

MISSISSIPPI PORT AUTHORITY

BOARD OF COMMISSIONERS

SPECIAL MEETING

April 14, 2015

Minutes of the Mississippi State Port Authority Board of Commissioners Special Meeting, Tuesday, April 14th, 2015, 2510 14th Street, Suite 1450, Gulfport, Mississippi, at which the following Commissioners and staff were present:

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

Staff: Matthew Wypyski, Chief Operating Officer
John Webb, Director of Engineering
Kim Purchner, Executive Assistant/HRO
Carlos Bell, Director of Community Relations & Marketing
Mary Bourdin, Director of Finance
Mel Arsenault, Director of Compliance
Nick Foto, Project Manager

David Duhe, Balch & Bingham

Others: Tom Ryburn, CH2MHill
Philip Carter, MDA

Commissioner Norris noted the presence of a quorum and called the special meeting to order at approximately 4:00 p.m.

FINANCIAL REPORT:

Commissioner Simpson moved to approve cash request #82 - Anchor QEA (\$37,081.75); Atkins (\$64,137.20); Atwell & Gent (\$23,537.85); L&A Contracting (\$1,835,310.43); Bertucci (\$1,002,001.15); MSPA (\$41,554.61); Neel Schaffer (\$240,201.61); QES (\$23,034.01); Southern Industrial (\$2,925,802.64); Thompson Engineering (\$17,808.02); RFB (\$1,785.00) for a sub-total of \$6,212,254.27. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal recused himself from the following agenda item:

Commissioner Simpson moved to approve payment of \$1,946,546.19 to Necaize Brothers (under Restoration Agreement Request #82). Commissioner Norris seconded and the motion passed with Commissioners voting as follows:

Commissioner Rester	Affirmative
Commissioner Norris	Affirmative
Commissioner Simpson	Affirmative

Commissioner Simpson moved to approve payment of \$246,766.70 to CH2MHill (under Restoration Agreement Request #82). Commissioner Rester seconded and the motion was approved with the Commissioners voting as follows:

Commissioner Norris	Affirmative
Commissioner Rester	Affirmative
Commissioner Simpson	Affirmative
Commissioner Knesal	Negative

Commissioner Norris recused himself from the following agenda item:

Commissioner Simpson moved to approve payment of \$217,850.00 to Yates Anderson JV (under Restoration Agreement Request #82) for a total of \$307,655.00. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve the following progress payments: BMA (\$131,345.79); Continental Construction (\$2,705,505.00); L&A Contracting (\$41,330.24); QES, Inc. (\$13,275.00). Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Norris recused himself from the following agenda item:

Commissioner Simpson moved to approve a progress payment of \$8,658.75 to Balch & Bingham. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Amendment No. 3 to Task Order No. 14 under Contract No. 010-HUD-002 with Thompson Engineering. Amendment No. 3 increases costs by \$21,409.06. Commissioner Simpson seconded and the motion was unanimously approved.

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

Commissioner Simpson moved to enter into Executive Session to discuss a Legal Matter (lease negotiations). Commissioner Knesal seconded and the motion was unanimously approved.

(THE BOARD OF COMMISSIONERS ENTERED INTO EXECUTIVE SESSION AT APPROXIMATELY 4:20 P.M.)

Commissioner Roberts entered the meeting during Executive Session.

Commissioner Norris stated that no action took place in Executive Session.

Commissioner Rester left the meeting via telephone

Commissioner Simpson moved to approve Amendment No. 6 with Neel Schaffer, Inc. under Contract No. 010-HUD-001. Amendment No. 6 increases the contract by \$7,000,000.00. Commissioner Knesal seconded and the motion was unanimously approved.

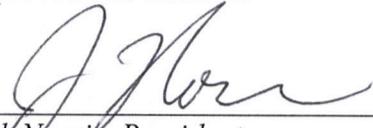
Commissioner Knesal moved to approve Amendment No. 3 with Atwell & Gent, P.A. under Contract No. 010-HUD-013. Amendment No. 3 increases the contract by \$800,000.00. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Task Order No. 34, provided that notice to proceed shall not be issued until MSPA staff has received a commitment from Island

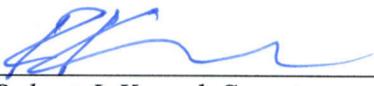
View to sell the parking garage and MSPA shall have first requested any and all existing due diligence materials related to the parking garage that are in Island View's possession. Task Order No. 34 has duration of 90 days and a not to exceed amount of \$95,352.00. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Simpson moved to adjourn the meeting at approximately 5:30 p.m. Commissioner Knesal seconded and the motion was unanimously approved.

Approved and Attested



Jack Norris, President



Robert J. Knesal, Secretary