

# MISSISSIPPI PORT AUTHORITY

## BOARD OF COMMISSIONERS

### REGULAR MEETING

**June 26, 2014**

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Minutes of the Mississippi State Port Authority Board of Commissioners Meeting,  
Thursday, June 26, 2014, 2510 14<sup>th</sup> Street, Suite 1500, Gulfport, Mississippi at which the  
following Commissioners and staff were present:

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

Staff:                 Jonathan Daniels, Executive Director/CEO  
                          Matthew Wypyski, Chief Operating Officer  
                          Joe Conn, Director of Port Restoration  
                          John Webb, Director of Engineering  
                          Dale Waltman, Director of Operations  
                          Mary Bourdin, Director of Finance  
                          Mel Arsenault, Director of Compliance  
                          Carlos Bell, Director of Community Relations/Marketing  
                          Kim Purchner, Executive Assistant/HRO  
                          Kim Aguillard, Community Relations/Marketing Specialist  
                          Shawn Meyer, Deputy Director of Operations

                          Ben Stone, Legal Counsel  
                          David Duhe, Legal Counsel

Others:               Shorty Sneed, Stewart Sneed Hewes  
                          Phillip Carter, MDA  
                          Howard Page, Steps Coalition  
                          Robert Boone, RFB, LLC  
                          Duane Wilson, DuPont  
                          Brian Varnado, T.L. Wallace  
                          Randall Love, T.L. Wallace  
                          Tom Ryburn, CH2MHill  
                          Marcia Crawford, HCDC  
                          Chris Williams, BMA  
                          Darius Johnson, ILA  
                          Rebecca Ferguson, MDA  
                          Tim Lancaster, Ports America  
                          Jay Carney, T.L. Wallace  
                          Violetta Cisotto, Digital Engineering  
                          Kym Davis, YAJV  
                          M.W. Hilton, MS Pilots  
                          Inessa Ramsey, CH2MHill  
                          Pastor Chris O'Brien, Seamen's Center  
                          Courtney Haggerty, Commonwealth Hotels  
                          Dennis Parker, Commonwealth Hotels  
                          John Coughlin, YAJV  
                          Kathy Johnson, Shular Hospitality

James Straus, Holiday Inn  
 Anna Gibson, Watkins, Eager  
 Larry Lewis, BMI Environmental  
 Councilman Truck Casey, Gulfport/ILA  
 Melissa Powell, MDA-Horne  
 Chuck Graham, Chiquita  
 Warren Poarch, S&B Infrastructure, LTD

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Commissioner Rester 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 Rester.

PUBLIC COMMENTS:

Howard Page, Steps Coalition asked about a document regarding rules that MDA is going to use to document jobs at the port.

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Commissioner Roberts moved to approve the May 12th, May 19th and June 6th minutes. Commissioner Norris seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve travel (May 6-7/Daniels to Jackson/Vicksburg; August 13-16/Daniels, Wypyski, Rester, Simpson and Roberts to Panama; Aug 18-19/BOC + Staff to St. Francisville, LA; Aug 19-21/Jackson). Commissioner Roberts seconded and the motion was unanimously approved.

FINANCIAL REPORT:

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

DISBURSEMENTS THROUGH MAY 22, 2014  
 BILLS FOR THE MONTHS OF MAY AND JUNE 2014 APPROVED AND PAID  
 FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

CHK #	VENDOR	DESCRIPTION	CHK AMT
48280	AFLAC	Employee Deductions	1,234.83
48281	AirGas Gulf States	Oxygen Cylinder Rental	32.40
48282	Anytime Portables, LLC	Portable Restroom Services	280.00
48283	B.E.A.R.	Parts to Repair the Lift Station	576.00
48284	Sun Coast Business Supply	Office Supplies	544.00
48285	C Spire Wireless	Radio/Cell Phone Services and Equipment	1,614.18
48286	State School Insurance Fund	Employee Deductions	12,614.20
48287	Eagle Energy, Inc.	Diesel	10,823.69
48288	Federal Express Corp.	Express Mail Services	38.14
48289	Frazier Law Firm, PLLC	Employee Deductions	513.09
48290	Fuelman	Fuel for MSPA Vehicles	642.91
48291	The Gibbes Company	Professional Services	15,380.69
48292	Guardian	Employee Dental Deductions	1,101.57
48293	Gulf Coast Business Supply, Inc.	Office Supplies	588.00
48294	Hancock Bank	June Lease 14th Floor	14,432.24
48295	HRdirect	Employment Posters	129.98
48296	Hancock Bank	June Lease 8th Floor	5,241.35
48297	Lee Tractor Co., Inc.	Parts for Bushhog	742.38

48298	Lowe's Home Center, Inc.	Maintenance Supplies	154.55
48299	Maximum Auto Parts	Maintenance Supplies	206.18
48300	MS Dept. of Human Services CRDU	Employee Deductions	117.70
48301	MS Pub. Employees Credit Union	Employee Deductions	400.00
48302	MSPA Petty Cash Fund	Replenish Petty Cash	27.90
48303	Ports America, Inc.	Chiquita Out of Berth	2,456.11
48304	Legal Shield	Employee Deductions	150.46
48305	Kim Purchner	Reimburse for Phone Case and Clip	109.98
48306	R.C. Helland Consulting	Consulting Services	1,950.57
48307	RJ Young Company, Inc.	Copier Maintenance Agreements	1,400.29
48308	Seal Electrical, Inc.	Electrical Work Performed on Tug Boat Pier	14,372.00
48309	Southern Admin. and Benefits	Monthly Service Fees	200.00
48310	Specialty Hose & Fabrication	Connectors for Fire Hydrants	55.05
48311	State Dept. of Audit	Statewide Testwork	4.92
48312	The Sun Herald	Advertising	322.58
48313	Swetman Security Services, Inc.	Security Guard Services	22,353.38
48314	Texas Association of School Boards	Annual Software Maintenance	3,000.00
48315	Matthew Wypyski	Business Expense	387.16
CHECK DATED 5/16/14 AND RELEASED PRIOR TO SCHEDULED CHECK RUN			
48279	FAO, USAED, MOBILE	MOA for Section 408 USACE Review	50,000.00
TRANSFERS			
5/12/14	MS Department of Revenue	April Sales Tax	6,633.35
5/15/14	Deferred Compensation	Employee Deductions	3,169.67
5/16/14	Federal Tax Deposit	Payroll Tax Deposit	24,558.99
			24,558.99
Total			\$ 198,560.49

DISBURSEMENTS THROUGH JUNE 3, 2014

BILLS FOR THE MONTHS OF MAY AND JUNE 2014 APPROVED AND PAID  
FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

CHK #	VENDOR	DESCRIPTION	CHK AMT
48423	ABC Rental, Inc.	Equipment Rental	651.00
48424	Kentwood Springs	Drinking Water	234.42
48425	Kim Aguillard	Business Expenses	61.66
48426	Bay Motor Winding, Inc.	Repair Lift Station Pump	1,250.00
48427	AT&T	Telephone Services	1,592.92
48428	Bonds Services, Inc.	Janitorial Services	1,050.00
48429	Climb CDC	Catering for Dole's 50th Anniv. Ceremony	630.00
48430	CVR Computer Supplies	Toner Cartridges	980.96
48431	State School Insurance Fund	Employee Deductions	12,475.20
48432	Emerald TC, LLC	Accounting Software Services	277.50
48433	eTech Parts, LLC	Parts to Repair Electronic Devices	183.93
48434	Federal Express Corp.	Express Mail Services	607.81
48435	Ferguson Enterprises, Inc.	Part to Repair Fire Pump Shed 50	449.15
48436	Fuelman	Fuel for MSPA Vehicles	429.86
48437	HeavyLiftphi LTD	Advertising	2,000.00
48438	JOC Group, Inc.	Marketing Data Subscriptions and Advertising	5,921.84
48439	Mississippi Business Journal	Advertising	2,230.00
48440	MS Coast Coliseum & Conv. Center	Sponsorship	5,000.00
48441	MS Dept. of Human Services CRDU	Employee Deductions	117.70
48442	MS Gulf Coast Chamber of Comm.	Advertising and Sponsorship	600.00
48443	MS Mgmt. & Reporting System	MMRS Charges	88.83

48444	MS Pub. Employees Credit Union	Employee Deductions	400.00
48445	MS State Tax Commission	Employee Deductions	9,295.00
48446	Ports America, Inc.	Crane Maintenance	25,921.68
48447	The Purple Pelican	Gift for Dole's 50th Anniversary	475.00
48448	Raycom TV Broadcasting, Inc.	Advertising	3,220.00
48449	Redd Pest Solutions	Pest Control Services	730.00
48450	Roskopf Electrical Supply Co.	Transformer to Power Tug Boat Pier	2,800.00
48451	Rose Office Systems, Inc.	Rental for Facilities/Ops./Crowley Trailers	3,730.00
48452	James C. Simpson, Jr.	Travel Expenses	1,041.00
48453	The Sun Herald	Advertising	1,473.12
48454	Vision Service Plan	Employee Deductions	200.11

TRANSFERS

5/29/14	Public Employment Retirement	Retirement Match and Withheld	65,682.47
5/30/14	Federal Tax Deposit	Payroll Tax Deposit	24,780.62

Total \$ 176,581.78

FINAL CHECKLIST FOR JUNE 26, 2014

BILLS FOR THE MONTHS OF JUNE AND JULY 2014 APPROVED AND PAID

FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

CHK #	VENDOR	DESCRIPTION	CHK AMT
48518	American Assoc. of Port Auth.	Membership Dues	9,081.00
48519	ABC Rental, Inc.	Equipment Rental for Dole's 50th Anniversary	871.75
48520	Kentwood Springs	Drinking Water	153.42
48521	AFLAC	Employee Deductions	1,234.83
48522	AIG	Workers Compensation Insurance	28,149.00
48523	AirGas Gulf States	Helium Tank and Oxygen Cylinder Rental	76.93
48524	Neopost USA, Inc.	Postage Machine Rental	133.50
48525	Barefield & Co., Inc.	Office Supplies	246.86
48527	Climb CDC	Ports of Call Sponsorship	1,000.00
48528	Joseph Conn	Travel Expenses	96.30
48529	Cornerstone Government Affairs	Consulting Services	12,500.00
48530	Jonathan Daniels	Travel Expenses	108.90
48531	State School Insurance Fund	Employee Deductions	11,499.20
48532	Federal Express Corp.	Express Mail Services	381.96
48533	Frazier Law Firm, PLLC	Employee Deductions	342.06
48534	Fuelman	Fuel for MSPA Vehicles	600.73
48535	Great Southern Club	Monthly Dues and Business Expenses	2,355.09
48536	Guardian	Employee Dental Deductions	1,010.40
48537	Gulf Coast Business Supply, Inc.	Office Supplies	269.75
48538	Hancock Bank	July Lease 14th Floor	14,432.24
48539	Harbor Square Parking Garage	Quarterly Parking 14th Floor	2,927.31
48540	Hancock Bank	July Lease 8th Floor	5,241.35
48541	Harbor Square Parking Garage	Quarterly Parking 8th Floor	729.00
48542	Logista	Computer Equipment	1,440.00
48543	MS State Treasure Fund 3601	Long Distance Telephone/Internet Services	792.50
48544	JOC Group, Inc.	Marketing Data Subscriptions	2,705.00
48545	Robert J. Knesal	Per Diem	120.00
48546	Lawrence Printing Co., Inc.	Office Supplies	674.04
48547	MS Dept. of Human Services CRDU	Employee Deductions	117.70
48548	MS Pub. Employees Credit Union	Employee Deductions	400.00
48549	MSPA Petty Cash Fund	Replenish Petty Cash	62.54
48550	MS Windstorm Underwriting Assoc.	FY 2015 Insurance	77,175.00

48551	Ken Murphy	Promotional Items	450.00
48552	Jack Norris	Per Diem	160.00
48553	Ports America, Inc.	Chiquita Out of Berth	3,235.01
48554	Legal Shield	Employee Deductions	150.46
48555	Raycom TV Broadcasting, Inc.	Advertising	3,220.00
48556	RJ Young Company, Inc.	Copier Maintenance Agreements	1,156.00
48557	Eluse J. Roberts	Per Diem	40.00
48558	Seal Electrical, Inc.	Electrical Work Performed on Tug Boat Pier	911.34
48559	Sorg Printing, LLC	Stationery	338.00
48560	James C. Simpson, Jr.	Per Diem	80.00
48561	Southern Printing & Silkscreen	Shirts/Hats for Employees & Marketing	3,513.21
48562	Southern Pipe and Supply, Inc.	Plumbing Supplies	1,294.56
48563	Southern Admin. and Benefits	Monthly Service Fees	200.00
48564	Swetman Security Services, Inc.	Security Guard Services	46,132.60
48565	Southern Tire Mart, LLC	Repair Shuttlewagon Tire	115.00
48566	United States Postal Service	Post Office Box Rental	146.00
48567	Vision Service Plan	Employee Deductions	200.11
48568	WalMart Community	Supplies for Dole's 50th Anniversary	111.34
CHECKS DATED 6/5/14 AND RELEASED PRIOR TO SCHEDULED CHECK RUN			
48503	Ms. Audrey's Catering	Port Status Update Meeting	532.00
48504	Brown, Mitchell & Alexander, Inc.	Professional Services	222,508.92
48505	QES, Inc.	Professional Services	2,348.50
CHECK DATED 6/9/14 AND RELEASED PRIOR TO SCHEDULED CHECK RUN			
48506	National Flood Insurance Program	MT-2 Application	5,000.00
CHECKS DATED 6/19/14 AND RELEASED PRIOR TO SCHEDULED CHECK RUN			
48507	Advanced Disposal Services	Waste Removal Service	652.25
48508	Melanie J. Arsenault	Travel Expenses	1,815.33
48509	Card Services	Travel Expenses	554.40
48510	City of Gulfport	Water	6,860.42
48511	C Spire Wireless	Radio/Cell Phone Services	1,689.79
48512	Jonathan Daniels	Business and Travel Expenses	1,156.95
48513	The Gibbes Company	Professional Services	26,019.59
48514	MS Power Company	Electricity	30,529.95
48515	The Network	Reportline Annual Service Fee	700.00
48516	Ports America, Inc.	Chiquita Out of Berth	11,266.18
48517	Matthew Wypyski	Business Expenses	789.86
TRANSFERS			
6/11/14	Deferred Compensation	Employee Deductions	3,069.67
6/12/14	MS Department of Revenue	May Sales Tax	4,701.66
6/13/14	Federal Tax Deposit	Payroll Tax Deposit	23,024.29
			23,024.29
Total			\$ 581,601.75

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

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

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

NEW LICENSES:

Steamship Agent: GAC Shipping

Commissioner Roberts moved to approve the following progress payments: BMI Environmental (\$3,055.00) W.C. Fore Trucking (\$189,153.32). Commissioner Knesal seconded and the motion was unanimously approved.

*Commissioner Norris recused himself and left the meeting.*

Commissioner Knesal moved to approve payment of \$23,959.93 to Balch & Bingham. Commissioner Roberts seconded and the motion was unanimously approved.

OLD BUSINESS:

Commissioner Knesal moved to approve Amendment No. 2 to Task Order No. 8 with Yates Anderson Joint Venture under Contract No. 010-HUD-006. Amendment No. 2 increases costs by \$75,000.00. Commissioner Roberts seconded and the motion was unanimously approved.

*Commissioner Norris returned to the meeting.*

Commissioner Roberts moved to approve Amendment No. 3 to Task Order No. 12 under Contract No. 010-HUD-002 with Thompson Engineering. This amendment increases costs by \$32,842.32 and adds 365 calendar days. Commissioner Norris seconded and the motion was unanimously approved.

Commissioner Norris moved to approve Amendment No. 4 to Task Order No. 8 under Contract No. 010-HUD-002 with Thompson Engineering. This amendment adds 365 calendar days with no increase in costs. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioners tabled Items 7D, 7K and 7L:

7D: Amendment No. 5 to Task Order No. 9 – Thompson Engineering – 010-HUD-002

7K: Award of the gantry crane contract to ZPMC

7L: Amendment No. 1 - Tropical World – Contract No. 014-HUD-023

Commissioner Knesal moved to approve Amendment No. 3 to Task Order No. 4 with Quality Engineering Services under Contract No. 010-HUD-003. Amendment No. 3 has an extension of 365 calendar days and a cost increase of \$25,000.00. Commissioner Norris seconded and the motion was unanimously approved.

Commissioner Norris moved to approve Amendment No. 2 to Task Order No. 26 under Contract No. 010-HUD-001 with Neel Schaffer, Inc. This amendment adds 162 calendar days with no increase in costs. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment No. 3 to Task Order No. 22 under Contract No. 010-HUD-001 with Neel Schaffer, Inc. This amendment adds 180 calendar

days with no increase in costs. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Norris moved to approve Amendment No. 1 to Task Order No. 25 under Contract No. 010-HUD-001 with Neel Schaffer, Inc. This amendment adds 365 calendar days with an increase in costs of \$72,020.00. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment No. 2 to Task Order No. 24 under Contract No. 010-HUD-001 with Neel Schaffer, Inc. This amendment de-obligates \$12,394.96 in costs and completes the task order. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Amendment No. 1 to Task Order No. 14 under Contract No. 010-HUD-011 with Anchor QEA, LLC. This amendment de-obligates \$21,405.22 in costs and completes the task order. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Change Order No. 2 with Bertucci Contracting, Contract No. 014-HUD-019. Change Order No. 2 reduces the contract by \$529,864.72 and completes all work. Commissioner Norris seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Modification No. 4 with BMI Environmental Services, Contract No. 09-EN-03. This modification adds \$100,000.00 and extends the terms for an additional one year period. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to award the DuPont Ilmenite Facility Piling Project to L&A Contracting. Eleven bids were accepted and L&A Contracting was the low bidder at \$5,140,038.93. Commissioner Norris seconded and the motion was unanimously approved.

Commissioner Roberts moved to award the security fencing installation and removal project related to the DuPont facility construction project to Can't Be Beat Fence & Construction. Two bids were received and the low bid from Can't Be Beat Fence & Construction was for \$108,250.00. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Modification No. 1 to Task Assignment No. 5 with Brown, Mitchell & Alexander under Contract No. 13-EN-02. Modification No. 1 has a not to exceed cost of \$138,800.00. Commissioner Norris seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Change Order No. 2 to Contract No. 13-EN-05 with W.C. Fore Trucking Co. Change Order No. 2 results in an overall decrease of \$11,636.08. Commissioner Norris seconded and the motion was unanimously approved.

#### NEW BUSINESS:

Commissioner Roberts moved to approve the FY15 Operating Budget in the amount of \$17,753,213.00. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal moved to authorize the issuance of a Request for Proposals for port security consulting services. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Simpson moved to authorize the issuance of a Request for Proposals for public relations services. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Norris moved to approve Task Order No. 15 under Contract No. 010-HUD-002 with Thompson Engineering. Task Order No. 15 has duration of 180 days and a not to exceed amount of \$71,493.60. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Task Order No. 6 with Michael Baker, Inc. under Contract No. 010-HUD-010. This task order has duration of 150 calendar days and a not to exceed cost of \$124,939.00. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Task Order No. 9 with Atwell & Gent under Contract No. 010-HUD-013. Task Order No. 9 has duration of 120 calendar days and a not to exceed cost of \$15,455.00. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Norris moved to approve a Memorandum of Agreement with the U.S. Army Corps of Engineers in regards to the MSPA contributing up to \$8 million towards O&M dredging. Commissioner Roberts seconded and the motion was unanimously approved.

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RESTORATION UPDATE:

We are up to 176 full time equivalent people working currently on the program.

The tenant facility package is out on the street right now and will close on July 11th.

We are working hard to get the Phase I package out and are scheduled to get it out the end of July. With this being said, it should close in September.

L&A Contracting is currently working and expect to turn over Berth 1 at the end of July.

The Transit Shed, Dole's office and the Dole gate were separated out and will go out today. Dole's M&R facility is separate and will go out in a couple of months because of its shorter duration. The two gates and remaining facilities will be issued in the fall.

OPERATIONS REPORT:

Matthew Wypyski reported on activity for the Month of May:

Vessels	17		Truck Count	6,785
Tugs	19		Railcar Count	883
Barges	40		TEU's	16,967
			Tonnage (short tons)	197,015

A safety meeting is scheduled for Friday, June 27th at 9:00 a.m. in the Operations Trailer.

EXECUTIVE DIRECTOR'S COMMENTS:

Director Daniels introduced and welcomed MSPA's newest hire – Shawn Meyer. Shawn comes to the port after a long tenure with Chiquita and will join us as the Deputy Director of Operations.

Director Daniels reported on his recent trip where he visited 3 countries in 3 days and participated in 18 meetings. He traveled to Honduras, Guatemala and El Salvador and visited with shippers, carriers, existing customers and potential customers. The acquisition of the 3 new cranes is certainly an eye-opener for acquiring new customers, as well as the efficiency of our labor. The irradiation facility at our airport is one of few in the United States and is a great selling point for attracting new business as well.

The opportunity to get back to our authorized depth can't be mentioned enough.

John Webb has been in constant contact with McDermott and is helping facilitate their engineering and construction activity.

We recently had a visit from the BENS group - Business Executives for National Security. This is an impressive group that often gives recommendations to the Department of Defense. We are hoping they can help us as we continue to push to become a strategic military port. We should receive our evaluation in the not too distant future.

GENERAL COUNSEL'S COMMENTS:

Ben Stone had no comments.

MDA'S COMMENTS:

Daron Wilson had no comments.

COMMISSIONER COMMENTS:

Commissioner Roberts thanked the port staff for their participation in the port tours and hopes they will continue. He has received many positive comments from interested community members.

Commissioner Norris wanted everyone to understand the significance of entering into the hard construction phase of the DuPont project. This is an \$80 million capital investment, with the majority of that being private capital. He also appreciates the criticism regarding jobs – it weighs on his mind as well. Commissioner Norris asked for patience in letting us get the infrastructure in place so we can then focus on the anticipated job growth.

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

Commissioner Roberts moved to enter Executive Session to discuss Lease Matters. Commissioner Knesal seconded and the motion was unanimously approved.

(THE BOARD OF COMMISSIONERS ENTERED INTO EXECUTIVE SESSION AT APPROXIMATELY 9:50 A.M.)

Commissioner Knesal moved to come out of Executive Session. Commissioner Roberts seconded and the motion was unanimously approved. Commissioner Rester stated that no action took place during Executive Session

Commissioner Roberts moved to amend the agenda to include two items: 1) change in the land-use plan and 2) handle a request from Chiquita. Commissioner Norris seconded and the motion was unanimously approved.

Commissioner Knesal moved to amend the land use plan as approved in 2013 to accommodate Crowley into space vacated by Chiquita. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Norris moved to authorize the allowance of Chiquita to holdover beyond the July 15, 2014 expiration of its current lease agreement, subject to:

(1) Chiquita's agreement to pay a base rental in an amount two times the base rental contained in its current lease through December 31, 2014 (irrespective of Chiquita's continued use or occupancy of the premises);

(2) Chiquita's waiver to any and all rights to volume and throughput lease incentives (provided that additional rental charges shall be assessed based on the greater of (a) the

average historical MSPA revenue realized from one vessel call per week, or (b) actual throughput; and

(3) Chiquita's agreement to pay the MSPA a \$100,000 payment in the event any Chiquita equipment or other personal property remains on the premises as of 12:01 a.m., January 1, 2015, and that the MSPA shall have the right to remove such equipment and property at Chiquita's sole cost and expense and, further, to assess holdover damages to the full extent permitted by law.

Commissioner Roberts seconded and the motion passed with the Commissioners voting as follows:

Commissioner Norris	Affirmative
Commissioner Roberts	Affirmative
Commissioner Knesal	Negative
Commissioner Simpson	Negative

As President, Commissioner Rester broke the tie by voting in the Affirmative.

Commissioner Simpson moved to adjourn. Commissioner Roberts seconded and the motion was unanimously approved.

The meeting adjourned at approximately 11:05 a.m.

Approved and Attested

  
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John Rester  
President

  
\_\_\_\_\_  
E.J. Roberts  
Secretary