

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

SEPTEMBER 8, 2022

BE IT REMEMBERED, that the Board of Directors (the “Board”) of the Mississippi Airports Association (the “Association”) convened its regular, annual meeting (the “Meeting”) of the Board at 3:15 p.m. on Thursday, September 8, 2022, in accordance with Section 6.4.1 of the Bylaws of the Association, at The Mill Conference Center, Starkville, Mississippi.

1. ROLL CALL AND DECLARATION OF QUORUM.

President Heanue called the Meeting to order at 3:15 p.m. and called the roll of Directors. The following Directors were present at the Meeting:

Tom Heanue, President, Hattiesburg-Laurel Regional Airport
Mike Forster, Treasurer, Louisville-Winston County Airport
Nick Ardillo, NPA, LLC
Tommy Booth, Michael Baker International, Inc.
Matt Dowell, Golden Triangle regional Airport
Elton Jay, Retired
Wes Kirkpatrick, Monroe County Airport
Matt Owen, Laurel Airport
Samuel L. Washington, President, Mid Delta Regional Airport
Chanse Watson, Stennis International Airport
Clay Williams, Gulfport-Biloxi Regional Airport
Tom Williams, Meridian Airport Authority

The following additional persons were present at the Meeting:

Kirsten Shaw, Tellōs Creative
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz, PC, General Counsel

President Heanue 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 MAY 18, 2022 BOARD MINUTES.

After discussion, upon motion duly made by Mr. Ardillo and seconded by Mr. Owen, the Board unanimously approved the minutes of the Special Meeting of the Board held on May 18, 2022. President Heanue directed that the minutes be filed in the minute book of the Association.

3. PRESIDENT'S REPORT.

President Heanue thanked everyone for attending the meeting and expressed his appreciation to the Board for entrusting him with the office of President. President Heanue indicated that he thought that the Conference is going great so far with a larger turnout than expected. President Heanue thanked Ms. Kenne and Ms. Shaw for all of the hard work of the Tellōs Creative staff in putting the conference together.

4. TREASURER'S REPORT.

Mr. Forster noted that Dawn Estrada, an accountant with Watkins, Ward & Stafford, PLLC, the accounting firm for the Association, had suffered a stroke and asked that everyone keep her in their thoughts.

Mr. Forster then presented the Financial Update attached to these Minutes as Attachment 2. Mr. Forster noted that the numbers for the year look a little skewed since there were two conferences during the last fiscal year, but that the Association is in very good shape at this point.

Mr. Forster further noted that the best way to improve income for the Association was to broaden the membership and attract more airports. Mr. Forster stated that there are a number of airports in the state that are not members that should be. Mr. Forster provided the Madison Airport as a good example – it is a fairly busy general aviation airport that would benefit from being a member of the Association as well as benefitting the Association through additional membership dues.

After discussion, upon motion duly made by Mr. Washington and seconded by Mr. Jay, the Board voted unanimously to accept the Financial Update. President Heanue directed that a copy of the Financial Update be attached as an exhibit to the minutes of the Meeting.

5. EXECUTIVE DIRECTOR'S REPORT.

Ms. Shaw advised the Board that the Annual Conference is going better than hoped with 209 registrants (as compared to 167 for 2021). In addition, the exhibitor/sponsors numbers have been very good with 26 exhibitors.

President Heanue thanked Ms. Shaw for all the work that she and Ms. Kenne and the other Tellōs staff have put into the Annual Conference.

6. COMMITTEE REPORTS.

A. 2022 Annual Conference and Meeting.

Ms. Shaw noted that she had covered the 2022 Annual Conference in the Executive Director's Report.

B. 2023 Annual Conference and Meeting

Ms. Shaw advised the Board that the 2023 Annual Conference will be in Meridian, September 13-15, 2023.

7. OLD BUSINESS.

President Heanue stated that there was no Old Business for the Board to consider.

8. NEW BUSINESS.

A. Aviation Day at Capitol

President Heanue stated that the Association needed to improve its visibility with the Legislature and one way to do that would be for the Association to host an Aviation Day at the Capitol, especially if the Association is not going to be involved in a multi-modal legislative event as in years past. After discussion, President Heanue formed an ad-hoc committee consisting of himself, Wes Kirkpatrick, Matt Owen, Sam Washington and Clay Williams to work on a plan for an Aviation Day at the Legislature as well as putting together materials to be provided to legislators regarding airports and aviation in Mississippi.

B. Scholarships

President Heanue stated that as the Association continues to grow stronger financially, he would like to see the Association get back to awarding scholarships to schools with aviation curricula. President Heanue recommended consideration of scholarships of \$1,000 to Delta State University and \$500 each to the community colleges in the state that offer aviation related curricula, including Pearl River Community College which now offers aviation related curricula.

Following discussion, Mr. Washington moved, and Mr. Clay Williams seconded, that the Association be authorized to award scholarships of \$1000 to Delta State University and \$500 each to the community colleges in the state that offer aviation curricula. There being no further discussion on the matter, President Heanue called for a vote on the matter with all Directors present voting in the affirmative.

C. Recommendation of Award of Life Membership for Mike Hainsey

The next matter to come before the Board was consideration of a recommendation to the Membership that it award a Life Membership to Mike Hainsey who had recently retired from the Golden Triangle Regional Airport Authority. President Heanue noted that Mr. Hainsey had been instrumental in the development and growth of the Association and should be rewarded for his contributions and should value Mr. Hainsey's continued involvement with the Association. Following discussion, Mr. Clay Williams moved, and Mr. Tom Williams seconded, that the Board of Directors recommend award of a Life Membership in the Association to Mr. Hainsey at its meeting the following day. There being no further discussion, President Heanue called for a vote on the matter with all Directors present voting in the affirmative.

D. Recommendation of Award of Life Membership for Clint Pomeroy

The next matter to come before the Board was consideration of recommendation to the Membership that it award a Life Membership to Clint Pomeroy. Mr. Wagner advised the Board that there had been a general understanding that Mr. Pomeroy had been awarded a Life Membership in the Association after his retirement from the Natchez-Adams County Airport. However, Mr. Wagner had not been able to locate any resolutions of the Board recommending or of the Association approving the award of a Life Membership to Mr. Pomeroy. Following discussion, Mr. Tom Williams moved, and Mr. Ardillo seconded, that the Board of Directors recommend award of a Life Membership in the Association to Mr. Pomeroy at its meeting the following day. There being no further discussion, President Heanue called for a vote on the matter with all Directors present voting in the affirmative.

E. Election of Directors.

Mr. Wagner advised the Board that the Board of Directors generally consists of 12 Directors¹ who are elected/appointed to staggered terms. In addition, additional seats are available for a President whose term as a Director has or is expiring and for the immediate past President whose term as a Director has or is expiring. Mr. Wagner noted that three Directors have terms that are expiring at the Annual Conference (Wes Kirkpatrick, Sam Washington and Clay Williams) and one seat is vacant (formerly held by Paul Brown). Mr. Wagner advised the Board that it would need to nominate four Directors to serve three-year terms, all to be subject to approval of the Members.

Following discussion, Mr. Washington moved, and Mr. Dowell seconded, that the following individuals be nominated to serve as members of the Board of Directors of the Association for terms of three years each, each such nomination to be subject to approval by the Members:

| | |
|-----------------|--|
| Mary Geter | Jackson Municipal Airport Authority |
| Wes Kirkpatrick | Monroe County Airport |
| Richard Nelson | Natchez-Adams County Airport |
| Clay Williams | Gulfport-Biloxi Regional Airport Authority |

President Heanue called for a vote on the matter with all Directors present voting in the affirmative. President Heanue advised that the four individuals named above would be submitted to the Members for approval at the Annual Member Meeting on the following day.

¹ Life members of the Board of Directors (currently, Elton Jay and Dirk Vanderleest) do not count against the total number of Directors authorized by the Bylaws.

9. ADJOURNMENT.

There being no further business to come before the Meeting, upon motion duly made, seconded, and unanimously adopted, the Meeting adjourned at 3:55 p.m.

Respectfully submitted,

Tom Heanue, President
Mississippi Airports Association

ATTACHMENT 1

AGENDA

**MISSISSIPPI AIRPORTS ASSOCIATION
ANNUAL MEETING OF BOARD OF DIRECTORS
THURSDAY, SEPTEMBER 8, 2022, 3:20 PM**

AGENDA

1. Roll Call and Declaration of Quorum
2. Approval of Minutes of May 18, 2022 Special Board Meeting
3. President's Report
4. Financial Report
5. Executive Director's Report
6. Committee Reports
 - a. 2022 Annual Conference Committee
 - b. 2023 Annual Conference Committee
7. Old Business
8. New Business
 - a. Aviation Day at Capitol
 - b. Recommendation of Award of Life Membership for Mike Hainsey
 - c. Recommendation of Award of Life Membership for Clint Pomeroy
 - d. Nomination of individuals to serve 3-year terms as Directors
9. Other Matters
 - a. 2022 Legislative Report
10. Adjournment

ATTACHMENT 2
FINANCIAL UPDATE

MAA Financial Update

Q3 2022 Financial Report

September 8, 2022

Mike Forster, Treasurer





Balance Sheet

- No Issues

| | | | | Jun 30, 22 |
|---------------------------------------|--|--|--|------------------|
| ASSETS | | | | |
| Current Assets | | | | |
| Checking/Savings | | | | |
| 1001 - Operating - Trustmark | | | | 36,819.30 |
| Total Checking/Savings | | | | 36,819.30 |
| Total Current Assets | | | | 36,819.30 |
| TOTAL ASSETS | | | | 36,819.30 |
| LIABILITIES & EQUITY | | | | |
| Equity | | | | |
| 3010 - Fund Balance | | | | 46,879.83 |
| Net Income | | | | (10,060.53) |
| Total Equity | | | | 36,819.30 |
| TOTAL LIABILITIES & EQUITY | | | | 36,819.30 |



Q3 2022 Income/Expense Statement

- 2022 Transitional Year budget-wise
- 2021 Conference spanned 2 FY's
- 2022 Conference Revenues not yet fully booked
- 2022 Conference will be profitable.
- Thanks Kathy and Kirsten!

| | | | Oct '21 - Jun 22 | | YTD Budget | |
|----------------------|---|------------------------------|------------------|----------------|------------|---------------|
| Income | | | | | | |
| | 5 · Earned revenues | | | | | |
| | | 5115 · Fees Income | \$ 67.96 | | | \$ 67.96 |
| | | 5210 · Membership Dues | | | | |
| | | 5211 · Airport Memberships | \$ 35,700.00 | \$ 32,587.47 | | \$ 3,112.53 |
| | | 5212 · Corporate Memberships | \$ - | \$ 187.47 | | \$ (187.47) |
| | | 5213 · Student Memberships | \$ - | \$ 37.44 | | \$ (37.44) |
| | | 5214 · Corporate Dues | \$ 1,850.00 | | | \$ 1,850.00 |
| | | Total 5210 · Membership Dues | \$ 37,550.00 | \$ 32,812.38 | | \$ 4,737.62 |
| | Total 5 · Earned revenues | | \$ 37,617.96 | \$ 32,812.38 | | \$ 4,805.58 |
| | Total 5800 · Annual Conference Revenues | | \$ 42,356.00 | \$ 11,699.82 | | \$ 30,656.18 |
| Total Income | | | \$ 79,973.96 | \$ 44,512.20 | | \$ 35,461.76 |
| Expense | | | | | | |
| | Total 7500 · Other personnel expenses | | \$ 40,237.50 | \$ 30,596.32 | | \$ 9,641.18 |
| | Total 8100 · Office Expenses | | \$ 1,687.68 | \$ 5,550.08 | | \$ (3,862.40) |
| | 8115 · Website Updates & Programming | | \$ 991.00 | \$ 3,000.06 | | \$ (2,009.06) |
| | Total 8500 · Misc expenses | | \$ 472.31 | \$ 2,154.06 | | \$ (1,681.75) |
| | Total 8700 · Conference Expenses | | \$ 46,646.00 | \$ 33,375.06 | | \$ 13,270.94 |
| Total Expense | | | \$ 90,034.49 | \$ 74,825.61 | | \$ 15,208.88 |
| Net Income | | | \$ (10,060.53) | \$ (30,313.41) | | \$ 20,252.88 |



Membership Status

9/8/22

- 93% of budget received
- 39% of all MS airports are members of MAA

| Associated City | Airport Name | NPIAS Service Level | Paid as of | |
|-----------------------------|---------------------------------------|---------------------|------------|-----------|
| | | | Proposed | 9/8/22 |
| JACKSON | JACKSON-MEDGAR WILEY EVERS INTL | Primary Comm'l | \$ 6,000 | \$ 6,000 |
| GULFPORT | GULFPORT-BILOXI INTL | Primary | \$ 6,000 | \$ 6,000 |
| COLUMBUS/W POINT/STARKVILLE | GOLDEN TRIANGLE RGNL | Primary | \$ 4,000 | \$ 4,000 |
| MERIDIAN | KEY FLD | Primary | \$ 4,000 | \$ 4,000 |
| TUPELO | TUPELO RGNL | Primary | \$ 4,000 | \$ 4,000 |
| HATTIESBURG-LAUREL | HATTIESBURG-LAUREL RGNL | Comm'l Svc | \$ 4,000 | \$ 4,000 |
| GREENVILLE | GREENVILLE MID-DELTA | Comm'l Svc | \$ 4,000 | \$ 4,000 |
| | | | \$ 32,000 | \$ 32,000 |
| BAY ST LOUIS | STENNIS INTL | General Aviation | \$ 750 | \$ 750 |
| GREENWOOD | GREENWOOD-LEFLORE | General Aviation | \$ 750 | \$ 750 |
| JACKSON | HAWKINS FLD | General Aviation | \$ 750 | |
| LAUREL | HESLER-NOBLE FLD | General Aviation | \$ 750 | \$ 750 |
| NATCHEZ | HARDY-ANDERS FLD NATCHEZ-ADAMS COUNTY | General Aviation | \$ 750 | \$ 750 |
| OLIVE BRANCH | OLIVE BRANCH | General Aviation | \$ 750 | \$ 750 |
| OXFORD | UNIVERSITY-OXFORD | General Aviation | \$ 750 | \$ 750 |
| PASCAGOULA | TRENT LOTT INTL | General Aviation | \$ 750 | \$ 750 |
| STARKVILLE | GEORGE M BRYAN | General Aviation | \$ 750 | \$ 250 |
| | | | \$ 6,750 | \$ 5,500 |
| ABERDEEN/AMORY | MONROE COUNTY | General Aviation | \$ 500 | \$ 500 |
| CLEVELAND | CLEVELAND MUNI | General Aviation | \$ 500 | \$ 500 |
| COLUMBIA | COLUMBIA-MARION COUNTY | General Aviation | \$ 500 | \$ 500 |
| COLUMBUS | COLUMBUS-LOWNDES COUNTY | General Aviation | \$ 500 | \$ 500 |
| HATTIESBURG | HATTIESBURG BOBBY L CHAIN MUNI | General Aviation | \$ 500 | |
| HOLLY SPRINGS | HOLLY SPRINGS-MARSHALL COUNTY | General Aviation | \$ 500 | \$ 500 |
| LOUISVILLE | LOUISVILLE-WINSTON COUNTY | General Aviation | \$ 500 | \$ 500 |
| MADISON | BRUCE CAMPBELL FLD | General Aviation | \$ 500 | |
| MARSHALL COUNTY | | General Aviation | \$ 500 | \$ 500 |
| PICAYUNE | PICAYUNE MUNI | General Aviation | \$ 500 | |
| RAYMOND | JOHN BELL WILLIAMS | General Aviation | \$ 500 | \$ 500 |
| VICKSBURG | VICKSBURG MUNI | General Aviation | \$ 500 | \$ 500 |
| WINONA | WINONA-MONTGOMERY COUNTY | General Aviation | \$ 500 | \$ 250 |
| | | | \$ 6,500 | \$ 4,750 |
| BATESVILLE | PANOLA COUNTY | General Aviation | \$ 250 | \$ 200 |
| CORINTH | ROSCOE TURNER | General Aviation | \$ 250 | \$ 250 |
| LEXINGTON | C A MOORE | General Aviation | \$ 250 | \$ 250 |
| MC COMB | MC COMB/PIKE COUNTY/JOHN E LEWIS FLD | General Aviation | \$ 250 | \$ 250 |
| TUNICA | TUNICA MUNICIPAL | General Aviation | \$ 250 | \$ 250 |
| YAZOO CTY | YAZOO COUNTY | General Aviation | \$ 250 | \$ 250 |
| | | | \$ 1,500 | \$ 1,450 |
| | | Total all Airports | \$ 46,750 | \$ 43,700 |