

**ANNUAL MEETING**  
**OF**  
**MEMBERS**  
**OF**  
**MISSISSIPPI AIRPORTS ASSOCIATION**  
**MAY 15, 2015**

The Annual Meeting (the "Meeting") of the Members of the Mississippi Airports Association ("MAA" and the "Association"), a not-for-profit corporation organized under the laws of the State of Mississippi, was held at 8:00 a.m. on May 15, 2015, at the BancorpSouth Conference Center in Tupelo, Mississippi, during the 2015 Annual Conference of the Association (the "Conference").

**CALL TO ORDER, WELCOME AND DECLARATION OF QUORUM.**

Cliff Nash, President of the Association's Board of Directors (the "Board"), called the Meeting to order, welcomed everyone, noted that a quorum was present and announced that the Meeting was competent to proceed with the business at hand.

**APPROVAL OF MINUTES.**

Upon motion duly made and seconded, the Members unanimously approved the minutes of the May 16, 2014, Annual Meeting of the Association's Members, and directed that the minutes be included in the minute book of the Association.

**PRESIDENT'S REPORT.**

President Nash thanked the City of Tupelo, the BancorpSouth Conference Center, all Conference sponsors and speakers; Kathy Keene, MAA Executive Director; and everyone associated with the Conference for a very successful event.

**TREASURER'S REPORT.**

President Nash reported that Carl Newman, Treasurer of MAA, had provided the Board with a Financial Report which had been reviewed and accepted by the Board. President Nash offered to provide a copy of the Financial Report to anyone who requested a copy, and directed that a copy of the Financial Report be attached to the minutes of this Meeting.

## **EXECUTIVE DIRECTOR'S REPORT.**

Kathy Kenne of Telos Creative, Executive Director of the Association, said that approximately 185 people had attended the 2015 Annual Conference and 29 firms had exhibited at the Conference. She thanked her staff and everyone associated with the Association for a great Conference.

## **REPORTS OF COMMITTEES.**

2015 Annual Conference Committee.

President Nash again thanked the exhibitors, sponsors, participants and MAA staff for making the 2015 Annual Conference a great success.

## **OLD BUSINESS.**

Multi-Modal Transportation Improvement Fund.

President Nash advised the Members that the MDOT budget for Fiscal Year 2016, which was approved by the 2015 Legislature, includes \$10 million for the Multi-Modal Transportation Improvement Fund, \$3.4 million of which will be allocated to Mississippi airports. President Nash said that Tommy Booth, Director of Aeronautics for MDOT, would provide a more detailed report on the Multi-Model Transportation Improvement Fund later that morning during the General Session.

## **NEW BUSINESS.**

Announcement of Election of Secretary.

President Nash announced that the Board had elected Carol Snapp to serve as Secretary of the Association until the election and taking of office of her successor.

Announcement of Election of Treasurer.

President Nash announced that the Board had elected Carl Newman to serve as Treasurer of the Association until the election and taking of office of his successor.

Election of Three (3) Directors for Three (3) Year Terms.

President Nash announced that the Board had nominated the following individuals to serve three-year terms on the Board: Bill Cotter, Carl Newman and Carol Snapp. President Nash said

that it was appropriate at this time for the Members to consider approving those nominees.

Upon motion duly made and seconded, the Members unanimously elected Bill Cotter, Carl Newman and Carol Snapp to serve three (3) year terms on the Board.

#### Announcement of Amendment of Bylaws and Appointment of Directors.

President Nash announced that the Board had amended the Bylaws of the Association to authorize the President to appoint two Directors to the Board for two-year terms at each Annual Board Meeting, instead of authorizing the President to appoint one Director for a three-year term at each Annual Board Meeting as the Bylaws had previously provided.

President Nash announced that he had appointed Sam Washington to serve a two-year term on the Board with Clint Pomeroy, who was appointed to the Board in 2014 for a three-year term, so their terms will end at the 2017 Annual Board Meeting.

President Nash announced that he had appointed Nick Ardillo to serve a one-year term on the Board with Mike Hainsey, who was appointed to the Board in 2014 to fill the remaining two years of an appointed slot on the Board, so their terms will end at the 2016 Annual Board Meeting.

By making the foregoing appointments, President Nash aligned the appointed Director slots with the newly amended Bylaws.

#### **E. Announcement of Election of Director.**

President Nash announced that the Board had elected Tom Williams to fill a vacant two-year term on the Board.

#### **F. Announcement of Election of Life-Time Director.**

President Nash announced that, in light of his invaluable contributions to MAA for many years, the Board had elected Dirk Vanderleest to serve as a life-time, non-voting member of the Board.

#### **G. 2016 Annual Conference.**

President Nash announced that the 2016 Annual Conference will be held in Starkville, Mississippi. He said details

regarding dates and the program would be forwarded to the Members.

Introduction of 2015-2016 Directors and Officers.

President Nash introduced the 2015-2016 Directors and Officers of the Association. A copy of the roster of 2015-2016 Directors and Officers is attached as an exhibit to the minutes of this Meeting.

**OTHER MATTERS.**

No other matters were discussed at the Meeting.

**ADJOURNMENT.**

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

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Carl Newman Secretary