

SPECIAL MEETING
OF
BOARD OF DIRECTORS
OF
MISSISSIPPI AIRPORTS ASSOCIATION

February 6, 2014

In accordance with Section 6.4.2 of the Bylaws of the Mississippi Airports Association (“MAA” and the “Association”), a special meeting (the “Meeting”) of the Board of Directors of the MAA (the “Board”) was held at 8:40 a.m. on Thursday, February 6, 2014, at the Old Capitol Inn in Jackson, Mississippi. A copy of the notice of the Meeting is attached as an exhibit to these minutes.

1. ROLL CALL AND DECLARATION OF QUORUM.

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

Tom Heanue, President
Josh Abramson, Tupelo Regional Airport Authority
Nick Ardillo, NPA, LLC
Bill Cotter, Stennis International Airport
Mike Hainsey, Golden Triangle Regional Airport
Elton Jay
Cliff Nash, Tunica County Airport Commission
Carol Snapp, Trent Lott International Airport
Dirk Vanderleest, Jackson Municipal Airport Authority
Sam Washington, Wash 4 Management Group, LLC
Clay Williams, Gulport-Biloxi Regional Airport Authority

President Heanue declared that a quorum was present, and the Meeting was competent to proceed with the business at hand.

The following other persons were present at the Meeting:

Gary Cohen, Jackson Municipal Airport Authority, Assistant Treasurer of MAA
Kathy Kenne, Quest Group, Executive Director of MAA
Alan Moore, Baker Donelson Bearman Caldwell & Berkowitz, PC, General Counsel of MAA
Charles Carr, Director of Intermodal Planning, Mississippi Department of Transportation (“MDOT”)
Tommy Booth, Director, Aeronautics Division, MDOT

Will Schuller, FAA
Scott Levanway, Levanway & Associates
Jeff Wagner, Baker Donelson Bearman Caldwell & Berkowitz, PC
Marlena Pickering, Baker Donelson Bearman Caldwell & Berkowitz, PC

2. APPROVAL OF BOARD MINUTES.

After discussion, upon motion duly made and seconded, the Board unanimously approved the minutes of the Special Meeting of the Board on November 20, 2013, and directed that the minutes be filed in the minute book of MAA.

3. PRESIDENT'S REPORT.

President Heanue thanked everyone for attending the Meeting, and expressed his appreciation to everyone for the spirit of cooperation among the airports represented on the Board.

4. TREASURER'S REPORT.

Gary Cohen, Assistant Treasurer, presented a Treasurer's Report for MAA as of December 31, 2013.

After discussion, upon motion duly made and seconded, the Board unanimously accepted the Treasurer's Report and 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.

Kathy Kenne, Executive Director of MAA, said that most of her recent work on behalf of MAA had been devoted to the 2014 Annual Conference, so she deferred her report until that item was discussed.

6. REPORTS OF COMMITTEES.

A. 2014 MAA Annual Conference Committee.

Ms. Keene and Cliff Nash, Chairman of the 2014 Annual Conference Committee, led a discussion of plans for the 2014 Annual Conference to be held in Tunica, Mississippi, on May 14-16, 2014. During discussion, a tentative agenda for the Conference was distributed, a copy of which is attached as an exhibit to the minutes of this Meeting.

During discussion, the Board considered increasing registration fees for the Annual Conference. After discussion, upon motion duly made and seconded, the Board unanimously established the following registration rates for the 2014 Annual Conference: \$175 for "early bird" registration by a MAA member; \$200 for "early bird" registration by a non MAA member; \$200 for non "early bird" registration by a MAA member; and \$300 for non "early bird" registration by a non MAA member.

The Board also discussed naming an Airport Person of the Year at the Annual Conference. By consensus without formal motion, the Board agreed that such an award could be given at any Annual Conference by the President and Annual Conference Committee.

B. Scholarship Committee.

Mike Hainsey led a discussion of the timing and process for awarding college student scholarships previously authorized by the Board. After discussion, upon motion duly made and seconded, the Board directed that (i) scholarships for the current academic year be presented at the 2014 Annual Conference, and that (ii) in future years, scholarships be presented at the beginning of the academic year.

By consensus without formal motion, the Board agreed that 2014 scholarship recipients should be invited to the 2014 Annual Conference, and that MAA should waive the registration fee for each recipient.

7. OLD BUSINESS.

A. 2014 Legislation.

President Heanue asked Alan Moore, General Counsel for MAA, to discuss bills pending before the 2014 Legislature which would impact airports.

i. Mississippi Air Service Development Act (SB 2785).

Mr. Moore reminded the Board that it had previously endorsed legislation to create the Mississippi Air Service Development Program, which would provide marketing funds to commercial airports through grants administered by the Mississippi Development Authority. Mr. Moore expressed appreciation to Clay Williams, Director of Gulfport-Biloxi Regional Airport Authority (“GBRAA”), and Scott Levanway, lobbyist for GBRAA, for their leadership in drafting and promoting passage of this legislation. Mr. Williams and Mr. Levanway said that Lieutenant Governor Reeves had agreed to support SB 2785, subject to an increase in the local match requirement from 20% to 40%. With that change, SB 2785 had been passed by the Senate Finance Committee and was on the Senate Calendar for consideration by the full Senate. Mr. Williams, Mr. Levanway, Mr. Moore, Mr. Heanue and others encouraged everyone to contact their local senator and express support for SB 2785.

During discussion, Tommy Booth, MDOT Aeronautics Director, advised the Board that MDOT had agreed to grant up to \$15,000.00 per airport to assist airports in paying for air service consultants.

ii. New Markets Tax Credits (HB 590/SB 2373).

Mr. Moore reminded the Board that it had previously endorsed legislation to add “municipal airport authorities” to the public entities authorized to use “new market tax credits” to fund development. Mr. Moore reported that HB 590 had been passed by both the Ports, Harbors and Airports Committee and the House Ways and Means Committee, and was now on the House

Calendar for consideration by the full House. SB 2373 had been passed by the Senate Finance Committee and the full Senate, and would now be considered by the House.

iii. Internet Sales of Airport Surplus Property (HB 591/SB 2137).

Mr. Moore reminded the Board that it had previously endorsed legislation to remove certain newspaper publication requirements when airports sell surplus property by internet sales. Mr. Moore said that SB 2137 had been passed by the Senate Accountability, Efficiency, and Transparency Committee, and was now on the Senate Calendar for consideration by the full Senate. Mr. Moore reported that HB 591 had died in committee because of an objection from a Meridian representative. Mr. Moore said that he had asked Tom Williams, Meridian Airport Director, to contact that representative to see if he would support SB 2137 if it passed the Senate.

B. Mississippi Air Service Study

President Heanue reminded the Board that it had previously approved a request to the Mississippi Development Authority (“MDA”) for a \$15,000.00 grant to the Association to fund a Mississippi Air Service Study (the “Study”) by the Boyd Group (the “Grant”). President Heanue said that by letter dated January 14, 2014, MDA had agreed to provide the Grant to MAA. A copy of the letter is attached as an exhibit to the minutes of this Meeting.

After discussion, upon motion duly made and seconded, the Board unanimously authorized President Heanue to execute any and all documents and take such other action as may be necessary and appropriate to obtain the grant, enter into an agreement for the Study with the Boyd Group, and accomplish the Study.

8. NEW BUSINESS.

A. Multi-Modal Transportation Fund.

i. Resolution Supporting \$10 Million Funding for Fiscal Year 2015.

At President Heanue’s request, Charles Carr, MDOT Director of Intermodal Planning, reminded those present that applications for the next round of multi-modal grants will be due in April 2014. Mr. Carr emphasized that MDOT requires confirmation that (i) multi-modal grants are spent for the purpose set out in the application and (ii) funds are timely spent.

President Heanue thanked Mr. Carr for his report and expressed appreciation on behalf of MAA to MDOT for its continuing support of Mississippi airports, specifically including the Multi-Modal Fund.

Upon motion duly made and seconded, the Board then unanimously adopted the following resolution, and directed the Association’s representatives to distribute the resolution to Lieutenant Governor Tate Reeves, Speaker of the House Philip Gunn, each of the three MDOT Commissioners, and legislators who chair key transportation committees.

**RESOLUTION EXPRESSING APPRECIATION FOR MULTI-MODAL
FUNDING AND SUPPORT FOR MISSISSIPPI DEPARTMENT OF
TRANSPORTATION**

WHEREAS, the Mississippi Airports Association represents eight (8) commercial airports and sixty-nine (69) general aviation airports in the State of Mississippi (the “State”); and

WHEREAS, the Mississippi Department of Transportation (“MDOT”), through its Aeronautics Division, supports airports and aviation interests in the State, and MDOT is responsible for developing and maintaining an intermodal transportation system in the State; and

WHEREAS, the Mississippi Airports Association recognizes the critical importance of a world class intermodal transportation system to the State’s economic development and growth, and fully supports development of a world class intermodal transportation system within the State, including airports, roads and highways, gulf and inland river ports, inland waterways, railroads, and public transit;

NOW, THEREFORE, BE IT RESOLVED, the Board of Directors of the Mississippi Airports Association, for and on behalf of the Mississippi Airports Association, states the following:

1. The Mississippi Airports Association expresses appreciation to MDOT Commissioners Dick Hall, Tom King and Mike Tagert; MDOT Executive Director Melinda McGrath; Charles Carr, MDOT Director of Intermodal Planning; Tommy Booth, Director of the MDOT Aeronautics Division; and other members of the MDOT staff for their commitment to airports and aviation in the State and development of a world class intermodal transportation system within the State.
2. The Mississippi Airports Association expresses special appreciation for the appropriation of \$10 Million to the Multi-Modal Transportation Improvement Fund for Fiscal Year 2014, which resulted in over \$3,400,000.00 in grants for airport improvement projects throughout the State.
3. The Mississippi Airports Association expresses its strong support for full funding of MDOT’s budget request for Fiscal Year 2015, which includes \$10 Million for the Multi-Modal Transportation Improvement Fund, so that all transportation modes in the State will be adequately funded.

9. OTHER MATTERS.

A. FAA News.

Will Schuller, FAA, presented a brief overview of FAA matters to the Board.

B. Aviation Month.

Tommy Booth asked that President Heanue and Mr. Moore confer with him about how to approach Governor Bryant about declaring May as Aviation Month each year. President Heanue and Mr. Moore said they would meet with Mr. Booth and develop a plan for persuading the Governor to declare May of each year as Aviation Month, without an annual request being required from MAA.

C. Crew Shortage.

Josh Abramson led a discussion of the impact on small commercial airports of FAA flight time and rest restrictions on airline flight crews. He said that because of those limits, several flights at Tupelo had been canceled because a crew was not available.

After discussion, upon motion duly made and seconded, the Board unanimously authorized President Heanue to write a letter on behalf of the Association to FAA and the Mississippi Congressional Delegation requesting relief from such restrictions.

D. Multi-Modal Fund.

Mr. Moore said that Melinda McGrath, MDOT Executive Director, had discussed with him the need to develop more objective criteria and a more transparent process for awarding grants from the Multi-Modal Fund, and a more accountable process for confirming that grants are spent timely and for the purpose for which the grant was offered. Mr. Moore and the Board then discussed how those goals might be met while maintaining support for, and possible expansion of, the Multi-Modal Fund.

After discussion, upon motion duly made and seconded, the Board unanimously authorized President Heanue to appoint up to three representatives of the Association to work with MDOT and other transportation modes to achieve the goals discussed above.

10. ADJOURNMENT.

There being no further business to come before the Meeting, upon motion duly made, seconded, and unanimously adopted, the Meeting was adjourned.

Respectfully submitted,

Josh Abramson, Secretary
Mississippi Airports Association