

MISSISSIPPI PORT AUTHORITY

BOARD OF COMMISSIONERS

REGULAR MEETING

November 19, 2015

Minutes of the Mississippi State Port Authority Board of Commissioners Meeting,
Thursday, November 19, 2015, 2510 14th Street, Suite 1500, Gulfport, Mississippi at
which the following Commissioners and staff were present:

Commissioners: 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
Mary Bourdin, Director of Finance
Mel Arsenault, Director of External Affairs
Carlos Bell, Director of Public Engagement
Dale Waltman, Director of Operations
Nick Foto, Deputy Program Manager
Kim Aguillard, Media & Marketing Manager
Shawn Meyer, Deputy Operations Director
Angie Shortt, Contract Administrator
Heather Fountain, Grant Mgmt./Admin. Coordinator

Ben Stone, 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
Bill Mitchell, BMA
John Coughlin, YAJV
Richie Ashley, Neel-Schaffer
Todd Bradford, YAJV
Maurice Manuel, YAJV
Bob Burns, CH2MHill
Casey McConnell, YAJV
Robert Boone, RLB, LLC
Michael Sheely, CH2MHill
Damon Torricelli, Neel-Schaffer, Inc.
Lillian Jenkins, Horne
Tom Espy, Strategic Systems, Inc.
Veronica Woods, Strategic Systems, Inc.
Greg Schruoff, SSA
Truck Casey, City of Gulfport
Kym Davis, YAJV
Tim Lancaster, Ports America
Mark Schloegel, SSH

Justin Yard, GCP
 Jason Borries, V.E. Borries, Inc.
 Susan McNamara, Watkins Eager
 Brian Smith, Watkins Eager
 Bailey Fair, Watkins Eager
 Mark Lishen, EGH Architects
 Tracy Diez, MS World Trade Center
 Martin Salcoun, World Trade Center Association
 Hugh Sutherland, L&A Contracting
 Mick Hawkins, David Evans & Associates
 James Crowell, Biloxi NAACP

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

Commissioner Roberts announced that Item 7E under New Business had been removed from the Agenda (Task Order No. 1 with Eley Guild Hardy Architects, Contract No. 016-HUD-031).

The Pledge of Allegiance was led by Commissioner Roberts.

PUBLIC COMMENTS:

Howard Page, Steps Coalition had questions concerning the draft EIS and the channel deepening.

Pastor Chris O'Brien from the Seaman's Center invited everyone to their December 4th annual Christmas luncheon.

Councilman Truck Casey asked how many of the 105 jobs that have been created are associated with the Local 1303.

Commissioner Rester moved to approve the October 19th and 29th Minutes.
 Commissioner Simpson seconded and the motion was unanimously approved.

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

FINAL CHECKLIST FOR NOVEMBER 19, 2015
 BILLS FOR THE MONTHS OF NOVEMBER AND DECEMBER 2015 APPROVED AND PAID
 FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

CHK#	VENDOR	DESCRIPTION	CHK AMT
50196	AFLAC	Employee Deductions	1,397.33
50198	Can't Be Beat Fence Co., LLC	14EN05 WO2 Release of Retainage	1,634.59
50200	C Spire Wireless	Radio/Cell Phone Services	1,633.22
50201	Jonathan Daniels	Travel Expense	72.00
50202	State School Insurance Fund	Employee Deductions	13,307.38
50204	Eagle Energy, Inc.	Maintenance Supplies	231.00
50205	Express Services, Inc.	Temporary Labor	355.68
50206	Federal Express Corp.	Express Mail Services	15.74
50207	Friends of Mary C. O'Keefe	Meeting Room Rental	55.00
50208	Friends of Mary C. O'Keefe	Deposit for Meeting Room Rental	50.00
50209	Fuelman	Fuel for MSPA Vehicles	40.27
50211	Guardian	Employee Dental Deduction	1,156.91
50212	Hancock Bank	December Lease for Suites 880 and 1450	19,994.17
50213	Logista	Trend Micro Software Renewal	1,290.00

50214	Robert J. Knesal	Per Diem	80.00
50215	MS Dept. of Human Services CRDU	Employee Deductions	304.45
50216	MS Gulf Coast Chamber of Comm.	Membership Dues	375.00
50217	MS Pub. Employees Credit Union	Employee Deductions	400.00
50218	Jack Norris	Per Diem	80.00
50219	Legal Shield	Employee Deductions	182.36
50221	Eluse J. Roberts	Per Diem and Travel Expenses	1,340.19
50222	James C. Simpson, Jr.	Per Diem and Travel Expenses	1,557.47
50223	Stuart C. Irby Co.	Electrical Supplies	310.34
50224	Vision Service Plan	Employee Deductions	243.51
50225	Waste Management	Waste Removal Services	150.00
50226	Matthew Wypyski	Business Expense	133.55

TRANSFERS

11/16/15	MS Department of Revenue	October Sales Tax Payment	5,728.29
Total			<u>\$ 52,118.45</u>

DISBURSEMENTS THROUGH NOVEMBER 13, 2015

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

CHK#	VENDOR	DESCRIPTION	CHK AMT
50147	Kim Aguillard	Reimb. for Advertising and Office Supplies	50.42
50148	AirGas Gulf States	Oxygen Cylinder Rental	34.08
50149	Alexander, Van Loon, Sloan	FY15 Final Audit	10,908.00
50150	Alzheimer's Assoc. MS Chapter	Sponsor Walk to End Alzheimer's	250.00
50151	Anytime Portables, LLC	Portable Restroom Services	300.00
50152	Battery Sales & Service	Batteries for Crane #94	639.80
50153	AT&T	Telephone Services	1,711.31
50154	Carlos Bell	Travel Expenses	207.00
50155	Bonds Services, Inc.	Janitorial Services	1,450.00
50156	Mary Bourdin	Reimburse For CPA License Renewal	115.49
50157	Card Services	Travel Expenses	3,900.96
50158	Card Services	Travel Expenses	1,851.10
50159	City of Gulfport	Water	13,974.35
50160	Sun Coast Business Supply	Office Supplies	243.41
50161	Daily Equipment	Parts to Repair Forklift	110.57
50162	Danny Miller Plumbing, Inc.	Annual Backflow Certification	800.00
50163	Eagle Energy, Inc.	Antifreeze	385.25
50164	Express Services, Inc.	Temporary Labor	118.56
50165	Federal Express Corp.	Express Mail Services	204.58
50166	Fuelman	Fuel for MSPA Vehicles	359.95
50167	Grainger, Inc.	Maintenance Supplies	1,409.05
50168	Gulf Coast Business Supply, Inc.	Office Supplies and Toner Cartridges	820.55
50169	Gulf Coast Woman, LLC	Advertising	700.00
50170	MS State Treasurer Fund 3601	Long Distance Telephone/Internet Services	1,934.84
50171	Isco Metals & Supply, LLC	Aluminum Sheets for Metal Repairs	708.00
50172	Lowe's Home Center, Inc.	Water Heater & Plumbing Supplies for Ops.	556.80
50173	Maritime Defense Strategy, LLC	Security Training	3,650.00
50174	MEDC	Membership Dues	185.00
50175	Shawn Meyer	Business Expenses	84.81
50176	MS Dept. of Human Services CRDU	Employee Deductions	304.45
50177	MS Gulf Coast Chamber of Comm.	Sponsorship for One Coast Award	500.00

50178	MS Power Company	Electricity	37,232.49
50179	MS Pub. Employees Credit Union	Employee Deductions	400.00
50180	MS Power Company	Electricity	4,388.88
50181	MS State Tax Commission	Employee Deductions	9,967.00
50182	Ports America, Inc.	Draying Dole Containers	19,993.54
50183	PRAM	Membership Dues and Business Expenses	226.00
50184	Puckett Machinery Company	Parts to Repair Backhoe	100.88
50185	Redd Pest Solutions	Pest Control Services	271.00
50186	Rose Office Systems, Inc.	Construction Trailer Rentals	3,031.00
50187	Sun Herald	Yearly Subscription	291.20
50188	The Sun Herald	Advertising	4,653.93
50189	Swetman Security Services, Inc.	Security Guard Services	46,091.82
50190	Team Waste Gulf Coast	Waste Removal Services	24.20
50191	Terex MHPS Corp.	Labor to Repair Cranes #42 & #94	4,090.60
50192	Terex Global GmbH	Parts to Repair Cranes #42 & #94	2,147.27
50193	Dale Waltman	Business Expenses	76.45
50194	WXXV TV	October Web Camera Lease	1,200.00
50195	Jonathan Daniels	Travel Expenses	280.00
CHECKS DATED 11/6/15 AND RELEASED PRIOR TO SCHEDULED CHECK RUN			
50139	Anytime Portables, LLC	Portable Restroom Services	480.00
50140	City of Gulfport	Water	5,442.19
50141	Jonathan Daniels	Travel Expenses	850.90
50142	Great Southern Club	Monthly Dues and Business Expenses	775.78
50143	Gulfport Industrial Supply, Inc.	Safety Boots	427.50
50144	Morpho Trust USA	TWIC Card	128.00
50145	MS Power Company	Electricity	5,830.05
50146	Matthew Wypyski	Business and Travel Expenses	1,611.21
TRANSFERS			
10/30/15	Federal Tax Deposit	Payroll Tax Deposit	23,501.13
10/30/15	Public Employment Retirement	Retirement Match and Withheld	68,522.64
11/12/15	Deferred Compensation	Employee Deductions	2,211.67
11/13/15	Federal Tax Deposit	Payroll Tax Deposit	22,375.20
			Total
			\$ 315,090.86

Commissioner Knesal 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:

Apprentice Pilot: Murrell Hinton, III

Steamship Agent: ISS Marine Service; Maritime Endeavors Shipping

NEW LICENSES:

Apprentice Pilot: Matthew Hilton

Commissioner Rester moved to approve the following progress payments: Balch & Bingham (\$19,394.81); BMA (\$126,035.57); Can't Be Beat Fence Co. (\$8,811.72); Continental Construction (\$1,658,282.00); Doleac Electric Co. (\$34,309.25); G.A. West & Company (\$685,277.10); QES (\$8,677.00); YAJV

(\$236,974.09) and ZPMC Co. (\$144,000.00). Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Rester moved to approve cash request #98 – Thompson Engineering (\$72,465.49); Neel Schaffer (\$251,827.92); Atwell & Gent (\$76,683.80); Anchor QEA (\$7,921.55); Atkins (\$62,615.14); QES (\$78,548.63); MSPA (\$51,972.35); Michael Baker (\$39,994.96); RFB, Inc. (\$4,462.50) and YAJV (\$415,054.50 for a sub-total of \$1,061,546.84. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal recused himself from the Necaise Brothers' motion and discussion.

Commissioner Rester moved to approve cash request #99 – Necaise Brothers for \$4,392,506.75. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve cash request #100 – L&A Contracting for \$2,399,034.96. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve cash request #101 – Can't Be Beat Fence Company for \$1,413.48. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Rester moved to approve cash request #102 – Southern Industrial Contractors for \$2,936,435.07. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Rester moved to approve payment of \$208,343.43 to CH2MHill (under Restoration Agreement Request #98). Commissioner Simpson seconded and the motion was approved with the Commission voting as follows:

Commissioner Roberts	Affirmative
Commissioner Rester	Affirmative
Commissioner Knesal	Negative
Commissioner Simpson	Affirmative

Commissioners Knesal recused himself from the following agenda item involving Dan Hensarling, Inc.

Commissioner Simpson moved to approve payment of \$341,358.75 to Dan Hensarling, Inc. (under Restoration Agreement Request #98). Commissioner Rester seconded and the motion was approved. Voting in the affirmative were Commissioners Simpson, Roberts and Rester.

OLD BUSINESS:

Commissioner Rester moved to approve Modification No. 5 to Task Assignment No. 5 with Brown, Mitchell & Alexander under Contract No. 13-EN-02. Modification No. 5 has a not to exceed amount of \$283,800.00. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve a Service Agreement for Electrical Services with Seal Electric. The term is one year with 2 one-year renewals and costs not to exceed \$150,000.00 per fiscal year. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment No. 3 to Task Order No. 32 with Neel Schaffer, Inc. under Contract No. 010-HUD-001. Amendment No. 3 extends the performance period by 90 days with no increase in costs. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment No. 1 to Task Order No. 35 with Neel Schaffer, Inc. under Contract No. 010-HUD-001. Amendment No. 1 decreases costs by \$150,215.75 and completes the task order. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Amendment No. 1 to Task Order No. 18; Contract No. 010-HUD-002 with Thompson Engineering. Amendment No. 1 has an extension of 60 days and an increase of \$5,084.48. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Amendment No. 4 to Task Order No. 8; Contract No. 010-HUD-007 with Volkert, Inc. Amendment No. 4 decreases costs by \$74,096.97 and closes the task order. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment No. 2 to Task Order No. 15 with Anchor QEA, LLC under Contract No. 010-HUD-011. Amendment No. 2 extends the performance period by 60 days with no increase in costs. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment No. 3 to Task Order No. 18 with Anchor QEA, LLC under Contract No. 010-HUD-011. Amendment No. 3 extends the performance period by 180 days with no increase in costs. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Amendment No. 3 to Task Order No. 10 with Atwell & Gent under Contract No. 010-HUD-013. Amendment No. 3 extends the performance period by 90 days with no increase in costs. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Rester moved to award the Commercial Small Craft Harbor Timber Piers project to JB Borries, the apparent lowest and best bidder at \$954,250.00. Commissioner Knesal seconded and the motion was unanimously approved.

NEW BUSINESS:

Commissioner Knesal moved to approve Task Order No. 20 with Thompson Engineering under Contract No. 010-HUD-002. Task Order No. 20 has a not to exceed amount of \$36,351.32 and duration of 180 calendar days. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Task Order No. 18 with Yates Anderson Joint Venture under Contract No. 010-HUD-006. Task Order No. 18 has a not to exceed amount of \$137,160.00 and duration of 240 calendar days. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Task Order No. 7 with Michael Baker, Jr., Inc. under Contract No. 010-HUD-010. Task Order No. 7 has a not to exceed amount of \$94,402.00 and duration of 240 calendar days. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Task Order No. 12 with Atwell & Gent under Contract No. 010-HUD-013. Task Order No. 12 has a not to exceed amount of \$372,000.00 and duration of 405 calendar days. Commissioner Rester seconded and the motion was unanimously approved.

PORT RESTORATION UPDATE:

Site work Phase 1 project continues to progress on schedule.

For the Water Tank project, submittals and procurement is underway and we expect the test pile program to begin in December.

On the wharf upgrade with L&A, we are prepping for the next transition slab in Berth 4. This will complete the slab work in Berth 4.

Southern Industrial has installed 1731 piles to date for the facilities building. They are 62% complete to date with the piles with 199 driven in the last month. They are 10% complete with the slab pour and 17% of the transit shed has been erected.

A good deal of progress has been made this month on the restoration project.

OPERATIONS REPORT:

Matthew Wypyski reported on the maritime activity for October:

Vessel calls	Vessels	22		Truck Count	7,211
	Tugs	17		Railcar Count	604
	Barges	46		TEU's	12,494
	Vehicles	6,007		Tonnage (short tons)	142,255

The new transit shed is going up and readily viewable for the public as they drive along Hwy 90. This will be a 300,000 square foot building.

EXECUTIVE DIRECTOR'S COMMENTS:

The red racking systems that run for several thousand feet on the east pier are in preparation for McDermott to begin spinning off the first pipe in the middle of December. The DB102 is docked now and the DB50 is due here shortly, along with another vessel. Those three McDermott vessels docked at one time will be pretty impressive.

Commissioner Rester moved to amend the agenda to add an item at the request of Director Daniels. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Simpson moved to add Item 7F under New Business: Consideration of Acceptance of the recommendation of Commander, Military Deployment and Distribution Command, Department of Defense to designate the Port of Gulfport a Strategic Port as defined by the Guidelines of the National Port Readiness Network. Commissioner Rester seconded and the motion was unanimously approved.

Director Daniels then read the notification letter from the U.S. Department of Transportation's Maritime Administration (attached). Commissioner Simpson moved to accept the Strategic Military Port designation for the Port of Gulfport by the Department of Defense and the Maritime Administration. Commissioner Rester seconded and the motion was unanimously approved.

GENERAL COUNSEL'S COMMENTS:

Ben Stone had no comments.

MDA'S COMMENTS:

Philip Carter had no comments.

COMMISSIONER COMMENTS:

Commissioner Simpson congratulated Director Daniels on the strategic military port designation and stressed the long-term importance of this move for our local bases.

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

Commissioner Rester moved to enter Executive Session to discuss Legal Matters (lease negotiations). Commissioner Simpson seconded and the motion was unanimously approved.

(THE BOARD OF COMMISSIONERS ENTERED INTO EXECUTIVE SESSION AT APPROXIMATELY 9:20 A.M.)

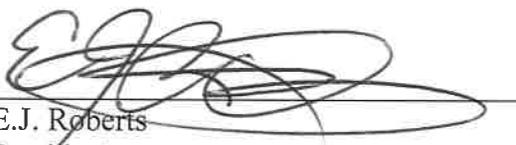
Commissioner Simpson moved to come out of Executive Session. Commissioner Rester seconded and the motion was unanimously approved.

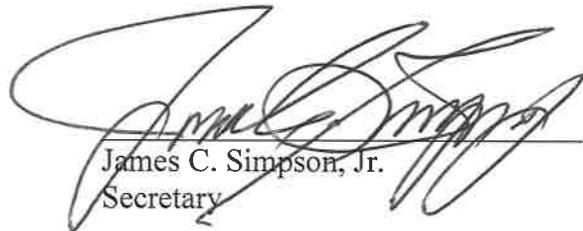
Commissioner Roberts stated that no action took place during Executive Session

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

The meeting adjourned at approximately 10:30 a.m.

Approved and Attested


E.J. Roberts
President


James C. Simpson, Jr.
Secretary



U.S. Department
Of Transportation
Maritime Administration

1200 New Jersey Avenue, SE
Washington, DC 20590

November 09, 2015

Mr. Jonathan T. Daniels
Executive Director and CEO
Port of Gulfport,
Mississippi State Port Authority at Gulfport
2510 14th Street, Suite 1450
Gulfport, MS 39501

Dear Mr. Daniels:

I am writing to notify you that the Commander, Military Surface and Deployment (SDDC) has formally designated the Port of Gulfport as a Strategic Seaport. The National Port Readiness Network (NPRN) Memorandum of Understanding defines a Strategic Seaport as “a U.S. commercial or military seaport designated by SDDC to support the deployment of U.S. Armed Forces assets in the event of war, contingency, or other national emergency or disaster.”

This SDDC decision was supported by their analysis of port capabilities versus requirements which identified a shortfall in required strategic port capability on the Gulf Coast and validated that the designation of Gulfport will mitigate this shortfall. The SDDC decision was also based upon your letter dated September 18, 2015 to Maritime Administration (MARAD) confirming that the Port of Gulfport “will accept the role of strategic seaport with the sincere and full knowledge of the burden and responsibilities of being deemed a strategic port.” As previously discussed between my staff and you, I must again emphasize that this strategic port designation does not provide any federal or military funding or financial incentives to the Port of Gulfport.

Thank you for your organization’s readiness to serve our nation in this very critical capacity. MARAD looks forward to developing an excellent relationship with the Port of Gulfport to ensure support of all military requirements while minimizing disruption to commerce. My staff will be working with you and your team to implement the various actions required by this strategic seaport designation. The MARAD point of contact is Mr. Nuns Jain, my Strategic Ports Program Manager (Acting), who may be contacted at nuns.jain@dot.gov or 757-322-5801.

Sincerely,

Kevin M. Tokarski
Associate Administrator
for Strategic Sealift