

MISSISSIPPI PORT AUTHORITY

BOARD OF COMMISSIONERS

REGULAR MEETING

June 24, 2015

Minutes of the Mississippi State Port Authority Board of Commissioners Meeting,
Wednesday, June 24, 2015, 2510 14th Street, Suite 1500, 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 Rester, Commissioner

Staff: Jonathan Daniels, Executive Director/CEO
Matthew Wypyski, Chief Operating Officer
John Webb, Director of Engineering
Kim Purchner, Executive Assistant/HRO
Tammy Salisbury, Comptroller
Mel Arsenault, Director of Compliance
Carlos Bell, Director of Community Relations/Marketing
Dale Waltman, Director of Operations
Nick Foto, Deputy Program Manager
Kim Aguillard, Community Relations/Marketing Specialist

David Duhe, Legal Counsel

Others: Duane Wilson, DuPont
Phillip Carter, MDA
Howard Page, Steps Coalition
Randall Love, T.L. Wallace
Glen Cobb, Pathways to the Port
Shorty Sneed, Stewart Sneed Hewes
Chris Williams, BMA
John Coughlin, YAJV
Richie Ashley, Neel-Schaffer
Todd Bradford, YAJV
Maurice Manuel, YAJV
Mark McDaniel, YAJV
Stephen Saussy, T.L. Wallace
Kym Davis, YAJV
Bob Burns, CH2MHill
Avery Windham, Hilton Garden Inn
Darius Johnson, ILA Local 1303
Casey McConnell, YAJV
Hunter Dawkins, District 121
Stephen Saussey, T.L. Wallace
Greg Schruuff, SSA
Robert Boone, RLB, LLC
Capt. Peter McKenna, McDermott
Todd Stockberger, CH2MHill
Michael Sheely, CH2MHill
Marcia Crawford, HCDC

Scott Smith, Gateway America
 Frank Benso, Gateway America
 Don Lancaster, Neel-Schaffer, Inc.

Commissioner Norris 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 Norris.

PUBLIC COMMENTS:

Howard Page, Steps Coalition, had questions regarding the port's participation in the Ward property application off Canal Road. He also mentioned this same project still shows the MDOT property for a connector road. He stressed the importance of having a truck route available from the port.

Pastor Chris O'Brien introduced Capt. Pete McKenna. Capt. McKenna captains McDermott's DB105, currently docked on East Pier. Capt. McKenna spoke to the Commission and told of the dilemma the crew is facing with regards to Customs and Immigration.

A construction update on the Bulk Handling Facility was given by John Webb, MSPA Director of Engineering

Commissioner Rester moved to approve the May 21st Minutes. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Rester moved to approve travel (June 16-20/Daniels, Wypyski, Foto, Graham to Shanghai, China; July 13-18/Daniels to Colombia & Peru). Commissioner Roberts seconded and the motion was unanimously approved.

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

DISBURSEMENTS THROUGH JUNE 11, 2015
 BILLS FOR THE MONTHS OF MAY AND JUNE 2015 APPROVED AND PAID
 FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

CHK #	VENDOR	DESCRIPTION	CHK AMT
49612	American Assoc. of Port Auth.	Membership Dues	9,302.00
49613	ABC Rental, Inc.	Equipment Rental	317.90
49614	Kentwood Springs	Drinking Water/Sqwincher Drinks for Maint.	421.11
49615	Advanced Disposal Services	Waste Removal Services	558.00
49616	Kim Aguillard	Accreditation in Public Relations Fees	385.00
49617	Anytime Portables, LLC	Portable Restroom Services	280.00
49618	Melanie J. Arsenault	Travel Expenses	391.00
49619	Neopost USA, Inc.	Postage Machine Rental	140.16
49620	AT&T	Telephone Services	1,843.00
49621	Bonds Services, Inc.	Janitorial Services	1,275.00
49622	Card Services	Travel Expenses	13,386.64
49623	City of Gulfport	Water	13,458.68
49624	Sun Coast Business Supply	Office Supplies	237.42
49625	Compton's, LLC	Service Call for HVAC Repair	89.00
49626	Dept. of Finance & Admin.	MMRS Charges	166.30
49627	Eagle Energy, Inc.	Diesel	6,853.44

49628	Federal Express Corp.	Express Mail Services	294.98
49629	Fuelman	Fuel for MSPA Vehicles	763.53
49630	Grainger, Inc.	Maintenance Supplies	475.07
49631	Gulfport Industrial Supply, Inc.	Herbicide for Grounds	533.70
49632	Logista	Laptop and Computer Equipment	1,425.00
49633	MS State Treasurer Fund 3601	Long Distance Telephone/Internet Services	841.54
49634	Inland Rivers, Ports & Terminals, Inc.	Membership Dues	750.00
49635	Lowe's Home Center, Inc.	Maintenance Supplies	461.37
49636	Maritime Defense Strategy, LLC	Security Training	3,650.00
49637	MS Dept. of Human Services CRDU	Employee Deductions	304.45
49638	MS Gulf Coast Chamber of Comm.	Employee Training	20.00
49639	MS Power Company	Electricity	32,934.86
49640	MS Pub. Employees Credit Union	Employee Deductions	400.00
49641	MSPA Petty Cash Fund	Replenish Petty Cash	98.43
49642	Ports America, Inc.	Maintenance on Cranes	6,103.16
49643	Redd Pest Solutions	Pest Control Services	542.00
49644	Rose Office Systems, Inc.	Rental for Facilities/Ops./Crowley Trailers	3,730.00
49645	Shred It - USA	Document Shredding	31.65
49646	Norma Jean Soroe	Transcription Fees	364.48
49647	Southern Trophies	Friends of the Port Award	50.00
49648	The Sun Herald	Advertising	1,615.66
49649	Swetman Security Services, Inc.	Security Guard Services	45,434.98
49650	Terex MHPS Corp.	Crane Maintenance Inspections	4,660.40
49651	Texas Association of School Boards	Software Maintenance Fee	3,000.00
49652	United States Postal Service	Post Office Box Rental	164.00
49653	WalMart Community	Supplies for Community Outreach	361.45
49654	Dale Waltman	Business Expense	76.24
49655	WXXV TV	May Web Camera Lease	1,200.00

CHECKS DATED 6/5/15 AND RELEASED PRIOR TO SCHEDULED CHECK RUN

49609	Great Southern Club	Monthly Dues and Business Expenses	1,642.31
49610	MS State Tax Commission	Employee Deductions	9,235.00
49611	John Webb	Travel Expenses	932.45

TRANSFERS

05/29/15	Federal Tax Deposit	Payroll Tax Deposit	24,646.40
06/02/15	Public Employment Retirement	Retirement Match and Withheld	64,669.71
06/11/15	Deferred Compensation	Employee Deductions	2,224.17
06/12/15	Federal Tax Deposit	Payroll Tax Deposit	<u>23,967.03</u>

Total \$ 286,708.67

FINAL CHECKLIST FOR JUNE 24, 2015

BILLS FOR THE MONTHS OF JUNE AND JULY 2015 APPROVED AND PAID
FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

CHK #	VENDOR	DESCRIPTION	CHK AMT
49657	Kentwood Springs	Drinking Water	232.02
49658	AFLAC	Employee Deductions	1,397.33
49659	AIG	FY16 Worker's Compensation Insurance	22,682.00
49660	AirGas Gulf States	Oxygen Cylinder Rental	34.08
49663	Sun Coast Business Supply	Office Supplies	329.00
49665	C Spire Wireless	Radio/Cell Phone Services and Equipment	1,819.62
49666	Jonathan Daniels	Business and Travel Expenses	663.42
49667	State School Insurance Fund	Employee Deductions	13,633.18
49668	Federal Express Corp.	Express Mail Service	294.17
49669	Nick Foto	Travel Expenses	442.53

49670	Fuelman	Fuel for MSPA Vehicles	294.97
49671	Grainger, Inc.	Maintenance Supplies	2,037.52
49672	Guardian	Employee Dental Insurance	1,348.56
49673	Gulf Coast Business Supply, Inc.	Toner Cartridges and Office Supplies	1,823.29
49674	Gulfside Casino Partnership	Naval Air Reception	5,461.64
49675	Hancock Bank	July Lease for Suites 880 and 1450	19,705.53
49676	HeavyLiftpi LTD	Advertising	2,000.00
49677	Historical Society of Gulfport	Framed Watercolor Print	173.60
49678	Logista	Computer Equipment	1,370.00
49679	MS State Treasurer Fund 3601	Long Distance Telephone/Internet Services	1,588.40
49680	Robert J. Knesal	Per Diem	40.00
49681	Lowe's Home Center, Inc.	Maintenance Supplies	712.96
49682	MS Dept. of Human Services	Employee Deductions	304.45
49683	MS Pub. Employees Credit Union	Employee Deductions	400.00
49684	World Trade Center Mississippi	Registration Fee	40.00
49685	Jack Norris	Per Diem	40.00
49686	Phillips Building Supply	Maintenance Supplies	332.97
49687	Piltz, Williams, LaRosa & Co.	Grant Administration Services	131.25
49688	Ports America, Inc.	Maintenance on Cranes	18,275.22
49689	Legal Shield	Employee Deductions	182.36
49691	RJ Young Company, Inc.	Copier Maintenance Agreement	1,118.00
49692	Eluse J. Roberts	Per Diem	40.00
49693	Sorg Printing, LLC	Business Cards	38.00
49695	Norma Jean Soroe	Transcription Fees	384.48
49696	Stewart Sneed Hewes, Inc.	Insurance	4,929.21
49697	Vision Service Plan	Employee Deductions	274.06
CHECK DATED 6/22/15 AND RELEASED PRIOR TO THE MEETING			
49656	Matthew Wypyski	Travel Expenses	615.03
TRANSFERS			
6/12/15	MS Department of Revenue	May Sales Tax Payment	<u>4,151.60</u>
Total			<u>\$ 109,340.45</u>

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

The following items were approved:

RENEWAL LICENSES:

Vendor: All Crane Rental; Arrow Sysco Food Services; Auto Chlor Services; Dockside Services; Eagle Energy, Inc.; Gulf Marine & Industrial Supplies, Inc.; Kirby Inland Marine; Klomar Ship Supply Company; Maymar Marine Supply; World Ship Supply

Steamship Agent: Biehl & Company; Chiquita Brands Company; Dole Fresh Fruit; General Steamship Corporation; Norton Lilly International; GAC Shipping

Pilot: Stanley Fournier; Murrell Hilton, II; Robert Wren

Stevedore: CSA Equipment Co., LLC; Ports America Gulfport, Inc.

Commissioner Knesal moved to approve the following progress payments: BMA (\$57,041.14); BMI (\$2,175.00); Continental Construction (\$2,012,708.00); and QES (\$3,149.00). Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve cash request #85 – Southern Industrial (\$1,751,627.99); MSPA (\$64,073.52) for a total of \$1,815,701.51. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Rail Upgrade Cash Request #29 to Piltz Williams LaRosa for \$306.25. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Norris recused himself from the next item involving Balch & Bingham and Yates Anderson Joint Venture.

Commissioner Rester moved to approve progress payments of \$8,112.72 to Balch & Bingham and \$178,386.00 to Yates Anderson Joint Venture. Commissioner Simpson seconded and the motion was unanimously approved.

OLD BUSINESS:

Commissioner Roberts moved to approve Amendment No. 5 to Task Order No. 8; Contract No. 010-HUD-002 with Thompson Engineering. Amendment No. 5 has an extension of 365 days with no additional costs. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment No. 6 to Task Order No. 12; Contract No. 010-HUD-002 with Thompson Engineering. Amendment No. 6 has an extension of 305 days and an increase of \$18,652.92. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment No. 1 to Task Order No. 16; Contract No. 010-HUD-002 with Thompson Engineering. Amendment No. 1 finalizes the task and has a decrease in costs of \$25,999.35. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment No. 3 to Task Order No. 6; Contract No. 010-HUD-010 with Michael Baker, Jr., Inc. Amendment No. 3 has an extension of 90 days and an increase in costs of \$29,665.00. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment No. 4 to Task Order No. 4; Contract No. 010-HUD-003 with Quality Engineering Services, Inc. Amendment No. 4 has an extension of 522 days with no additional costs. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment No. 5 to Task Order No. 7; Contract No. 010-HUD-013; Atwell & Gent. Amendment No. 5 is an Administrative Change only and represents the need for reallocation of funds between tasks on the North Harbor and West Pier Electrical and Communication Utilities. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment No. 1 to Task Order No. 8; Contract No. 010-HUD-013; Atwell & Gent. Amendment No. 1 is an Administrative Change only and represents the need for reallocation of funds between tasks for construction services for West Pier Sitework and Infrastructure – Phase 1. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment No. 4 to Task Order No. 9; Contract No. 010-HUD-013; Atwell & Gent. Amendment No. 4 is an Administrative Change only and represents the need for reallocation of funds between tasks for temporary electric service for STS Cranes. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Modification No. 3 under Task Assignment No. 5 with Brown, Mitchell & Alexander under Contract No. 13-EN-02. Modification No. 3 has a not to exceed amount of \$334,240.00. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Change Order No. 2 to L&A Contracting Company under Contract No. 14-EN-06. Change Order No. 2 results in an overall decrease in contract value of \$123,858.04. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Rester moved to approve the issuance of a Notice of Completion to L&A Contracting Company under Contract No. 14-EN-06. Commissioner Simpson seconded and the motion was unanimously approved.

NEW BUSINESS:

Commissioner Rester moved to approve Task Order No. 11 under Contract No. 010-HUD-007 with Volkert, Inc. Task Order No. 11 has a not to exceed value of \$21,383.12 and duration of 270 calendar days. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Task Order No. 12 under Contract No. 010-HUD-003 with Quality Engineering Services, Inc. Task Order No. 12 has a not to exceed value of \$42,605.20 and duration of 210 calendar days. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Norris recused himself from the YAJV item listed below:

Commissioner Rester moved to approve Task Order No. 17 under Contract No. 010-HUD-006 with Yates Anderson Joint Venture. Task Order No. 17 has a not to exceed value of \$144,830.00 and duration of 210 calendar days. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Task Order No. 17 under Contract No. 010-HUD-002 with Thompson Engineering. Task Order No. 17 has a not to exceed value of \$42,908.08 and duration of 90 calendar days. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve the FY16 Operating Budget in the amount of \$17,892,075. Commissioner Roberts seconded and the motion was unanimously approved.

PORT RESTORATION UPDATE:

The wharf project with L&A has rail installation ongoing on Berth 3; there is about 120' left to pour in Berth 4 landside and 370' left on the waterside.

With the Southern Industrial contract, over 830 piles have been installed to date.

A pre-installation meeting was held yesterday for the Dole M&R project and test pile installation is set for July 1.

We are excited to announce that the Water Tank project bids are due today at 10:00 a.m.

OPERATIONS REPORT:

Matthew Wypyski reported on the maritime activity for May:

Vessel calls	Vessels	14		Truck Count	5,002
	Tugs	18		Railcar Count	655
	Barges	67		TEU's	12,162
				Tonnage (short tons)	123,735

MSPA contributed \$8 million to the USCE for the channel maintenance dredging. Earlier this week we received the unused portion of \$1.6 million. This will go back into our fund for supplemental berth dredging.

EXECUTIVE DIRECTOR'S COMMENTS:

On June 13th we held our latest round of port tours. We left from two different locations – downtown Gulfport and the Isaih Fredericks Community Center. Approximately 166 took advantage of these offered tours. We have served well over a thousand people since the inception of these tours in September of 2013.

We just returned from a visit to Shanghai, China to inspect the 3 new ship-to-shore gantry cranes. We were fortunate enough to see all 3 cranes erected and look forward to next spring when they are delivered.

Welcome to Capt. McKenna from McDermott. We recently learned that the first pipe project will be constructed in late December or early January of 2016.

GENERAL COUNSEL'S COMMENTS:

David Duhe had no comments.

MDA'S COMMENTS:

Philip Carter had no comments.

COMMISSIONER COMMENTS:

Commissioner Rester commented on the positive impact the port tours are having. He was able to go down to the port recently on a tour and was amazed at the massive construction site we now have. There is a different perspective when you are actually on the site. It's very impressive.

Commissioner Simpson acknowledged the efforts of the staff on the reconstruction. He also acknowledged the aggressive efforts of Director Daniels and Deputy Director Wypyski towards acquiring new business. He also appreciates the port staff's willingness to work with the Harrison County Development Commission as they strive to become more aggressive in their economic outreach for the area.

Commissioner Norris echoed Commissioner Simpson and commented on how difficult it is to process and spend federal funds on a project of this size and commended the staff and contractors on their abilities to date. He also responded to Mr. Page's public comment questions regarding the Ward property application. The MSPA is not officially engaged in that process.

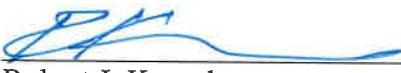
Commissioner Rester moved to adjourn. Commissioner Knesal seconded and the motion was unanimously approved.

The meeting adjourned at approximately 9:30 a.m.

Approved and Attested



Jack Norris
President



Robert J. Knesal
Secretary