORT EXECUTIVES (AAAE) Aviation Issues Annual Conference has served as the preeminent gathering of aviation professionals for nearly three decades, bringing together top-level officials from government and all segments of the aviation industry for in-depth discussions of key issues and charting the course for the Washington Agenda in 2016; and

WHEREAS, The 2016 conference will offer a unique, multi-day format with unparalleled opportunity for direct engagement and exchange with decision makers and industry leaders, as well as Washington, D.C. officials from Capitol Hill, Federal Aviation Administration (FAA) and Transportation Safety Administration (TSA), regarding a multitude of issues of importance to the Jackson Municipal Airport Authority (JMAA), as set forth in the Agenda for the 2016 Conference, attached to the Minutes of the November 23, 2015, Regular Board Meeting Minutes; and

WHEREAS, Mr. Carl D. Newman, JMAA CEO, currently serves as the First Vice Chairman of the American Association of Airport Executives (AAAE), Executive Committee. As First Vice Chair, Mr. Newman's presence is required at the 30th Annual Aviation Issues Conference. Association business meetings will be held immediately prior to the conference session, requiring Mr. Newman to be in attendance at the conference locale from January 6-15, 2016; and

WHEREAS, the current Travel Policy for the Board ("Travel Policy"), states that no travel outside the continental limits of the United States, on behalf of the Authority, shall be permitted by an employee, to include the CEO, at the Authority's expense without specific prior approval by the Board and a determination by the Board that such travel would be extremely beneficial to the Authority; and

WHEREAS, the Board has considered the foregoing and has considered the benefits which will accrue to the Authority regarding Mr. Newman's attendance at the 2016 AAAE Aviation Issues Annual Conference; and

WHEREAS, AAAE is paying the costs for Mr. Newman's air travel and hotel accommodations; and

WHEREAS, Mr. Newman will incur expenses for conference registration fees in the amount of \$810.00, as well as any other travel related expenses, including meals and incidentals; and

WHEREAS, the Travel Policy For JMAA's Staff adopts the per diem rates established by the U.S. General Services Administration which provides for per diems for "Isle of Hawaii: Other" at \$107.00 per day for meals and \$27.00 per day for incidentals; and

WHEREAS, the Board of Commissioners of JMAA recommends the reimbursement of conference registration fees in the amount of \$810.00, and payment of Per Diem rates for meals and incidentals, per the JMAA Travel Policy For Airport Authority Staff, to Carl D. Newman, CEO, as to his attendance and participation in the 2016 AAAE Aviation Issues Annual Conference January 6-15, 2016 in Maui, Hawaii for the reasons cited above.

NOW, THEREFORE, BE IT RESOLVED, the Board hereby: (i) finds and determines that the attendance and participation of Carl D. Newman, CEO, in the 2016 AAAE Aviation Issues Annual Conference, January 6 to 15, 2016 Maui, Hawaii, will be extremely beneficial

to the Authority for the reasons cited above; (ii) approves and authorizes payment and reimbursement to Mr. Newman for registration fees of \$810.00; and (iii) approves and authorizes payment of Per Diem rates to Mr. Newman for meals and incidentals, per the JMAA Travel Policy For Airport Authority Staff Revised: March 21, 2014: Paragraph 3. Subparagraph 3.1, in order for Carl D. Newman, CEO, to attend and participate in the 2016 AAAE Aviation Issues Annual Conference as described above, all in accordance with the Travel Policy of JMAA.

Yeas: Hartley, Pridgen, Harris, Reed, Henley

Nays: None

Abstentions: None

November 23, 2015

7. Board Travel

**(a) AAAE 30th Aviation Issues Conference
January 10-14, 2016
Maui, Hawaii**

RESOLUTION CY-2015-182

RESOLUTION APPROVING THE TRAVEL AND PARTICIPATION OF CHAIRMAN ROSIE L.T. PRIDGEN, PH.D.; COMMISSIONER EVELYN O. REED; AND COMMISSIONER LAWANDA HARRIS REGARDING THE AMERICAN ASSOCIATION OF AIRPORT EXECUTIVES' 30TH ANNUAL AVIATION ISSUES CONFERENCE

Upon motion by Vice Chairman Pastor Henley, seconded by Commissioner Hartley, the following **RESOLUTION** was made and unanimously approved by all Commissioners participating in the meeting.

WHEREAS, The AMERICAN ASSOCIATION OF AIRPORT EXECUTIVES (AAAE) Aviation Issues Annual Conference has served as the preeminent gathering of aviation professionals for nearly three decades, bringing together top-level officials from government and all segments of the aviation industry for in-depth discussions of key issues and charting the course for the Washington Agenda in 2016; and

WHEREAS, The 2016 conference will offer a unique, multi-day format with unparalleled opportunity for direct engagement and exchange with decision makers and industry leaders, as well as Washington, D.C. officials from Capitol Hill, Federal Aviation Administration (FAA) and Transportation Safety Administration (TSA), regarding a multitude of issues of importance to the Jackson Municipal Airport Authority (JMAA), as set forth in the Agenda for the 2016 Conference, attached to the Minutes of the November 23, 2015, Regular Board Meeting Minutes; and

WHEREAS, the Board of Commissioners of JMAA recommends, approves and authorizes the travel, lodging and related expenses for Chairman Rosie L.T. Pridgen, Ph.D., Commissioner LaWanda D. Harris and Commissioner Evelyn O. Reed to attend and participate in the 2016 AAAE Aviation Issues Annual Conference, January 10-14, 2016 in Maui, Hawaii for the reasons cited above; and

WHEREAS, the current Travel Policy for the Board (“Travel Policy”), states that travel outside the continental limits of the United States by a Commissioner, on behalf of the Authority, shall not be permitted at the Authority’s expense unless there is specific prior approval by the Board and a determination by the Board that such travel would be “extremely beneficial” to the Authority; and

WHEREAS, based upon the above, the Board of Commissioners finds that it will be extremely beneficial to the Authority for the Chairman and the previously identified Commissioners to attend and participate in the 2016 AAAE Aviation Issues Annual Conference.

NOW, THEREFORE, BE IT RESOLVED, the Board hereby: (i) finds and determines that participation by Chairman Rosie L.T. Pridgen, Ph.D., Commissioner LaWanda D. Harris and Commissioner Evelyn O. Reed in the 2016 AAAE Aviation Issues Annual Conference, January 10-14, 2016 Maui, Hawaii, will be extremely beneficial to the Authority for the reasons cited above; and (ii) approves and authorizes payment and reimbursement for travel, lodging and related expenses for Chairman Rosie L.T. Pridgen, Ph.D., Commissioner LaWanda D. Harris and Commissioner Evelyn O. Reed to attend and participate in the 2016 AAAE Aviation Issues Annual Conference as described above, all in accordance with the Travel Policy of JMAA.

Yeas: Hartley, Pridgen, Harris, Reed, Henley

Nays: None

Abstentions: None

November 23, 2015

G. New Business

OPEN SESSION

Vice Chairman Pastor Henley then moved that the Board go into a Closed Session to discuss whether to go into an Executive Session to consider matters that he believed can be discussed in Executive Session, and Commissioner Hartley seconded the motion.

The Board by a vote of 5-0, resolved that the session be closed. Chairman Dr. Pridgen asked all, except Mr. Carl D. Newman, CEO, attorneys from Walker Group, PC and The May Law Firm, to leave the room.

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

The Board went into Closed Session at 4:43 p.m.

CLOSED SESSION

Vice Chairman Pastor Henley then moved that the Board enter into Executive Session to discuss JMAA personnel matters as to incumbent employees and employment offers to potential employees. Commissioner Hartley seconded the motion to enter Executive Session, and the Commissioners voted 5-0 to enter Executive Session for the stated purposes.

The Closed Session ended at 4:49 p.m.

OPEN SESSION

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

Chairman Dr. Pridgen then stated in open session that the Board, during Closed Session, voted to enter into Executive Session to consider personnel matters as to incumbent employees and employment offers to potential employees.

Chairman Dr. Pridgen asked all present, with the exception of Mr. Carl D. Newman, CEO, attorneys from Walker Group, PC and The May Law Firm, to leave the room.

The Board disconnected the phone call with Commissioner Reed, who attended the November 23, 2015 Board Meeting telephonically, at 4:50 p.m., before entering Executive Session.

The Board went into Executive Session at 4:51 p.m.

EXECUTIVE SESSION

During the Executive Session, the Board discussed JMAA personnel matters, after which the Board resolved the following:

- 1. Authorization to Offer Employment to a Potential Chief Financial Officer Employee and Offer a Compensation Package.*

RESOLUTION CY-2015-183

RESOLUTION AUTHORIZING JMAA'S CEO TO OFFER EMPLOYMENT TO A POTENTIAL CHIEF FINANCIAL OFFICER EMPLOYEE AND A SPECIFIED COMPENSATION PACKAGE

Upon motion by Vice Chairman Pastor Henley, seconded by Commissioner Hartley, the following **RESOLUTION** was made and unanimously approved (4-0-0) by all

Commissioners participating in Executive Session.

WHEREAS, the Board has considered the request of JMAA's CEO to offer the position of Chief Financial Officer to a specified potential employee. Further, the offer of the position shall become effective upon the specified potential employee's acceptance of the offer on 11-23-15 or on a date thereafter.

IT IS THEREFORE, RESOLVED that JMAA's CEO is authorized to offer the position of Chief Financial Officer to a specified potential employee. The offer of the position shall become effective upon the specified potential employee's acceptance of the offer on 11-23-15 or on a date thereafter.

Yeas: Hartley, Pridgen, Harris, Henley

Nays: None

Abstentions: None

November 23, 2015

2. Authorization to Offer Employment to a Potential Director of Business Marketing and Communications Employee and Offer a Compensation Package.

RESOLUTION CY-2015-184

RESOLUTION AUTHORIZING JMAA'S CEO TO OFFER EMPLOYMENT TO A POTENTIAL DIRECTOR OF BUSINESS MARKETING AND COMMUNICATIONS EMPLOYEE AND A SPECIFIED COMPENSATION PACKAGE

Upon motion by Commissioner Hartley, seconded by Vice Chairman Pastor Henley, the following **RESOLUTION** was made and unanimously approved (4-0-0) by all Commissioners participating in Executive Session.

WHEREAS, the Board has considered the request of JMAA's CEO to offer the position of Director of Business Marketing and Communications to a specified potential employee. The offer of the position shall become effective upon the specified potential employee's acceptance of the offer on 11-23-15 or on a date thereafter.

IT IS THEREFORE, RESOLVED that JMAA's CEO is authorized to offer the position of Director of Business Marketing and Communications to a specified potential employee. The offer of the position shall become effective upon the specified potential employee's acceptance of the offer on 11-23-15 or on a date thereafter.

Yeas: Hartley, Pridgen, Harris, Henley

Nays: None

Abstentions: None

November 23, 2015

Vice Chairman Pastor Henley moved to close the Executive Session, Commissioner Hartley seconded the motion, and the Commissioners participating in Executive Session voted 4-0 to end the Executive Session.

The Executive Session ended at 5:01 p.m.

Chairman Dr. Pridgen then invited all persons outside the room to re-enter; some did, and Chairman Dr. Pridgen announced that the meeting was once again open.

OPEN SESSION

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

Commissioner Reed was reconnected at 5:02 p.m. and attended the remainder of the meeting telephonically.

Open Session reconvened at 5:02 p.m.

Chairman Dr. Pridgen announced that the meeting was once again open. Chairman Dr. Pridgen then announced that during Executive Session the Board considered two motions to offer employment and compensation packages as to management level positions and each participating Commissioner voted in favor. Chairman Dr. Pridgen further announced that Commissioner Reed did not participate in the Executive Session.

Chairman Dr. Pridgen then announced the dates of the December 2015 Work Session, which will occur on December 17, 2015 and the December 2015 Regular Board Meeting, which will occur on December 21, 2015.

VII. ADJOURNMENT

Thereafter, it was moved by Commissioner Harris, seconded by Commissioner Hartley, and unanimously resolved that the meeting of the Board be ADJOURNED at 5:04 p.m.

Respectfully submitted,

Rosie L.T. Pridgen, Ph. D., Chairman

Pastor James L. Henley, Jr., Vice Chairman

Ms. LaWanda D. Harris, Commissioner

Vernon W. Hartley, Sr., Commissioner

Ms. Evelyn O. Reed, Commissioner