

REGULAR MONTHLY MEETING
OF
JACKSON MUNICIPAL AIRPORT AUTHORITY
BOARD OF COMMISSIONERS

February 27, 2012

The Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority” or “JMAA”) met in the Community Room, Main Terminal Building, Jackson – Medgar Wiley Evers International Airport (“JAN”), Jackson, Mississippi, at 4:00 p.m. on Monday, February 27, 2012 (the “Meeting”), pursuant to proper notice.

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

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

The following Commissioners were present in person at the Meeting.

Dr. Glenda B. Glover, Chair
George E. Irvin, Sr.
Dr. Sylvia Stewart

Chair Glover noted that a quorum was present in person as required by the Bylaws, and announced that the Meeting would proceed.

The following other persons were also present at the Meeting.

Dirk Vanderleest, JMAA Chief Executive Officer
Bonnie Wilson, JMAA Chief Operating Officer
René Woodward, JMAA Chief Administrative Officer
Gary Cohen, JMAA Chief Financial Officer
Woody Wilson, JMAA Senior Director of Capital Planning
Kenneth Randolph, JMAA Airport Police Commander
Denson Stasher, JMAA Director of Operations and Security
Jack Thomas, JMAA Director of DBE and Community Development
Arnetrius Branson, JMAA Comptroller
Cindy Crotchett, JMAA Executive Assistant
Jack Weldy, JMAA Properties Manager
Kimberly Farmer, JMAA Administrative Project Support
Gary Montgomery, JMAA Maintenance Manager
Joyce Tillman, JMAA Facilities Engineer

Chuck Lott, Neel-Schaffer
Jim White, Waggoner Engineering, Inc.
Alan Moore, Baker Donelson Bearman Caldwell & Berkowitz
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz
Alexander Martin, Baker Donelson Bearman Caldwell & Berkowitz

II. APPROVAL AND EXECUTION OF MINUTES.

A. Regular Monthly Meeting of the Board of Commissioners, January 23, 2012.

B. Special Board Work Session on February 23, 2012.

After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Irvin, and unanimously approved by the affirmative votes of all Commissioners present, the minutes described above were approved as presented and directed to be filed in the appropriate minute book and records of the Authority.

III. PUBLIC COMMENTS.

None.

IV. REPORTS.

A. Chief Executive Officer.

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

Mr. Vanderleest directed the Board's attention to the Airport Project Manager Summary and the Airport Activity Statistics Report as found in the packet distributed to the Board prior to the Meeting (the "Packet"), and discussed these reports with the Board. A copy of the Packet is attached as an exhibit to the minutes of the Meeting.

3. *Employee Recognitions.*

- a. Employee of the Month, February 2012: Arthur Crescioni, Grounds Maintenance II, Department of Maintenance.

Mr. Vanderleest said that Mr. Crescioni was not present at the Meeting, so he would be recognized at a later time.

B. Attorney.

Mr. Moore updated the Board on the process and proceeding by which the U. S. Department of Transportation ("USDOT") would receive applications for

permanent allocation of the two within-perimeter slot exemptions (the “Slot Exemptions”) at Ronald Reagan Washington National Airport (“DCA”), which had been released by Delta Air Lines, Inc. (“Delta”). U. S. Airways, Inc. (“US Airways”) had been granted temporary – *pendente lite* – authority to use the Slot Exemptions for direct service between DCA and JAN by an Order dated January 25, 2012. Applications for permanent allocation of the Slot Exemptions were due on March 5, 2012. Mr. Moore said that he had been directed by Mr. Vanderleest to prepare and file Comments with USDOT in support of the US Airways’ application for permanent allocation of the Slot Exemptions for nonstop service between DCA and JAN (the “US Airways Application”). Mr. Moore and Mr. Vanderleest asked the Board to consider adopting a resolution supporting the US Airways Application.

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

**RESOLUTION SUPPORTING APPLICATION OF US AIRWAYS,
INC. TO OPERATE NONSTOP SERVICE BETWEEN JACKSON –
MEDGAR WILEY EVERS INTERNATIONAL AIRPORT AND
RONALD REAGAN WASHINGTON NATIONAL AIRPORT**

WHEREAS, on December 6, 2004, the U.S. Department of Transportation (“USDOT”) issued Order 2004-12-6 granting two within perimeter slot exemptions at Ronald Reagan Washington National Airport (“DCA”) (the “Slot Exemptions”) to Atlantic Southeast Airlines, Inc. d/b/a Delta Connection (“ASA”) to provide daily nonstop round-trip service between DCA and Jackson – Medgar Wiley Evers International Airport (“JAN”) in Jackson, Mississippi (the “DCA – JAN Service”); and

WHEREAS, on February 1, 2005, ASA began providing the DCA – JAN Service; and

WHEREAS, by letter dated December 28, 2011, Delta Airlines, Inc. (“Delta”) informed USDOT that ASA’s operation of the DCA – JAN Service would cease effective March 2, 2012; and

WHEREAS, on January 25, 2012, to minimize inconvenience to the traveling public, USDOT issued Order 2012-1-19, which temporarily granted the Slot Exemptions to US Airways, Inc. (“US Airways”) to provide the DCA – JAN Service; and

WHEREAS, on February 17, 2012, in Docket DOT OST-2000-7182, the USDOT requested applications for long-term allocation of the Slot Exemptions from air carriers using Stage 3 aircraft; and

WHEREAS, JAN is operated by the Jackson Municipal Airport Authority (“JMAA”), a separate public body created under Mississippi law by the City of Jackson, Mississippi (“Jackson”); and

WHEREAS, Jackson is the state capital of Mississippi and the local government sponsor for JAN under Federal Aviation Administration regulations; and

WHEREAS, JMAA has been advised that US Airways intends to file an application in Docket DOT OST-2000-7182 for long-term allocation of the Slot Exemptions so that US Airways can continue to provide the DCA – JAN Service (the “US Airways Application”) on a permanent basis; and

WHEREAS, JMAA is governed by a five-member Board of Commissioners (the “JMAA Board”), and the JMAA Board has carefully considered the foregoing and the needs of the air traveling public in the greater Jackson area and the state of Mississippi (“Mississippi”);

NOW, THEREFORE, BE IT RESOLVED, the JMAA Board hereby expresses its strong support for the US Airways Application and, in further support thereof, states the following:

- JAN is by far the busiest airport in Mississippi. JAN serves 58% of airline passengers originating in Mississippi. Enplanements were 615,501 and total passengers were 1,227,225 in calendar year 2011.
- Jackson is by far the largest city in Mississippi with approximately 539,000 residents in the greater Jackson area and an airport catchment area of over 1,000,000 people.
- The greater Jackson area is the most dynamic center for economic development and job creation in Mississippi.
 - Major corporate investors include Nissan, Lockheed Martin, General Electric, Entergy, AT&T, C Spire Wireless, and L-3 Communications.
 - Healthcare is the fastest growing segment of the local economy. Jackson is home to the University of Mississippi Medical Center, Baptist Health Systems, Methodist Rehabilitation Center, the Sonny Montgomery Veterans Hospital, St. Dominic Catholic Medical Center, River Oaks Healthcare, Central Mississippi Medical Center, Jackson Heart Clinic, Jackson – Hinds Comprehensive Health Center and many other public and private healthcare facilities.

- Numerous institutions of higher education and applied research are located in Jackson, including the University of Mississippi Medical Center, Jackson State University, Belhaven University, Millsaps College, Mississippi College, Tougaloo College, Hinds Community College and Holmes Community College.
- As the state capital, Jackson has the largest by far concentration of federal, state and local government agencies and offices in Mississippi, many of whose employees regularly travel to and from Washington, DC.
- Jackson is the state headquarters for the Mississippi National Guard and other military reserve units. JAN is home to the Air National Guard 172nd Air Wing and its fleet of C-17 cargo aircraft. Numerous active duty and reserve military personnel travel to and from Washington, DC regularly.
- Despite the national recession, Jackson is in the midst of development projects totaling \$3.2 billion, with approximately \$2 billion of those investments coming from private investors primarily located out of state.
- During the seven years the DCA – JAN Service has existed, Mississippi’s access to the nation’s capital has improved immensely to the benefit of tens of thousands of business people, tourists, civic leaders, government employees, military personnel and defense contractors from throughout Mississippi who routinely travel to Washington, DC. Simply put, the economic benefits and positive impact on jobs created by the DCA – JAN Service are immense.
- The DCA-JAN Service is the only nonstop service in Mississippi to either of the two airports which serve Washington, DC. If the DCA-JAN Service is discontinued, the entire state of Mississippi will be without nonstop service to the nation’s capital.
- US Airways has provided commercial air service to JAN for eleven years. JMAA and US Airways have a positive working relationship, and JMAA is confident that US Airways will provide high quality, reliable and sustainable DCA – JAN Service if USDOT grants the US Airways Application.
- JMAA has worked for many years with the Boyd Group International, Inc. (the “Boyd Group”), a nationally respected independent aviation research and consulting firm which is

extremely familiar with the markets served by JAN. On January 5, 2012, the Boyd Group filed comments supporting the US Airways application for *pendente lite* authority to operate the Slot Exemptions (the “Boyd Group Comments”). The Boyd Group Comments are equally applicable to the US Airways Application in the proceeding for long-term allocation of the Slot Exemptions. A copy of the Boyd Group Comments is attached to this resolution and incorporated herein by reference. As discussed in the Boyd Group Comments:

- DCA is JAN’s tenth largest origination and destination airport, with approximately 26,400 total passengers for the year ending June 30, 2011. (Boyd Group Comments at page 2.)
- However, the actual potential market for the DCA – JAN Service is approximately 51,000 annual origination and destination passengers. In other words, the DCA – JAN market has been underserved. (Boyd Group Comments at pages 1-2.)
- With enhanced access via US Airways through DCA to other airports along the eastern seaboard, and more comfortable accommodations on US Airways’ Embraer E-170/175US aircraft (comparable to a Boeing 737), as compared to the narrow cabin CRJ-700s previously used by ASA, US Airways would be highly likely to grow the DCA –JAN Service closer to its true market potential. (Boyd Group Comments at pages 2-4.)
- If the DCA – JAN Service is allowed to lapse, the only access from JAN to either of the two commercial airports serving the Washington metro area will require time consuming connections that will discourage traffic and likely reduce DCA to less than half of its current JAN origination and destination passengers, with a corresponding negative impact on the business climate of Jackson and Mississippi. (Boyd Group Comments at page 2.)
- The proceeding under Docket DOT OST-2000-7182 is essentially about small community access to Washington, DC. As required by 49 U.S.C. Section 41718(b) (2), (3) and (5), the DCA – JAN Service would provide service to a “small community” which would otherwise not have nonstop service to DCA, and will

maximize competitive benefits for air travelers between Washington, DC and Jackson.

- Denial of the US Airways Application would be counter to the core purposes of the Wendell H. Ford Aviation Investment and Reform Act of the 21st Century and the Vision 100 – Century of Aviation Reauthorization Act.
- Airline travelers between Jackson and Washington, DC have come to depend upon the DCA – JAN Service that has been in effect for seven consecutive years. Discontinuance of the DCA – JAN Service would be a major blow to the economic development and growth of the greater Jackson area and the entire state of Mississippi.
- The US Airways Application is in the best interest of the airline traveling public in Jackson, the state of Mississippi, and Washington, DC.

V. ACTION ITEMS.

A. Financial Matters.

1. *Financial Reports for January 2012.*

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

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

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

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

WHEREAS, the Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority”) has reviewed and considered (i) the Balance Sheet and the Income

Statement for the Authority for the month and period ending January 31, 2012 (the “Financial Reports”), and (ii) the Claims Docket of the Authority for the month of January 2012 (the “Claims”), both the Financial Reports and the Claims being (i) included in the packet distributed to the Board prior to the February 27, 2012, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby (i) accepts the Financial Reports and (ii) approves and authorizes payment of the Claims in the total amount of \$1,035,166.60.

B. Service Agreements.

1. ***JMAA Project No. 012-12, LEAN Airport Training and Project Facilitation, JMAA: Authorize Agreement.***
2. ***JMAA Project No. 013-12, Interactive Employee Safety and Security Training Video Production, JAN: Authorize Agreement.***

Mr. Vanderleest directed the Board’s attention to the memoranda in the Packet which described these matters, and discussed these matters with the Board. Mr. Vanderleest said that there had been no changes in these matters since their discussion at the Work Session of the Board on February 23, 2012.

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

**RESOLUTION APPROVING AND AUTHORIZING CERTAIN
ACTIONS WITH RESPECT TO CERTAIN SERVICE
AGREEMENTS**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the “Authority”) has recommended that the Board of Commissioners of the Authority (the “Board”) approve and authorize certain actions with respect to certain service agreements identified below, all as more particularly described in certain memoranda (i) included in the packet distributed to the Board prior to the February 27, 2012, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (separately, each a “Memorandum;” collectively, the “Memoranda”); and

WHEREAS, the Board has reviewed the Memoranda and considered the recommendations therein by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, take the following actions:

1. The Board approves and authorizes negotiation and execution of a professional services agreement with TransSolutions, LLC to provide (i) a 4-hour workshop for management staff on the application LeanAirport methodology, and (ii) facilitation services for two LeanAirport projects identified by staff (the “TransSolutions Agreement”), said TransSolutions Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated February 4, 2012, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
2. The Board approves and authorizes negotiation and execution of an agreement with the American Association of Airport Executives (“AAAE”) for services related to the production of an update and supplemental modules to be added to the existing customized Interactive Employee Training system at Jackson – Medgar Wiley Evers International Airport (the “AAAE Training Agreement”), with fees for such services not to exceed \$315,000, all as more particularly set out in the Memorandum dated February 8, 2012, which describes this matter, said AAAE Training Agreement to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

C. Construction Projects.

1. ***JMAA Project No. 017-10, VIP Parking Area Gate Installation, JAN: Authorize Agreement.***
2. ***JMAA Project No. 006-12, Carpet Replacement, JAN: Authorize Agreement.***
3. ***Fabrication and Installation of Signage for Passenger Boarding Bridges, JAN: Authorize Agreement.***
4. ***Tree Removal and Fence Repair, HKS: Authorize Agreement.***
5. ***JMAA Project No. 008-12, Pavement Assessment and Overlay Runway 16/34, HKS: Authorization to Publish Request for Qualifications.***

6. *JMAA Project No. 016-12, Apron Markings – US Airways Express and Continental Express, JAN: Authorize Agreement.*
7. *JMAA Project No. 002-11, North Roadway Pavement Improvements and Equipment Building, JAN: Authorize Re-Advertisement for Bids and Amendment to Budget.*
8. *JMAA Project No. 003-11, Terminal Entrance Enhancement and Parking Area Improvements, HKS: Authorize Re-Advertisement for Bids.*
9. *JMAA Project No. 013-10, Structural Enhancement of Old Air Cargo Facility, JAN: Award Contract.*
10. *JMAA Project NO. 011-11, Contract No. 011-11-075, Power Resources Evaluation and Improvements, JAN and HKS: Authorize Amendment to Agreement.*
11. *JMAA Project No. 013-11, East Concourse Terminal Improvements, JAN: Authorize Amendment to Agreement.*
12. *JMAA Project No. 007-12, Contract No. 007-12-016, Pump Station and Sewer Line Repair, South Hangar Drive, JAN: Approve Change Order No. 1.*

Mr. Vanderleest directed the Board's attention to the memoranda in the Packet which described these matters, and discussed these matters with the Board. Mr. Vanderleest said that there had been no changes in these matters since their discussion at the Work Session of the Board on February 23, 2012.

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

**RESOLUTION APPROVING AND AUTHORIZING
CERTAIN ACTIONS WITH RESPECT TO CERTAIN
CONSTRUCTION PROJECTS**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the "Authority") has recommended that the Board of Commissioners (the "Board") of the Authority approve and authorize certain actions with respect to certain construction projects identified below, all as more particularly described in certain memoranda (i) included in the packet distributed to the Board prior to the February 27, 2012, Regular Monthly Meeting of

the Board, and (ii) incorporated herein by reference (separately, each a “Memorandum;” collectively, the “Memoranda”); and

WHEREAS, the Board has reviewed the Memoranda and considered the recommendations therein by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, take the following actions:

1. The Board approves and authorizes negotiation and execution of an agreement with Jefcoat Fence Co., Inc. for fabrication and installation of an automated gate on the west end of the VIP parking area on the lower level of the terminal at Jackson – Medgar Wiley Evers International Airport (“JAN”) (JMAA Project No. 017-10) at a cost not to exceed \$14,577.00 (the “Jefcoat Agreement”), said Jefcoat Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated February 15, 2012, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
2. The Board approves and authorizes negotiation and execution of an agreement with Byrd and Cook Paint and Decorating for the purchase and installation of new carpeting in the upper and lower level vestibules of the Main Terminal Building at JAN (JMAA Project No. 006-12) at a cost not to exceed \$14,400.00 (the “B&C Agreement”), said B&C Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated January 23, 2012, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
3. The Board approves and authorizes negotiation and execution of an agreement with Sarub, Inc. d/b/a Signs First for the installation of exterior signage for the passenger boarding bridges at Gates 2, 4 and 16 at JAN at a cost not to exceed \$3,659.91 (the “Signs First Agreement”), said Signs First Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated February 9, 2012, which describes this

matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

4. The Board approves and authorizes negotiation and execution of an agreement with Lewis Tree and Lawn Service to remove trees and remove and replace damaged fence materials on the north perimeter fence at Hawkins Field (“HKS”) at a cost not to exceed \$18,195.35 (the “Lewis T&L Agreement”), said Lewis T&L Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated February 10, 2012, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
5. The Board approves and authorizes (i) publication of a request for qualifications to provide engineering services for design and construction administration in connection with the assessment and resurfacing of Runway 16/34 at HKS (JMAA Project No. 008-12) (the “HKS Runway Overlay Project”), and (ii) negotiation of an agreement with a third-party engineering firm to assess fee proposals for engineering services in connection with the HKS Runway Overlay Project as required by the Federal Aviation Administration, the final form of any such agreement to be subject to approval by the Board prior to execution, all as more particularly described in the Memorandum dated February 2, 2012, relating to this matter.
6. The Board approves and authorizes negotiation and execution of an agreement with Lane Line, LLC to remove and replace the apron markings at Gates 16 and 18 and to remove several unused apron markings near the Gate 2 boarding bridge at JAN (JMAA Project No. 016-12) at a cost not to exceed \$8,575.00 (the “Lane Line Agreement”), said Lane Line Agreement to be in such form and to contain such terms and conditions consistent with the Memorandum dated February 22, 2012, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
7. The Board hereby approves and authorizes (i) the re-advertisement for bids for pavement improvements and repairs to certain roadways and parking areas serving the

northern portion of JAN and the procurement and installation of a pre-engineered equipment building at JAN (JMAA Project No. 002-11) (the “North Roadway Improvement Project”), and (ii) acceptance of the revised budget for the North Roadway Improvement Project, all as more particularly described in the Memorandum dated February 4, 2012, relating to this matter.

8. The Board hereby approves and authorizes (i) the re-advertisement for bids for Terminal Entrance Enhancement and Parking Area Improvements at HKS (JMAA Project NO. 003-11) (the “HKS Terminal Enhancement Project”), and (ii) acceptance of the revised budget for the HKS Terminal Enhancement Project, all as more particularly described in the Memorandum dated February 4, 2012, relating to this matter.
9. The Board hereby (i) rejects the low bid by McMillan-Pitts Construction Co., LLC¹ in the amount of \$817,000.00, and (ii) accepts the next lowest bid by Mid State Construction Company, Inc. (“Mid State”) in the amount of \$943,000.00 for JMAA Project No. 013-10, Structural Enhancement of Old Air Cargo Facility at JAN (the “Old Air Cargo Facility Project”), as the lowest and best bid for the Old Air Cargo Facility Project, all for the reasons described in the Memorandum dated February 15, 2012, which describes this matter, and (iii) approves and authorizes execution and accomplishment of a contract with Mid State to accomplish the Old Air Cargo Facility Project (the “Mid State Agreement”), said Mid State Agreement to be in such form and to contain such terms and conditions consistent with said Memorandum, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
10. The Board approves and authorizes negotiation and execution of an amendment to the professional services agreement with I. C. Thomasson Associates, Inc. (“ICT”), pursuant to which ICT will provide engineering design and construction administration services in connection with (i) a standby power system at JAN, (ii) boiler plant modifications and replacement of existing equipment at JAN, (iii) improvements to the main power vault at JAN,

¹ McMillan-Pitts Construction Co., LLC is incorrectly spelled as “McMillian-Pitts Construction Co., LLC” in the Memorandum describing this matter in the Packet.

(iv) a small scale solar power generation station at JAN, (v) a standby power system at HKS, and (vi) power supply and installation of a lighted taxiway designation sign at HKS, with the additional cost not to exceed \$302,000.00 (the "ICT Amendment"), all as more specifically described in that certain Memorandum dated February 10, 2012, which describes this matter, said ICT Amendment to be in such form and to contain such terms and conditions consistent with said Memorandum as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

11. The Board approves and authorizes negotiation and execution of an addendum to the professional services agreement with Burns Cooley Dennis, Inc. ("BCD"), whereby BCD will provide geotechnical services in support of the design of the East and West security checkpoints which are part of the East Concourse Terminal Improvements Project at JAN (JMAA Project No. 013-11) (the "East Concourse Improvements Project"), the cost of said additional services not to exceed \$9,700.00 (the "BCD Addendum"), said BCD Addendum to be in such form and to contain such terms and conditions consistent with the Memorandum dated February 8, 2012, which describes this matter, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.
12. The Board approves and authorizes execution and accomplishment of Change Order No. 1 to Contract No. 007-12-016 with Scoggins Welding & Machine Shop, Inc. in connection with Project No. 007-12, Pump Station and Sewer Line Repair at the South Hangar Drive at JAN, as more particularly described in the Memorandum dated February 11, 2012, which describes this matter.

D. Procurements.

1. *JMAA Project No. 004-11, Terminal Artwork Procurement and Installation, JAN: Authorize Agreements.*

Mr. Vanderleest directed the Board's attention to the memoranda in the Packet which described this matter, and discussed this matter with the Board. Mr. Vanderleest said that there had been no changes in these matters since their discussion at the Work Session of the Board on February 23, 2012.

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

**RESOLUTION APPROVING AND AUTHORIZING
AGREEMENTS REGARDING TERMINAL ARTWORK AT
JACKSON – MEDGAR WILEY EVERS INTERNATIONAL
AIRPORT**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the “Authority”) has recommended that the Board of Commissioners (the “Board”) of the Authority approve and authorize certain actions in connection with procuring artwork to be displayed in the Main Terminal Building at Jackson – Medgar Wiley Evers International Airport (“JAN”) in connection with the 50th anniversary of JAN (JMAA Project No. 004-11), including (i) negotiation and execution of an agreement with Randy Hayes to provide a commissioned work for display at JAN at a cost of \$40,000.00 (the “Hayes Agreement”), and negotiation, subject to approval by the Board, of agreements with (ii) NunoErin, LLC for an interactive wall mural (the “NunoErin Agreement”), and (iii) Scott Allen for the design and production of a commemorative gift item (the “Allen Agreement”); and

WHEREAS, the staff has also recommended that the Board approve and authorize negotiation and execution of an amendment to the existing professional services agreement with Canizaro Cawthon Davis for professional design services, procurement and agreement negotiations, and installation oversight for each of the agreements described above (the “CCD Amendment”); and

WHEREAS, all of the above was more particularly described in that certain memorandum dated February 6, 2012, (i) included in the packet distributed to the Board prior to the February 27, 2012, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (the “Memorandum”); and

WHEREAS, the Board has reviewed the Memorandum and considered the recommendations therein by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, approve and authorize (i) negotiation and execution of the Hayes Agreement; (ii) negotiation, subject to

approval by the Board, of the NunoErin Agreement and the Allen Agreement; and (iii) negotiation and execution of the CCD Amendment, each of the Hayes Agreement, NunoErin Agreement, Allen Agreement and CCD Amendment to be in such form and to contain such terms and conditions consistent with the Memorandum, as may be deemed appropriate by the Chief Executive Officer of the Authority, as evidenced by his execution thereof.

E. Grants.

1. *Fiscal Year 2012 Airport Improvement Program.*

Mr. Vanderleest directed the Board's attention to the memorandum in the Packet which described this matter, and discussed this matter with the Board. Mr. Vanderleest said that there had been no changes in this matter since its discussion at the Special Work Session of the Board on February 23, 2012.

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

**RESOLUTION APPROVING AND AUTHORIZING
APPLICATION FOR AND ACCEPTANCE OF FEDERAL
AVIATION ADMINISTRATION AIRPORT
IMPROVEMENT PROGRAM GRANT FUNDS FOR
FISCAL YEAR 2012**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the "Authority") has recommended that the Board of Commissioners (the "Board") of the Authority approve and authorize the staff of the Authority to apply for grants totaling \$2,876,297.00 for eligible Authority capital development projects under the Federal Aviation Administration's Airport Improvement Program ("AIP Grants") to be used to fund certain capital projects at Jackson – Medgar Wiley Evers International Airport ("JAN") and Hawkins Field Airport ("HKS"); and

WHEREAS, the staff has further recommended that the Board approve and authorize acceptance of the AIP Grants if the applications are approved by the FAA, all as more particularly described in a certain memorandum dated February 9, 2012, which was (i) distributed to the Board during the February 27, 2012, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (the "Memorandum"); and

WHEREAS, the Board has reviewed the Memorandum and considered said recommendations by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, the Board hereby does, approve and authorize the staff of the Authority to submit applications for the AIP Grants and, upon acceptance, authorizes and directs the staff of the Authority to take all other steps necessary and appropriate to accomplish receipt of the AIP Grants.

F. Other Matters.

1. *Leadership Excellence in Aviation Program Travel Authorization.*

Mr. Vanderleest directed the Board's attention to the memorandum in the Packet which described this matter, and discussed this matter with the Board. Mr. Vanderleest said that there had been no changes in this matter since their discussion at the Special Work Session of the Board on February 23, 2012.

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

**RESOLUTION AUTHORIZING TRAVEL EXPENSES FOR
LEADERSHIP EXCELLENCE IN AVIATION PROGRAM
(LEAP) TEAM MEMBERS AND STAFF**

WHEREAS, the Jackson Municipal Airport Authority (the "Authority" and "JMAA") has provided a leadership training program to its employees, known as the "Leadership Excellence in Aviation Program," or "LEAP"; and

WHEREAS, the LEAP program has been a great success and has provided selected JMAA employees with an opportunity to increase their skills so as to make a greater contribution to the success of the Authority; and

WHEREAS, as set forth in that certain memorandum dated February 8, 2012, (i) included in the packet distributed to the Board of Commissioners (the "Board") of the Authority prior to the February 27, 2012, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (the "Memorandum"), the senior staff of the Authority has recommended that the Board

approve and authorize travel and related expenses for seven (7) LEAP team members and three (3) other JMAA staff members to travel to Washington, DC on April 24 – 25, 2012, as an element of the LEAP program, at an estimated cost of approximately \$14,200.00; and

WHEREAS, the Board has reviewed the Memorandum and considered the recommendations therein by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, authorize and approve reimbursement of reasonable travel, lodging, food and related expenses for said LEAP team members and staff to visit Washington, DC, as more particularly described in the Memorandum.

2. *Staff Travel Authorization.*

Mr. Vanderleest directed the Board's attention to the memorandum in the Packet which described this matter, and discussed this matter with the Board. Mr. Vanderleest said that there had been no changes in this matter since their discussion at the Special Work Session of the Board on February 23, 2012.

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

**RESOLUTION APPROVING AND AUTHORIZING (I)
PARTICIPATION IN THE AIRPORT COUNCIL
INTERNATIONAL – NORTH AMERICA PUBLIC SAFETY
& SECURITY COMMITTEE SPRING CONFERENCE IN
VANCOUVER, BRITISH COLUMBIA AND (II)
REIMBURSEMENT OF TRAVEL AND RELATED
EXPENSES**

WHEREAS, the staff of the Jackson Municipal Airport Authority (the "Authority") has recommended that the Board of Commissioners (the "Board") of the Authority approve and authorize reimbursement of reasonable travel, lodging, food and related expenses for Mr. Denson E. Stasher, Director of Operations and Security for the Authority, to participate in the Airport Council International – North America Public Safety & Security Committee Spring Conference to be held in Vancouver, British

Columbia, Canada on March 25 – 30, 2012 (the “Conference”), as more particularly described in the Memorandum dated January 30, 2012, (i) included in the packet distributed to the Board of Commissioners (the “Board”) of the Authority prior to the February 27, 2012, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (the “Memorandum”); and

WHEREAS, the Board has reviewed the Memorandum and considered the recommendations therein by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that participation by Mr. Stasher in the Conference would be extremely beneficial to the Authority, and hereby approves and authorizes travel to and participation in the Conference by Mr. Stasher and reimbursement of reasonable travel, lodging, food and related expenses incurred by Mr. Stasher in connection with attendance at the Conference , all in accordance with the Staff Travel Policy adopted by the Board on October 23, 2006, as more particularly described in the Memorandum.

3. *Commissioner’s Academy.*

Mr. Vanderleest directed the Board’s attention to the memorandum in the Packet which described this matter, and discussed this matter with the Board. Mr. Vanderleest said that there had been no changes in this matter since its discussion at the Work Session of the Board on February 23, 2012.

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

**RESOLUTION APPROVING AND AUTHORIZING
PARTICIPATION OF COMMISSIONER STEWART AND
CHIEF EXECUTIVE OFFICER IN ORGANIZATION AND
DEVELOPMENT OF AIRPORT COMMISSIONER PUBLIC
POLICY AND LEADERSHIP ACADEMY**

WHEREAS, Krys Bart, the Chief Executive Officer and President of the Reno-Tahoe Airport Authority, has taken the lead in developing an Airport Commissioner Public Policy and Leadership Academy (the “Academy”) to highlight the importance of public policy management and best practices for commissioner leadership in airport management; and

WHEREAS, Ms. Bart has requested that Commissioner Sylvia Stewart (“Commissioner Stewart”) of the Jackson Municipal Airport Authority (the “Authority”) co-chair the initial program of the Academy, and that Dirk Vanderleest (“Mr. Vanderleest”), Chief Executive Officer of the Authority, actively participate in the organization and development of the Academy, including helping to identify speakers, recruit support from other airport directors and refine the agenda for the initial program of the Academy; and

WHEREAS, the staff of the Authority has recommended that the Board of Commissioners (the “Board”) of the Authority approve and authorize the above-described participation by Commissioner Stewart and Mr. Vanderleest in the organization and development of the Academy, including possible travel and related expenses for Commissioner Stewart and Mr. Vanderleest, all as more particularly described in the Memorandum dated February 14, 2012, (i) included in the packet distributed to the Board prior to the February 27, 2012, Regular Monthly Meeting of the Board, and (ii) incorporated herein by reference (the “Memorandum”); and

WHEREAS, the Board has reviewed the Memorandum and considered the recommendations therein by the staff of the Authority;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, approve and authorize participation by Commissioner Stewart and Mr. Vanderleest in the organization and development of the Academy, including reimbursement of reasonable travel, lodging, food and related expenses incurred in connection with such participation in the Academy, all as more particularly described in the Memorandum.

4. *Board Travel.*

Mr. Vanderleest said that the Annual Commissioners Conference sponsored by the Airports Council International – North America would be held in Washington, DC on April 22 – 24, 2012. Mr. Vanderleest said that if any Commissioners intend to attend that conference, the Board would need to preapprove the travel and the Board should consider changing the date of the Regular Monthly Meeting of the Board scheduled for 4:00 p.m. on Monday, April 23, 2012.

After discussion, upon motion duly made by Commissioner Stewart, seconded by Commissioner Irvin, and unanimously approved by

the affirmative votes of all Commissioners present, the Board adopted the following resolution.

**RESOLUTION APPROVING AND AUTHORIZING
CERTAIN BOARD TRAVEL AND RELATED EXPENSES
IN CONNECTION WITH THE ANNUAL
COMMISSIONERS CONFERENCE OF AIRPORTS
COUNCIL INTERNATIONAL – NORTH AMERICA**

WHEREAS, the Annual Commissioners Conference sponsored by the Airports Council International – North America will be held in Washington, DC on April 22 – 24, 2012 (the “Conference”); and

WHEREAS, the Board of Commissioners (the “Board”) of the Jackson Municipal Airport Authority (the “Authority”) has participated previously in such conferences and considers such conferences to be excellent opportunities for the Board to learn of best practices at other airports and increase the Board’s knowledge of airport-related matters

NOW, THEREFORE, BE IT RESOLVED, the Board hereby determines that it would be in the best interests of and in furtherance of the duties and responsibilities of the Authority to, and the Board hereby does, authorize and approve reimbursement of reasonable travel, lodging, food, registration and related expenses for the Board to participate in the Conference.

5. *Call of Special Board Meeting on April 19, 2012.*

The Board then considered the necessity of changing the date of the Regular Monthly Meeting of the Board scheduled for 4:00 p.m. on Monday, April 23, 2012, since a majority of the Board would likely be in Washington, DC, to attend the Annual Commissioners Conference discussed above.

After discussion, by consensus, the Board directed the Board Chair to cancel the Regular Work Session of the Board scheduled for April 19, 2012, and the Regular Monthly Meeting of the Board scheduled for April 23, 2012, and call a Special Meeting of the Board for 4:00 p.m. on Thursday, April 19, 2012, at which the Board would consider and take action on all matters relating to the Authority.

VI. DISCUSSION: STRATEGIC INITIATIVES.

There was no discussion of strategic initiatives at the Meeting.

VII. ADJOURNMENT.

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

Respectfully submitted,

Dr. Glenda Glover, Chair

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

George E. Irvin, Sr.

Earle Jones

Dr. Sylvia Stewart