

**SPECIAL MEETING  
OF THE  
BOARD OF DIRECTORS  
OF THE  
MISSISSIPPI AIRPORTS ASSOCIATION**

**FEBRUARY 23, 2018**

**BE IT REMEMBERED**, that the Board of Directors (the “Board”) of the Mississippi Airports Association (the “Association”) convened a special meeting (the “Meeting”) of the Board at 11:30 a.m. on Friday, February 23, 2018, in accordance with Section 6.4.2 of the Bylaws of the Association in the Community Room at the Jackson-Medgar Wiley Evers International Airport.

**1. ROLL CALL AND DECLARATION OF QUORUM.**

President Cotter called the Meeting to order and called the roll of Directors. The following Directors were present at the Meeting:

Bill Cotter, President  
Samuel L. Washington, President-Elect, Delta State University (by telephone)  
Carl Newman, Treasurer, Jackson Municipal Airport Authority  
Nick Ardillo, NPA, LLC  
Mike Hainsey, Golden Triangle Regional Airport Authority  
Tom Heanue, Hattiesburg Laurel Regional Airport Authority  
Elton Jay, Retired  
Eric Konupka, Tunica County Airport Authority  
Rodney Lincoln, Starkville Airport  
Cliff Nash, Tupelo Airport Authority  
Lee Owen, Greenville Mid-Delta Airport  
Carol Snapp, Trent Lott International Airport

The following additional persons were present at the Meeting:

Rans Black, Federal Aviation Administration  
Tommy Booth, Mississippi Department of Transportation  
LuAnn Heanue, Guest  
Kathy Kenne, Tellos Creative, Executive Director  
Perry Miller, Assistant Treasurer, Jackson Municipal Airport Authority  
Mel Pomfrey, Tupelo Airport Authority  
Kirsten Shaw, Tellos Creative  
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz, PC, General Counsel

President Cotter noted that a quorum was present and declared that the Meeting was competent to proceed with the business identified on the Agenda. Before beginning with the items on the Agenda, President Cotter asked Elton Jay to say a blessing over the lunch provided by the Jackson Municipal Airport Authority (“JMAA”).

**2. APPROVAL OF DECEMBER 12, 2017 BOARD MINUTES.**

After discussion, upon motion duly made by Mr. Heanue and seconded Mr. Konupka, the Board unanimously approved the minutes of the Special Meeting of the Board held on December 12, 2017. President Cotter directed that the minutes be filed in the minute book of the Association.

**3. PRESIDENT'S REPORT.**

President Cotter thanked everyone for attending the meeting, and expressed his appreciation to Mr. Newman and JMAA for hosting the meeting and lunch.

**4. TREASURER'S REPORT.**

Mr. Newman presented the Balance Sheet for the Association dated as of January 31, 2018, a Profit and Loss Statement for the Association for January 2018 and a Monthly Analysis for the period ending January 2018, each of which is attached to these minutes (the "Treasurer's Report"). Mr. Newman noted that the decrease in the amount of available cash was mainly due to member dues payments being slower than in 2017.

After discussion, upon motion duly made by Mr. Hainsey and seconded by Mr. Owen, the Board unanimously accepted the Treasurer's Report. President Cotter directed that a copy of the Treasurer's Report be attached as an exhibit to the minutes of the Meeting.

**5. EXECUTIVE DIRECTOR'S REPORT.**

Ms. Kenne stated she would not have a report but would be addressing several actions items later in the meeting.

**6. COMMITTEE REPORTS.**

**A. 2018 Annual Conference and Meeting.**

Ms. Kenne reminded the Board that the 2018 Annual Conference will be held at the Hilton Jackson with the party Thursday night to be at the Mississippi Sports Hall of Fame. Ms. Kenne noted that the agenda for the Annual Conference is for the most part set with commitments from a number of great speakers. Ms. Kenne indicated that she was hoping to secure Marshall Ramsey as the keynote speaker for the luncheon on Thursday. Ms. Kenne also noted that the Wednesday afternoon events would include a shooting event at Capital Gun Club and golf at Lake Caroline.

**B. 2019 Annual Conference and Meeting.**

Ms. Kenne reminded the Board that the 2019 Annual Conference would be in Natchez.

**C. 2020 Annual Conference and Meeting**

Ms. Kenne advised the Board that the 2020 Annual Conference would be returning to the coast and would be hosted by Gulfport-Biloxi Regional Airport Authority.

## **7. OLD BUSINESS.**

### **A. Scholarships**

Ms. Kenne advised the Board that there seemed to have been some misunderstanding as to when scholarship checks would be issued and the period that each covered. Ms. Kenne recommended that, in the future, checks be issued in January or February of each year to cover the following calendar year.

### **B. Investment of Surplus Funds of the Association**

Ms. Shaw advised the Board that she had contacted a number of financial institutions about interest rates on demand and time deposits in the event the Board elected to invest its surplus funds. Ms. Shaw indicated that the best rate she was able to find for a certificate of deposit was approximately 0.15% per annum. After discussion, Mr. Heanue moved that the Board discontinue consideration of investment of the surplus funds of the Association until rates improve. Mr. Owen seconded the motion. President Cotter called for a vote on the matter with the Board unanimously approving the motion.

### **C. SB 2162 and Stallworth vs. Bryant**

President Cotter asked Mr. Newman to brief the Board on the latest developments in Stallworth vs. Bryant, the ongoing litigation relating to Senate Bill 2162 passed by the Mississippi Legislature during its 2016 Regular Session (the central provisions of which are codified at MISS CODE ANN. §61-3-6). Mr. Newman reminded the Board that under SB 2162, JMAA would be replaced as operator of the Jackson-Medgar Wiley Evers International Airport (JAN) with a regional authority. The litigation involves claims by the City of Jackson, JMAA and the JMAA Board of Commissioners and Jackson City Council members in their official and individual capacities against the state. Mr. Newman stated certain of the plaintiffs' claims had been dismissed, but that he did not expect anything definitive to occur in the matter this calendar year. Mr. Newman further indicated that it is very much business as usual at JMAA notwithstanding the distractions of the litigation.

### **D. Lakeland Income Properties, LLC vs. Rankin County**

President Cotter asked that Mr. Wagner update the Board on the status of this matter. Mr. Wagner reminded the Board that this matter involved the effort by Rankin County to collect ad valorem taxes on a commercial development constructed on property leased from JMAA. The developer, Lakeland Income Properties, had sued for recovery of previously paid taxes and for a declaratory judgment that it would not be liable for ad valorem taxes on the development going forward. Mr. Wagner advised the Board that the parties had briefed the matter for the Mississippi Supreme Court with the Association filing an amicus brief in the matter which had been accepted by the court. Mr. Wagner noted that since there will be no oral arguments, there is nothing to be done until the court issues its decision. Mr. Wagner did not expect a decision for several months.

## **E. Legislative Update**

Mr. Wagner advised the Board that he had been working with a couple of members of the Mississippi House of Representatives to provide an exemption to the reverse auction requirement for procurements by local governments, but that he did not believe the Legislature would grant the exception. Leadership in the Mississippi Senate leadership has not been receptive to efforts to modify the requirements to exempt local governments.

Mr. Booth of the Aeronautics Division of the Mississippi Department of Transportation expressed concern that passage of Senate Bill 3046 (Lieutenant Governor Reeves' infrastructure funding bill) would result in no funding of the Multimodal Fund for the next several years.

## **8. NEW BUSINESS.**

### **A. Internship**

The next matter to come before the Board was consideration of an internship program to be funded by the Association. Mr. Hainsey distributed the proposal attached to these minutes. Following discussion, Mr. Heanue moved that the Board authorize funding of one internship for a period of year in accordance with the proposal developed by Mr. Hainsey with a re-evaluation by the Board at the end of the year. Mr. Owen seconded the motion. President Cotter called for a vote on the matter with the Board unanimously approving the motion.

### **B. AMAC Leadership Summit**

President Cotter advised the Board that the Association had received a request from the Airport Minority Advisory Council to help sponsor the AMAC Leadership Summit to be held March 20-21, 2018 in Washington, D.C. Ms. Kenne noted that a variety of sponsorship packages were available, including general sponsorships and specific event sponsorships. There being no further discussion, Mr. Nash moved, and Mr. Newman seconded, that the Association be a bronze-level sponsor for the event at a cost of \$1,500. President Cotter called for a vote on the matter with the Board unanimously approving the motion. Ms. Kenne noted that the sponsorship includes two complimentary registrations if anyone would like to attend.

### **C. MAA Conference Scholarships**

The next matter to come before the Board was consideration of scholarships for attending the Association Annual Conference. Ms. Kenne advised the Board that a number of college students had expressed an interest in attending the Annual Conference, but would not be able to because of the cost. Following discussion, Mr. Heanue moved, and Mr. Lincoln seconded, that the Association be authorized to expend up to \$1,000 to assist college students that desire to attend the conference, such funds to be used as Ms. Kenne, as Executive Director of the Association, deems appropriate. President Cotter called for a vote on the matter with the Board unanimously approving the motion. Mr. Newman reminded the Board that JMAA had previously committed to pay for two student registrations which should allow more of the scholarship funding to be used for travel and lodging.

**D. Board Meeting Dates**

President Cotter advised the Board that he had received requests from a number of Directors to set more regular meeting dates. President Cotter indicated he would work with Ms. Kenne on proposed dates to be discussed at the Annual Meeting.

**9. OTHER MATTERS.**

**A. Professional of the Year**

Ms. Kenne reminded the Board that nominations are open for the Association's Professional of the Year Award. Ms. Kenne noted that the nominations will be judged by prior-year winners of the award.

**B. Law Enforcement Reimbursement**

Mr. Nash asked if any of the other airports represented at the meeting had problems or concerns with law enforcement reimbursement from the Transportation Security Administration. Mr. Hainsey expressed a concern that funding may be reduced and suggested the Association write the state Congressional delegation with the Association's concerns. Following discussion, Mr. Nash moved that the Association be authorized to contact the Mississippi Congressional delegation on issues involving law enforcement reimbursement, including continued funding. Mr. Owen second the motion. President Cotter called for a vote on the matter with the Board unanimously approving the motion.

**C. Membership**

Ms. Kenne stated that she and a number of Board members had been brainstorming on the way to the meeting about ways to increase membership in the Association, thereby providing greater funding for the Association's initiatives. Mr. Ardillo and Ms. Snapp agreed to work on potential options for increasing membership, including through creation of additional membership types/levels. Mr. Wagner agreed to provide the board a summary of the current membership types/structure at the Annual Meeting.

**10. ADJOURNMENT.**

There being no further business to come before the Meeting, upon motion duly made, seconded, and unanimously adopted, the Meeting adjourned at 1:35 p.m.

Respectfully submitted,

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Bill Cotter, President  
Mississippi Airports Association

**TREASURER'S REPORT**

**[ATTACHED]**

**INTERNSHIP PROPOSAL**

**[ATTACHED]**