

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

MAY 20, 2021

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 p.m. on May 20, 2021, at the offices of Baker, Donelson, Bearman, Caldwell & Berkowitz, P.C. in Jackson, Mississippi, in accordance with Section 6.4.2 of the Bylaws of the Association.

1. ROLL CALL AND DECLARATION OF QUORUM.

Vice President/President-Elect Snapp announced that Sam Washington would not be able to participate in the Meeting due to a recently scheduled meeting he had to attend in Greenville. Vice President Snapp then called the Meeting to order at 11:45 p.m. and called the roll of Directors. The following Directors were present for the Meeting:

Carol Snapp, Vice President, Jackson County Airport Authority
Nick Ardillo, NPA, LLC
Paul Brown, Jackson Municipal Airport Authority (by videoconference)
Mike Hainsey, Golden Triangle Regional Airport Authority
Clint Johnson, Cleveland Municipal Airport
Wes Kirkpatrick, Monroe County Airport
Eric Konupka, Tunica Airport Authority
Rodney Lincoln, Starkville Airport
Clay Williams, Gulfport-Biloxi Regional Airport Authority
Tom Williams, Meridian Airport Authority

The following additional persons were present for the Meeting:

Tommy Booth, Mississippi Department of Transportation
Rans Black, Federal Aviation Administration (by videoconference)
Kathy Kenne, Tellōs Marketing, LLC, Executive Director
Kirsten Shaw, Tellōs Marketing, LLC
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz, PC, General Counsel

Vice President Snapp noted that a quorum was present and declared that the Meeting was competent to proceed with the business identified on the Agenda attached to these Minutes as Attachment 1.

2. APPROVAL OF FEBRUARY 3, 2021 SPECIAL BOARD MEETING MINUTES.

After discussion, upon motion duly made by Mr. Clay Williams and seconded by Mr. Kirkpatrick, the Board unanimously approved the Minutes of the Special Meeting of the Board

held on February 3, 2021. Vice President Snapp directed that the Minutes be filed in the Minute Book of the Association.

3. PRESIDENT'S REPORT.

Vice President Snapp indicated that she had spoken with President Washington prior to the Meeting, and that he wanted her to express his appreciation to everyone for all they have done for the Association over the last year with all of its challenges and that he looks forward to better times for the Association.

4. TREASURER'S REPORT.

Mr. Wagner presented the Treasurer's Report attached to these Minutes as Attachment 2 on behalf of Mike Forster, the Association's Treasurer. Mr. Wagner noted that Mr. Forster was unable to attend the meeting due to a prior commitment.

Ms. Kenne noted to the Board that the virtual conference was very good for the Association, making almost as much money as regular conferences over the past few years. Ms. Kenne further noted that several airports were delinquent in their dues and that she would be following up with them individually.

Following discussion, Mr. Tom Williams moved, and Mr. Hainsey seconded, that the Board accept the Treasurer's Report as submitted. There being no further discussion on the matter, Vice President Snapp called for a vote on the matter with all Directors voting in the affirmative.

5. EXECUTIVE DIRECTOR'S REPORT.

Ms. Kenne stated that she had nothing to report other than what would be discussed under "Committee Reports."

6. COMMITTEE REPORTS.

A. 2021 Annual Conference and Meeting.

Ms. Kenne reminded everyone that the Annual Conference is scheduled for September 22-24, 2021 at the Golden Nugget in Biloxi with events and speakers still in process. Ms. Kenne advised the Board that she had received a number of inquiries on sponsorships for the conference and expected a number of new sponsors.

B. 2022 Annual Conference and Meeting.

Ms. Kenne reminded the Board that the 2022 Annual Conference and Meeting would be in Starkville. Ms. Kenne suggested the Board consider moving the Annual Conference to the fall going forward since spring is conference season, and it can become difficult to schedule around other events that time of year. Following discussion, the consensus of the Board was that the Annual Conference should be moved to the fall each year. Ms. Kenne stated that she would work with the Committee on dates for the 2022 Annual Conference.

7. OLD BUSINESS.

A. Realignment of Member Dues.

Mr. Wagner stated that Mr. Forster hoped to be ready to make a recommendation on dues at the next meeting of the Board.

8. NEW BUSINESS.

A. Election of Officers and Directors

Mr. Wagner distributed the current roster of directors and officers for the Association. Mr. Wagner reminded the Board that the Board had determined last spring to keep the *status quo* on directors and officers with the expectation that the pandemic would quickly be over, and the full Association would be able to meet later in the year. Mr. Wagner noted that left a number of directors in hold-over status with a significant number whose terms expire this year. With a significant number of directorships open, the Board should start considering individuals to nominate to the Board as well as serve as the next slate of officers of the Association. The Board will be electing new officers, other than President, at the 2021 Annual Conference. Vice President Snapp will assume the office of President at the Annual Conference.

B. Scholarships

Ms. Kenne indicated that Tom Heanue had received a number of inquiries from educational institutions that the Association had previously supported through student scholarships. Following discussion, the consensus of the Board was to hold consideration of scholarships until the Annual Conference.

C. Waiver of Bylaws – Director Involved in Airport Management on Part-Time Basis

Mr. Wagner advised the Board that Rodney Lincoln had recently retired from employment with the City of Starkville. Mr. Lincoln intends to return to the City of Starkville on a part-time basis to operate the Starkville Airport once his mandatory waiting period had run. However, Mr. Lincoln had been elected to the Board for a three-year term which, under the Association's Bylaws requires each director to be employment full-time in airport management. Mr. Wagner then suggested that the Board consider waiving the Bylaw requirement that Mr. Lincoln be employed full-time in airport management so that he may remain on the Board.

Following discussion, Mr. Hainsey moved that (i) the Board waive the requirement that Mr. Lincoln be employed in full-time airport management in order to remain on the Board and (ii) that Mr. Wagner be requested to prepare a proposal to modify the Bylaws of the Association so that individuals employed less than full-time in airport management be eligible for election to a three-year term on the Board. Mr. Kirkpatrick seconded the motion. Following discussion, Vice President Snapp called for a vote on the motion with all Directors present voting in the affirmative.

D. Changes to Airport Revitalization Revolving Loan Program

Mr. Clay Williams advised the Board that, without fanfare, the Mississippi Development Authority (MDA) had recently modified the Airport Revitalization Loan Program to make it more attractive to airports to use. The revisions to the program raised the maximum loan amount to \$1,000,000 and reduce the interest rate to 1% per annum.

E. Mississippi Department of Transportation Aeronautics Director

[Mr. Booth left the meeting]

Mr. Hainsey moved that the Board adopt the following resolution:

**RESOLUTION EXPRESSING THE APPRECIATION OF THE
BOARD OF DIRECTORS OF THE MISSISSIPPI AIRPORTS ASSOCIATION
FOR THE CONTRIBUTIONS OF MR. THOMAS M. BOOTH, JR., P.E.
TO THE AIRPORTS AND AVIATION IN THE STATE OF MISSISSIPPI**

WHEREAS, the Mississippi Airports Association (the “Association”) exists to promote aviation and airport interests; to provide a medium for discussion of aviation and airport issues by its members; to support legislation in support of aviation and airports; to advise and give consultation to its members when requested; to cooperate with all organizations working for the general advancement and benefit of aviation and airports; and to generally represent the interests of aviation and airports in Mississippi; and

WHEREAS, during his tenure with the Aeronautics Division of the Mississippi Department of Transportation, Thomas M. Booth, Jr., P.E., has provided exemplary service, assistance and guidance to airports throughout the State of Mississippi on matters of airport planning, development, safety and operations; and

WHEREAS, prior to joining the Mississippi Department of Transportation, Mr. Booth provided consulting engineering services relating to the development, improvement and operation of airports in the state and was employed by the Jackson Municipal Airport Authority with responsibility for, among other things, capital improvements to the Jackson Medgar Wiley Evers International Airport and Hawkins Field Airport; and

WHEREAS, among his other professional accomplishments, Mr. Booth served as President of the National Association of State Aviation Officials; and

WHEREAS, throughout his professional career, Mr. Booth has demonstrated a strong commitment to the betterment of aviation in the State of Mississippi; and

WHEREAS, upon his retirement as Director of the Aeronautics Division of the Mississippi Department of Transportation, the Board of Directors of the

Association desires to commend Mr. Booth for his contributions to airports and aviation in the State of Mississippi;

NOW, THEREFORE, BE IT RESOLVED, the Board of Directors of the Mississippi Airports Association, for itself and on behalf of all its members, hereby expresses its appreciation and gratitude to Mr. Thomas M. Booth, Jr., P.E., for his services to airports and aviation in the State of Mississippi.

BE IT RESOLVED, FURTHER, the Board of Directors of the Association, for itself and on behalf of all of its members hereby wishes Mr. Booth success in his future endeavors.

Mr. Tom Williams seconded the motion. Following discussion, Vice President Snapp called for a vote on the motion with all Directors voting in the affirmative. Vice President Snapp asked that a copy of the resolution be framed and presented to Mr. Booth at his retirement dinner on June 24, 2021.

Mr. Tom Williams then distributed a proposed letter to the Mississippi Department of Transportation (MDOT) outlining the importance of the Aeronautics Director to airports in Mississippi as well as some suggested attributes of Mr. Booth's successor. Mr. Williams requested that the Board provide any comments and then, once everyone was satisfied with the letter, that it be transmitted to MDOT.

9. OTHER MATTERS.

A. Airport Updates.

Vice President Snapp asked each Director to provide an update on activities at his or her airport.

10. ADJOURNMENT.

There being no further business to come before the Meeting, upon motion duly made, seconded, and unanimously adopted, the Meeting adjourned at 1:20 p.m.

Respectfully submitted,

Carol Snapp, Vice President
Mississippi Airports Association

ATTACHMENT 1

AGENDA

**MISSISSIPPI AIRPORTS ASSOCIATION
SPECIAL MEETING OF BOARD OF DIRECTORS
11:30 A.M., THURSDAY, MAY 20, 2021**

**Offices of Baker, Donelson, Bearman, Caldwell & Berkowitz
One Eastover Center, 100 Vision Drive, Suite 400
Jackson, Mississippi 39211**

1. Roll Call and Declaration of Quorum
2. Approval of Minutes of February 3, 2021 Special Board Meeting
3. President's Report
4. Treasurer's Report
5. Executive Director's Report
6. Committee Reports
 - a. 2021 Annual Conference Committee
 - b. 2022 Annual Conference Committee
7. Old Business
 - a. Committee to Consider Realignment of Member Dues
8. New Business
 - a. Discussion Regarding Election of Officers and Directors
 - b. Scholarships
 - c. Waiver of Bylaws – Director Involved in Airport Management on Part-Time Basis
 - d. Changes to Airport Revitalization Revolving Loan Program
 - e. Mississippi Department of Transportation Aeronautics Director
9. Other Matters
 - a. Airport Updates
10. Adjournment

ATTACHMENT 2
TREASURER'S REPORT

May 20, 2021
Treasurer's Report
Mississippi Airports Association

To the officers & members of the MAA Board:

I have reviewed the financial reports of the organization and find that there are no significant variances to the budget approved by the board at the 02/03/2021 meeting.

Membership dues have been received and recorded in the amount of \$23,100, a variance of \$1663 to the year-to-date budget of \$24,763. Kathy Kenne fully expects another \$18,450 in remittances that are customarily paid a bit later in the year. Assuming those occur, we will be within \$1,000 of the annual budget of \$42,450. On the attached summary of membership dues paid/unpaid, there are four 2020 members who need reminders, preferably by someone on the board who has a personal relationship with the person I've identified on the report.

Expenses are under budget by approximately \$14,000 due primarily to timing of expenses associated with our annual conference. All other routine and budgeted expenses are within expectations. Net income is a positive \$9,211 vs a budgeted loss of \$1,118.00.

Work continues on a proposal for a revised membership fee schedule and a full report will be made, along with a recommendation, at the next board meeting. Any changes approved by the board would not be put into effect until the FY 2022 budget cycle.

DocuSigned by:



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Treasurer

Watkins, Ward and Stafford, PLLC
Certified Public Accountants
PO Box 1216
West Point, MS 39773-1216

To the Board of Trustees of
Mississippi Airports Association
Post Office Box 16803
Jackson, MS 39236-6803

Management is responsible for the accompanying financial statements of Mississippi Airports Association (a nonprofit organization), which comprise the statement of assets, liabilities, and fund balance - tax basis as of April 30, 2021, and the related statements of revenues and expenses - tax basis for the one month and seven months then ended, and for determining that the tax basis of accounting is an acceptable financial reporting framework. We have performed compilation engagements in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on these financial statements.

The financial statements are prepared in accordance with the tax basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America.

Management has elected to omit substantially all the disclosures ordinarily included in financial statements prepared in accordance with the tax basis of accounting. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the Company's assets, liabilities, fund balance, revenues, and expenses. Accordingly, the financial statements are not designed for those who are not informed about such matters.

Watkins, Ward and Stafford, PLLC
May 17, 2021

Mississippi Airports Association
Statement of Assets, Liabilities, & Fund Balance - Tax Basis
As of April 30, 2021

	<u>Apr 30, 21</u>
ASSETS	
Current Assets	
Checking/Savings	
1001 · Operating - Trustmark	49,576.23
Total Checking/Savings	<u>49,576.23</u>
Total Current Assets	<u>49,576.23</u>
TOTAL ASSETS	<u>49,576.23</u>
LIABILITIES & EQUITY	
Equity	
3010 · Fund Balance	40,365.49
Net Income	9,210.74
Total Equity	<u>49,576.23</u>
TOTAL LIABILITIES & EQUITY	<u>49,576.23</u>

Mississippi Airports Association
Statements of Revenues & Expenses-Tax Basis

April 2021

	Apr 21	Budget	Oct '20 - Apr 21	YTD Budget	Annual Budget
Ordinary Income/Expense					
Income					
5 · Earned revenues					
5210 · Membership Dues					
5211 · Airport Memberships	0.00		22,300.00		
5213 · Student Memberships	0.00		50.00		
5214 · Corporate Dues	0.00		750.00		
5210 · Membership Dues - Other	0.00	3,537.50	0.00	24,762.50	42,450.00
Total 5210 · Membership Dues	0.00	3,537.50	23,100.00	24,762.50	42,450.00
Total 5 · Earned revenues	0.00	3,537.50	23,100.00	24,762.50	42,450.00
5800 · Annual Conference Revenues					
5810 · Presidential Sponsor	0.00		5,220.00		
5812 · Gold Sponsor	0.00		4,500.00		
5813 · Silver Sponsor	0.00		6,000.00		
5814 · Attendee Registration	0.00		1,540.00		
5800 · Annual Conference Revenues - Other	0.00	4,166.67	0.00	29,166.69	50,000.00
Total 5800 · Annual Conference Revenues	0.00	4,166.67	17,260.00	29,166.69	50,000.00
Total Income	0.00	7,704.17	40,360.00	53,929.19	92,450.00
Expense					
7000 · Grant & contract expense					
7070 · Sponsorships & Donations	0.00	16.67	0.00	116.69	200.00
Total 7000 · Grant & contract expense	0.00	16.67	0.00	116.69	200.00
7500 · Other personnel expenses					
7520 · Accounting fees	0.00	137.08	1,135.00	959.56	1,645.00
7530 · Legal fees	2,500.00	2,229.16	11,250.00	15,604.12	26,750.00
7540 · Professional fees - other	1,612.50	1,033.33	10,081.25	7,233.31	12,400.00
Total 7500 · Other personnel expenses	4,112.50	3,399.57	22,466.25	23,796.99	40,795.00
8100 · Office Expenses					
8101 · Supplies	0.00		43.13		
8103 · Telephone & telecommunications	133.78		478.26		
8104 · Postage, shipping, delivery	1.10		168.65	0.00	0.00
8110 · Travel	24.64	0.00	93.82	0.00	0.00
8100 · Office Expenses - Other	0.00	166.67	0.00	1,166.69	2,000.00
Total 8100 · Office Expenses	159.52	166.67	783.86	1,166.69	2,000.00
8115 · Website Updates & Programming	0.00	333.33	601.00	2,333.31	4,000.00
8500 · Misc expenses					
8505 · Business Meals	0.00	41.67	0.00	291.69	500.00
8520 · Insurance - non-employee	0.00	214.33	0.00	1,500.31	2,572.00
8580 · Contingency provisions	0.00	25.00	0.00	175.00	300.00
Total 8500 · Misc expenses	0.00	281.00	0.00	1,967.00	3,372.00
8600 · Business expenses					
8615 · Bank & Credit Card Fees	0.00		100.23		
Total 8600 · Business expenses	0.00		100.23		
8700 · Conference Expenses					
8702 · Tellos Management Fee	1,000.00	1,000.00	7,000.00	7,000.00	12,000.00
8704 · General Conference Expenses	0.00	2,666.67	197.92	18,666.69	32,000.00
Total 8700 · Conference Expenses	1,000.00	3,666.67	7,197.92	25,666.69	44,000.00
Total Expense	5,272.02	7,863.91	31,149.26	55,047.37	94,367.00
Net Ordinary Income	-5,272.02	-159.74	9,210.74	-1,118.18	-1,917.00
Net Income	-5,272.02	-159.74	9,210.74	-1,118.18	-1,917.00

Mississippi Airports Association
General Ledger
As of April 30, 2021

Type	Date	Num	Name	Memo	Debit	Credit	Balance
1001 · Operating - Trustmark							54,848.25
Check	04/21/2021	2151	Baker, Donelson	Invoice # 8847144		2,500.00	52,348.25
Check	04/21/2021	2152	Tellos Marketing, LLC	Invoice#MAA33021		2,772.02	49,576.23
Total 1001 · Operating - Trustmark					0.00	5,272.02	49,576.23
3010 · Fund Balance							(40,365.49)
Total 3010 · Fund Balance							(40,365.49)
5 · Earned revenues							(23,100.00)
5210 · Membership Dues							(23,100.00)
5211 · Airport Memberships							(22,300.00)
Total 5211 · Airport Memberships							(22,300.00)
5213 · Student Memberships							(50.00)
Total 5213 · Student Memberships							(50.00)
5214 · Corporate Dues							(750.00)
Total 5214 · Corporate Dues							(750.00)
Total 5210 · Membership Dues							(23,100.00)
Total 5 · Earned revenues							(23,100.00)
5800 · Annual Conference Revenues							(17,260.00)
5810 · Presidential Sponsor							(5,220.00)
Total 5810 · Presidential Sponsor							(5,220.00)
5812 · Gold Sponsor							(4,500.00)
Total 5812 · Gold Sponsor							(4,500.00)
5813 · Silver Sponsor							(6,000.00)
Total 5813 · Silver Sponsor							(6,000.00)
5814 · Attendee Registration							(1,540.00)
Total 5814 · Attendee Registration							(1,540.00)
Total 5800 · Annual Conference Revenues							(17,260.00)
7500 · Other personnel expenses							18,353.75
7520 · Accounting fees							1,135.00
Total 7520 · Accounting fees							1,135.00
7530 · Legal fees							8,750.00
Check	04/21/2021	2151	Baker, Donelson	Invoice # 8847144	2,500.00		11,250.00
Total 7530 · Legal fees					2,500.00	0.00	11,250.00
7540 · Professional fees - other							8,468.75
Check	04/21/2021	2152	Tellos Marketing, LLC	Invoice#MAA33021	543.75		9,012.50
Check	04/21/2021	2152	Tellos Marketing, LLC	Invoice#MAA33021	131.25		9,143.75
Check	04/21/2021	2152	Tellos Marketing, LLC	Invoice#MAA33021	806.25		9,950.00
Check	04/21/2021	2152	Tellos Marketing, LLC	Invoice#MAA33021	131.25		10,081.25
Total 7540 · Professional fees - other					1,612.50	0.00	10,081.25
Total 7500 · Other personnel expenses					4,112.50	0.00	22,466.25
8100 · Office Expenses							624.34
8101 · Supplies							43.13
Total 8101 · Supplies							43.13
8103 · Telephone & telecommunications							344.48
Check	04/21/2021	2152	Tellos Marketing, LLC	Invoice#MAA33021	133.78		478.26
Total 8103 · Telephone & telecommunications					133.78	0.00	478.26
8104 · Postage, shipping, delivery							167.55
Check	04/21/2021	2152	Tellos Marketing, LLC	Invoice#MAA33021	1.10		168.65
Total 8104 · Postage, shipping, delivery					1.10	0.00	168.65
8110 · Travel							69.18
Check	04/21/2021	2152	Tellos Marketing, LLC	Invoice#MAA33021	24.64		93.82
Total 8110 · Travel					24.64	0.00	93.82
Total 8100 · Office Expenses					159.52	0.00	783.86
8115 · Website Updates & Programming							601.00
Total 8115 · Website Updates & Programming							601.00
8600 · Business expenses							100.23
8615 · Bank & Credit Card Fees							100.23
Total 8615 · Bank & Credit Card Fees							100.23
Total 8600 · Business expenses							100.23
8700 · Conference Expenses							6,197.92
8702 · Tellos Management Fee							6,000.00
Check	04/21/2021	2152	Tellos Marketing, LLC	Invoice#MAA33021	1,000.00		7,000.00
Total 8702 · Tellos Management Fee					1,000.00	0.00	7,000.00

Mississippi Airports Association
General Ledger
As of April 30, 2021

Type	Date	Num	Name	Memo	Debit	Credit	Balance
8704 · General Conference Expenses							197.92
Total 8704 · General Conference Expenses							197.92
Total 8700 · Conference Expenses					1,000.00	0.00	7,197.92
TOTAL					5,272.02	5,272.02	0.00

MAA Membership Dues Status	5/18/2021
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PAID AIRPORTS- 2021 MEMBERS

ORGANIZATION	TYPE	AMOUNT
Cleveland Airport	Full time Director	\$ 750
Columbia	All Other Airports	\$ 200
Corinth	All Other Airports	\$ 200
Greenville	Commercial	\$ 4,000
Greenwood	All Other Airports	\$ 200
GTR	Commercial	\$ 4,000
Hattiesburg, City	All Other Airports	\$ 200
Hattiesburg-Laurel	Commercial	\$ 4,000
Holly Springs	All Other Airports	\$ 200
JB Williams	Full time Director	\$ 750
Hasin Karim	Student	\$ 25
Louisville	All Other Airports	\$ 200
Madison	All Other Airports	\$ 200
Ayahni Mayfield	Student	\$ 25
Meridian	Commercial	\$ 4,000
Monroe	Full time Director	\$ 750

UNPAID AIRPORTS-MEMBERS IN 2020

ORGANIZATION	TYPE	AMOUNT	STATUS	CONTACT
Picayune	All Other Airports	\$ 200	Will Renew	
McComb	All Other Airports		Follow up needed!	Rick Simpson
Tunica	Full-time Director	\$ 750	Will Renew	
Lexington	All Other Airports		Follow up needed!	Mayor Robin McCrory
Oxford	Full-time Director	\$ 750	Will Renew	
JMAA/Hawkins	Full-time Director	\$ 6,000	Will Renew	
Tupelo	Full-time Director	\$ 4,000	Will Renew	
Natchez	All Other Airports	\$ 750	Will Renew	
Columbus Lowndes	All Other Airports		Follow up needed!	Jared Rabren
Panola County	All Other Airports		Follow up needed!	Randy Turman
Gulfport-Biloxi	Full-time Director	\$ 6,000	Will Renew	
Total Missing/Expected		\$ 18,450		
Total Forecasted Dues		\$ 41,550		