

MISSISSIPPI PORT AUTHORITY

BOARD OF COMMISSIONERS

REGULAR MEETING

March 14, 2013

Minutes of the Mississippi State Port Authority Board of Commissioners Meeting,
Thursday, March 14, 2013, 2510 14th Street, Suite 1500, Gulfport, Mississippi at which
the following Commissioners and staff were present:

Commissioners: James C. Simpson, Jr., President
John Rester, Vice-President
Jack Norris, Secretary
E.J. Roberts, Treasurer
Robert J. Knesal, Commissioner

Staff: Matt Wypyski, Interim Executive Director & C.E.O.
Joe Conn, Director of Port Restoration
John Webb, Deputy Director - Engineering
Dale Waltman, Deputy Director - Operations
Bill McGhee, Deputy Director - Facilities
Mary Bourdin, Deputy Director - Finance
Van Grundmann, Chief Commercial Officer
Kim Purchner, Executive Assistant/HRO
Kelly Ellison, Administrative Assistant
Angie Shortt, Contract Administrator
Nick Foto, Finance Manager
Sharon Hodge, Compliance Manager

Ben Stone, Legal Counsel
Teri Wyly, Legal Counsel

Others: Denton Gibbes, The Gibbes Company
Lisa Hathorn, The Gibbes Company
Lon Elledge, CH2MHill
Jay Carney, T.L. Wallace
Chuck Graham, Chiquita
Duane Wilson, DuPont
Bruce Newton, Digital Engineering
Shane Imbert, Yates Anderson
John Oliver, QES
Christine Brice, Election Committee
Michael Costelli, Simpkins & Costelli, Inc.
Christiana Hassin, Watkins & Eager
Don Lancaster, Neel Schaffer
Randall Love, T.L. Wallace
Phillip Carter, MDA
N. D. McClure, Volkert, Inc.
Greg Schruuff, SSA Marine
Ruth Storey, Port Coalition
S.P. Mellen, Jr. Coast Compress
S.P. Mellen, Coast Compress
Margaret Laurent, eEMPLOY, Inc.

Steve Twedt, Neel Schaffer
 Kevin Coggin, Coast Transit Authority
 David Hardy, Eley, Guild, Hardy Architects
 Wendell Mears, Anchor QEA
 Lisa Schlegel, Yates
 Mike Wren, Michael Wren & Associates
 Wade Foster, Archer Western
 Heather Megehee, WG Yates
 Howard Page, Steps Coalition
 Michelle Moore, Jimmy Gouras UPC
 Don Hall, Digital Engineering, Inc.
 Glenn Cobb, Port Coalition Campaign
 John Sneed, Stewart Sneed Hewes
 Carlos Bell, Waggoner Engineering
 Bo Etheridge, Shoreline
 Roy Anderson, IV, Yates Anderson
 Max Nassar, Pivotal Engineering
 Daron Wilson (via telephone – Executive Session only)

Commissioner Simpson noted the presence of a quorum and called the meeting to order at approximately 8:30 a.m.

The Pledge of Allegiance was led by Commissioner Simpson.

Margaret Laurent, of eEMPLOY, LLC was a recent respondent for the Pathways to the Port Consultant RFP. Ms. Laurent's firm was not selected and she addressed the Commission regarding her concern over the bidding process.

Sassy Mellon asked that the Commissioners speak with the City of Gulfport officials regarding the renaming of 30th Avenue to honor his late Grandfather, Mr. Grenville Mellon. Mr. Mellon was essential in the creation of the Port.

Glenn Cobb of the North Gulfport Civic Club and Port Campaign Coalition asked for continued open lines of communication and presented the Commission with a letter.

Howard Page of the Steps Coalition thanked Commissioner Simpson for his earlier written response to the Coalition regarding the status of the 33rd Street Property but the Coalition continues to desire a community meeting regarding the same issue.

A presentation regarding a potential CTA project was given by Kevin Coggin, Executive Director of the Coast Transit Authority.

Commissioner Roberts moved to approve the February 20th and 26th minutes. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Rester moved to approve the disbursements listed below. Commissioner Roberts seconded and the motion was unanimously approved.

FINAL CHECKLIST FOR MARCH 14, 2013
 BILLS FOR THE MONTHS OF FEBRUARY AND MARCH 2013 APPROVED AND PAID
 FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

CHK#	VENDOR	DESCRIPTION	CHK AMT
46677	American Assoc. of Port Auth.	Registration Fees	1,945.00
46678	Kentwood Springs	Drinking Water	114.54
46679	Donald R. Allee	Consulting Fees	20,865.00
46680	American Express - BTA	Travel Expenses	2,523.70

46681	Neopost USA Inc.	Postage Machine Rental	133.50
46682	AT&T Mobility	Cellular Phone Service	99.04
46683	AT&T	Telephone Services	1,582.12
46684	BizNet Software, Inc.	Annual Maintenance and Support	957.00
46685	Bonds Services, Inc.	Janitorial Services	1,050.00
46687	City of Gulfport	Water	5,533.61
46688	Sun Coast Business Supply	Office Supplies	440.26
46689	Joseph Conn	Travel Expenses	200.32
46690	RJ Young	Copier Maintenance Agreement	230.50
46691	Delta Sanitation of MS., LLC	Waste Removal/Portable Restroom Services	1,171.59
46692	Emerald TC. LLC	Accounting Software Conversion Services	462.50
46693	Federal Express Corp.	Express Mail Services	81.07
46694	Fuelman	Fuel for MSPA Vehicles	668.13
46695	The Gibbes Company	Professional Services	19,632.50
46696	Van Grundmann	Travel Expenses	1,113.93
46697	Gulf Coast Business Supply, Inc.	Office Furniture, File Cabinets & Supplies	3,962.93
46698	Gulfport Yacht Club	Business Expenses	183.52
46699	Hydro Technologies, Inc.	Fire Pump for Shed 50	10,463.80
46700	Logista	Computer Monitor, Cable and Services	790.34
46701	MS State Treasurer Fund 3601	Long Distance Telephone/Internet Services	867.26
46702	UBM Global Trade, Inc.	Marketing Data Subscriptions	2,705.00
46703	Robert J. Knesal	Per Diem	80.00
46705	Lockheed Martin	TWIC Card Renewal	60.00
46706	Mac Papers, Inc.	Copy Paper	953.10
46707	Martin Smith Services, LLC	Roofing Supplies for Shed 50	945.00
46708	MS Department of Human Services	Employee Deductions	117.70
46709	MS Power Company	Electricity	20,888.63
46710	MS Pub. Employees Credit Union	Employee Deductions	440.00
46711	Jack Norris	Travel Expenses and Per Diem	1,164.57
46712	Hurricane Electronics, Inc.	Program Frequency in VHF Radio	170.00
46714	Ports America, Inc.	Maintenance on Cranes	8,475.00
46715	The Sign Shop	Security Signs	1,360.00
46716	Performance Tire & Wheel, Inc.	Service Call to Repair Tire on Forklift	85.00
46718	John Rester	Travel Expenses	1,737.32
46719	Eluse J. Roberts	Per Diem	80.00
46721	Rose Office Systems, Inc.	Trailer Rentals and Return Freight	8,558.00
46722	Security Blanket, Inc.	Program Phone System	252.50
46723	James C. Simpson, Jr.	Per Diem	80.00
46724	Norma Jean Soroe	Transcription Fees for January & February	903.96
46725	Munro Products, Inc.	Maintenance Supplies	82.30
46726	Southern Admin. and Benefits	Monthly Service Fee	200.00
46727	Stewart Sneed Hewes, Inc.	Insurance	775.20
46728	Stribling Equipment, LLC	Parts to Repair Street Sweeper	435.11
46729	The Sun Herald	Advertising	174.38
46730	Swetman Security Services, Inc.	Security Guard Services	44,346.04
46731	Dale Waltman	Business Expense	29.50
46732	John Webb	Travel Expenses	1,939.95

CHECKS DATED 3/1/13 AND RELEASED PRIOR TO THE MEETING

46671	MS Department of Human Services	Employee Deductions	117.70
46672	MS Pub. Employees Credit Union	Employee Deductions	440.00
46673	MS State Tax Commission	Employee Deductions	5,404.00
46674	SAGE	Annual Maintenance and Support	6,710.00
46675	John Webb	Travel Expenses	515.11
46676	Matthew Wypyski	Travel and Business Expenses	1,441.82
TRANSFERS			
02/21/13	Deferred Compensation	Employee Deductions	3,099.67
02/22/13	Federal Tax Deposit	Payroll Tax Deposit	20,626.59
02/22/13	Public Employment Retirement	Retirement Match and Withheld	36,132.86
W030113-534	Boyden Global Executive Search	Professional Fees	25,000.00
03/08/13	Deferred Compensation	Employee Deductions	3,099.67
03/08/13	Federal Tax Deposit	Payroll Tax Deposit	20,594.59
03/11/13	MS Department of Revenue	February Sales Tax Payment	5,147.00
W031413-547	Boyden Global Executive Search	Professional Fees	4,028.08

BILL APPROVED AND PAID FROM THE EARNINGS FUND

1093	Treasurer - State of MS	Port Improvement Bond	348,405.75
			Total
			<u>\$ 652,873.26</u>

Commissioner Knesal moved to approve the Port User Licenses, pending receipt of all fees and insurance documents. Commissioner Roberts seconded and the motion was unanimously approved.

The following items were approved:

RENEWAL LICENSES:

<u>Vendor:</u>	Louis Smith Welding & Construction
<u>Steamship Agents:</u>	Transmarine Navigation Corp.; Tricon Steamship Agency, Inc.
<u>Stevedore:</u>	SSA Gulf

Commissioner Rester moved to approve the following cash request:

#52 MSPA (\$117,785.47); Archer Western (\$1,467,924.72); W. C. Fore (\$1,059,210.06); Neel Schaffer (\$66,769.79); QES (\$33,906.43); Thompson Engineering (\$18,728.67); Atwell & Gent (\$8,480.00); Atkins (\$46,825.51); Anchor QEA (\$64,554.91); CH2MHill (\$399,981.60) for a total of \$3,284,167.16. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Rester moved to approve the request for reimbursement for the rail upgrade: MSPA Funds to Piltz, Williams, LaRosa (\$3,375.00); CDBG Funds Request #18 to Piltz, Williams, LaRosa for \$2,741.25. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve the following progress payments: BMA (\$29,459.14); Lanier & Associates (\$14,120.00); QES (\$1,293.00); Rod Cooke Construction (\$59,955.68). Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Norris recused himself from the following items and left the meeting:

Commissioner Knesal moved to approve payment of \$171,932.21 to Yates Anderson JV (under Restoration Agreement Request #52) and Progress Payment to Balch & Bingham of \$41,470.02. Commissioner Rester seconded and the motion was unanimously approved.

OLD BUSINESS:

Commissioner Rester moved to approve Amendment No. 3 to Contract No. 010-HUD-006 with Yates Anderson JV. Amendment No. 3 increases the duration to 7 years with a \$3 million increase. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Norris returned to the meeting.

Commissioner Rester moved to approve Amendment No. 1 to Task Order No. 9 to Contract No. 010-HUD-011 with Anchor QEA (Dredging Design & Services). This amendment increases the schedule by 90 days with no change in costs. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Change Order No. 8 to Contract No. 012-HUD-016 with Archer Western (24 acre Dredge and Fill). Change Order No. 8 adds \$3,361,376.00 to the contract, as well as 14 additional days. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Amendment No. 5 to Contract No. 010-HUD-003 with QES, Inc. (Construction Materials Testing). This amendment reflects a rate increase of 2.5%. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Modification No. 3 to Work Order No. 3 on Contract No. 12-EX-10 with The Gibbes Company. Modification No. 3 increases the contract by \$100,000.00. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Change Order No. 1 to Contract No. 06-EMK-12 with Alabama Railroad & Construction. This change order results in an overall decrease in contract value of \$61,099.80. Commissioner Roberts seconded and the motion was unanimously approved.

NEW BUSINESS:

Commissioner Roberts moved to authorize the advertisement for professional services related to janitorial, trash hauling, portable restroom sanitation, security, legal, audit, federal lobbying, insurance and public media affairs consultants. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Rester moved to approve the MSPA Rules & Regulations and authorize Legal Counsel to submit to the Secretary of State. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Task Order No. 6 under Contract No. 010-HUD-013 with Atwell & Gent (Electrical Engineering). This task order has a not to exceed amount of \$46,135.00 with a duration of 450 calendar days. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Task Order No. 21 under Contract No. 010-HUD-001 with Neel Schaffer (General Engineering & Design). This task order has a not to exceed amount of \$614,278.00 with a duration of 424 calendar days. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Task Order No. 6 under Contract No. 010-HUD-003 with QES, Inc. (Construction Materials Testing). This task order has a not to exceed amount of \$216,432.00 with a duration of 360 calendar days. Commissioner Roberts seconded and the motion was unanimously approved.

PORT RESTORATION UPDATE:

A stop work order was recently issued for the fill material on the W.C. Fore contract (+25 fill Phase I). It should take approximately another 4 weeks for the final grading.

Regarding the change in elevation, the existing CLOMAR was no longer in effect. All permit documents were submitted last week to reflect the change.

Meetings have been taking place with all tenants with regard to schedule impacts.

We have received comments from a Stone County Engineer regarding a county road that has been used by port contractors.

Commissioners were provided with a list of all future contracts along with amounts and dates.

EXECUTIVE DIRECTOR'S COMMENTS:

Director Wypyski reminded the Commissioners and the public that port staff has made numerous trips to Washington, DC and have met with legislators, U.S. Corps of Engineers and MARAD. All meetings are for the sole purpose of channel maintenance, deepening and widening. More meetings will take place next week.

We are beginning a new capital improvement project along the west pier access road. This is the Gate Security Complex and is a \$2 million project which will improve traffic flow and security. This should be completed by September of this year.

The next regularly scheduled Board Meeting will take place Thursday, April 11th.

GENERAL COUNSEL'S COMMENTS:

Ben Stone wanted to ensure that Commissioners knew they had conditionally approved the above referenced Rules and Regulations that will be submitted to the Secretary of State. There is a 30 day period for changes and he would like for all port staff and Commissioner to review. There are numerous changes from what has previously been filed and counsel has a few questions of their own.

MDA'S COMMENTS:

Phillip Carter had no comments.

COMMISSIONERS' COMMENTS:

Commissioner Roberts thanked Joe Conn for the restoration timeline.

Commissioner Rester echoed Matt Wypyski's comments regarding the effort in Washington, DC. Commissioner Norris made his first visit as a Commissioner and with his many contacts in the DC area, helped keep up the awareness.

Commissioner Simpson thanked both Commissioners Rester and Norris for their presence in Washington, DC and noted that he and Commissioner Knesal would be there next week. Commissioner Simpson also expressed his disappointment with a letter provided by the Port Campaign Coalition.

COMMUNICATIONS UPDATE:

There were 36,097 visitors to the Port of the Future website last month and plans are being made to involve Governor Bryant in a ceremonial event regarding port restoration.

Commissioner Rester moved to close the meeting to determine the need for Executive Session. Commissioner Roberts seconded and the motion was unanimously approved.

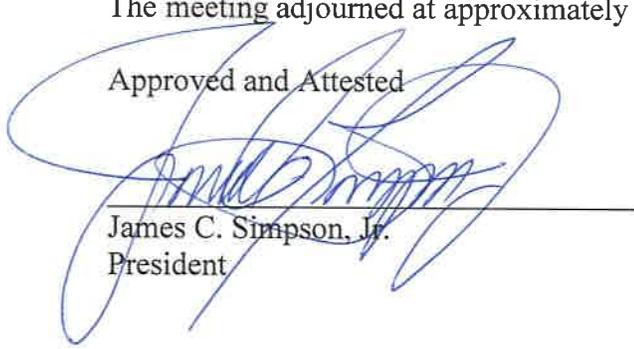
Commissioner Rester moved to enter Executive Session to discuss personnel matters and real estate matters (Island View). Commissioner Roberts seconded and the motion was unanimously approved.

(THE BOARD OF COMMISSIONERS ENTERED INTO EXECUTIVE SESSION AT APPROXIMATELY 9:35 A.M.)

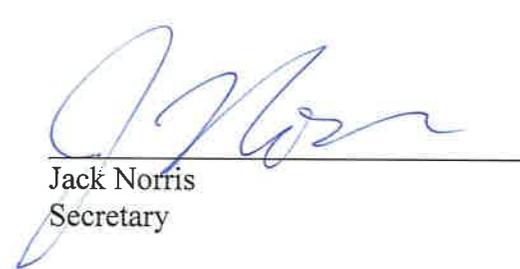
Commissioner Simpson stated that no action took place during Executive Session

The meeting adjourned at approximately 11:00 a.m.

Approved and Attested



James C. Simpson, Jr.
President



Jack Norris
Secretary