

MISSISSIPPI PORT AUTHORITY

BOARD OF COMMISSIONERS

REGULAR MEETING

March 24, 2016

Minutes of the Mississippi State Port Authority Board of Commissioners Meeting,
Thursday, March 24, 2016, 2510 14th Street, Suite 1500, Gulfport, Mississippi at which
the following Commissioners and staff were present:

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

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 Aguiard, Media & Marketing Manager
Shawn Meyer, Deputy Operations Director
Chuck Graham, Crane Manager
Gary Pitcovich, Lead Crane Technician
Roy Lang, Facilities Maintenance Technician

David Duhe, Legal Counsel

Others: Duane Wilson, DuPont
Phillip Carter, MDA
Randall Love, T.L. Wallace
Lucas Lizana, BMA, Inc.
Shorty Sneed, Stewart Sneed Hewes
Richie Ashley, Neel-Schaffer
Todd Bradford, YAJV
Robert Boone, RLB, LLC
Michael Sheely, CH2MHill
Damon Torricelli, Neel-Schaffer, Inc.
Howard Page, Steps Coalition
Kym Davis, YAJV
Darius Johnson, ILA
Chris Williams, BMA, Inc.
Bob Burns, CH2MHill
John Coughlin, YAJV
Brian Deschamp, Eustis Engineering
Cindy Lamb, Pickering Firm, Inc.
Ben Clark, Ports America
Bruce Newton, Digital Engineering
Steve Twedt, Neel Schaffer

Maurice Manuel, YAJV
 Greg Schruoff, SSA
 Glenn Cobb, Pathways to the Port
 Ian Frank, KPFF
 Violetta Cisotto, Digital Engineering
 Brian Smith, Watkins & Eager
 Bailey Fair, Watkins & Eager
 James W. Crowell, Biloxi NAACP
 Visiting Law Clerks with the MS Center for Justice

Commissioner Roberts 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 Roberts.

PUBLIC COMMENTS:

Glenn Cobb, Port Campaign Coalition questioned the status of the freezer and the barrier fence along Hwy 90.

Howard Page, Steps Coalition had a question regarding job training for the TopShip jobs; the McDermott jobs and the 33rd Street inland port property.

Commissioner Simpson moved to approve the February 3rd, February 12th and February 25th Minutes. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve travel (April 4-7/Daniels to Washington, DC); (April 11-15/Pitcovich to New Berlin, WI). Commissioner Rester seconded and the motion was unanimously approved.

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

BILLS FOR THE MONTHS OF MARCH AND APRIL 2016 APPROVED AND PAID
 FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

CHK#	VENDOR	DESCRIPTION	CHK AMT
50610	AFLAC	Employee Deductions	1,557.40
50611	Kim Aguiard	Reimburse for Gas and Supplies	38.84
50612	Anytime Portables, LLC	Portable Restroom Services	210.00
50613	Birmingham Rail & Locomo. Inc.	Parts for Rail Road Switches	483.83
50614	Mary Bourdin	Business Expenses	40.00
50615	Chancellor, Inc.	Electrical Supplies	4,900.82
50616	Collection Services	Employee Deductions	369.32
50617	Jonathan Daniels	Business Expenses	115.91
50618	State School Insurance Fund	Employee Deductions	12,325.20
50619	East Beach Specialties, Inc.	Promotional Items	2,039.00
50620	Emerald TC, LLC	Computer Services	46.25
50621	Express Services, Inc.	Temporary Labor	326.04
50622	Federal Express Corp.	Express Mail Services	48.57
50623	Fuelman	Fuel for MSPA Vehicles	158.51
50624	Grainger, Inc.	Maintenance Supplies	525.23
50625	Guardian	Employee Dental Deductions	1,140.46
50626	Hancock Bank	April Lease for Suites 880 and 1450	19,994.17
50627	Logista	Printer and Computer Software	673.00
50628	Newell Paper Co.	Janitorial Supplies	828.40

50629	Robert J. Knesal	Per Diem	120.00
50630	Lamar Companies	Advertising	1,000.00
50631	Lowe's Home Center, Inc.	Maintenance Supplies	81.12
50632	MS Dept. of Human Services CRDU	Employee Deductions	156.00
50633	MS Pub. Employees Credit Union	Employee Deductions	320.00
50634	MS Public Broadcasting	Video of Crane Arrival	4,870.00
50635	MS State Tax Commission	Employee Deductions	6,687.00
50636	NAVEX Global, Inc.	Reportline Annual Service Fee	700.00
50637	Jack Norris	Per Diem	120.00
50638	Ports America, Inc.	Draying Dole Containers	5,040.36
50639	Legal Shield	Employee Deductions	62.81
50641	Kim Purchner	Reimburse for Meeting Supplies	25.62
50642	RJ Young Company, Inc.	Copier Maintenance Agreements	1,162.00
50643	Eluse J. Roberts	Per Diem	160.00
50644	Seal Electrical, Inc.	Parts & Labor for ZPMC Offices/Lighting	2,708.00
50645	James C. Simpson, Jr.	Per Diem and Travel Expenses	1,533.30
50646	Norma Jean Soroe	Transcription Fees	374.48
50647	Southern Printing & Silkscreen	Decals and Lanyards	505.75
50648	Southern Admin. and Benefits	Monthly Service Fee	200.00
50649	Swetman Security Services, Inc.	Security Guard Services	23,203.40
50650	Tony's Brick Oven Pizzeria	Staff Meeting	56.71
50651	Vision Service Plan	Employee Deductions	240.20
50652	Waste Management	Waste Removal Services	1,078.50
TRANSFERS			
3/17/16	Deferred Compensation	Employee Deductions	2,211.67
3/18/16	Federal Tax Deposit	Payroll Tax Deposit	25,710.76
3/21/16	Public Employment Retirement	Retirement Match and Withheld	46,960.87
Total			\$ 171,109.50
AGENDA			
Wire	Balch & Bingham, LLP		15,981.08
Wire	Balch & Bingham, LLP		16,304.40
Wire	Balch & Bingham, LLP		5,783.35
50640	Precision Construction, LLC		25,621.50
Total			\$ 234,799.83

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

The following items were approved:

RENEWAL LICENSES:

Vendors:	Louis Smith Welding & Construction
Steamship Agent:	Transmarine Navigation Corp.; Tricon Steamship Agency, Inc.
Stevedore:	SSA Gulf

Commissioner Knesal moved to approve the following progress payments: Balch & Bingham (\$38,068.83) and Precision Construction (\$25,621.50). Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Restoration Cash Request #119 to L&A Contractors in the amount of \$1,689,698.50. Commissioner Rester seconded and the motion was unanimously approved.

OLD BUSINESS:

Commissioner Rester moved to approve Amendment No. 2 to Task Order No. 31 with Neel Schaffer, Inc. under Contract No. 010-HUD-001. Amendment No. 2 increases costs by \$30,212.25 with no change in schedule. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment No. 2 to Task Order No. 37 with Neel Schaffer, Inc. under Contract No. 010-HUD-001. Amendment No. 2 is an administrative change only to the Small Craft Harbor Landside Support with the reallocation of funds and does not change the scope schedule or cost. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Amendment No. 1 to Task Order No. 19 with Thompson Engineering under Contract No. 010-HUD-002. Amendment No. 1 increases the Task Order by \$10,257.84 and extends duration by 132 days. Commissioner Rester seconded and the motion was unanimously approved.

Item 7D was removed from the agenda – Amendment No. 1 to Task Order No. 16 with YAJV, Contract No. 010-HUD-006.

Commissioner Rester moved to approve Amendment No. 4 to Task Order No. 6 with Michael Baker, Jr., Inc. under Contract No. 010-HUD-010. Amendment No. 4 closes out and de-obligates funds in the amount of \$5,779.45. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment No. 3 to Task Order No. 15 with Anchor QEA, LLC under Contract No. 010-HUD-011. Amendment No. 3 adds \$77,600.00 to the task order and adds 90 days. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment No. 1 to Task Order No. 6 with CDM Smith under Contract No. 010-HUD-012. Amendment No. 1 extends the Task Order by 195 days with no change in costs. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment No. 4 to Task Order No. 8 with Atwell & Gent, P.A. under Contract No. 010-HUD-013. Amendment No. 4 adds \$43,000.00 to the task order with no change in schedule. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Change Order No. 2 to Contract No. 016-EN-02 with Precision Construction Co. Change Order No. 2 decreases the contract by \$7,570.00 and reconciles the final and actual quantities of work performed under the contract. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Rester moved to approve a Notice of Completion to Precision Construction Co. under Contract No. 016-EN-02 for the East Pier Retaining Wall project. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve a Notice of Completion to Bertucci Contracting Company under Contract No. 015-HUD-027 for the Commercial Small Craft Harbor shore protection and breakwater project. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Change Order No. 1 with G.A. West & Company under Contract No. 015-EN-03. Change Order No. 1 adds \$108,006.05 with no change in schedule. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Change Order No. 6 with Necaise Brothers Construction under Contract No. 015-HUD-26. Change Order No. 6 adds \$403,242.18 with no change in schedule. Commissioner Simpson seconded and the motion was unanimously approved.

NEW BUSINESS:

Commissioner Rester moved to approve Task Order No. 41 with Neel Schaffer, Inc. under Contract No. 010-HUD-001. Task Order No. 41 has duration of 485 calendar days or until the contract end date and a not to exceed amount of \$239,081.00. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Task Order No. 22 with Thompson Engineering under Contract No. 010-HUD-002. Task Order No. 22 has duration of 365 calendar days or until the contract end date and a not to exceed amount of \$41,985.34. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Task Order No. 23 with Thompson Engineering under Contract No. 010-HUD-002. Task Order No. 23 has duration of 270 calendar days or until the contract end date and a not to exceed amount of \$32,120.32. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Task Order No. 8 with Michael Baker Jr., Inc. under Contract No. 010-HUD-010. Task Order No. 8 has duration of 210 calendar days and a not to exceed amount of \$50,682.00. Commissioner Rester seconded and the motion was unanimously approved.

PORT RESTORATION UPDATE:

Phase 1 Sitework and Utilities: 32,000 square yards of asphalt and concrete have been removed and 17,000 tons have been installed; we have removed 7,000 linear feet of pipe; 26 miles of power and communications cable have been laid; the project is going very well.

The water storage tank project should be back on track next week.

The small craft harbor piers project is progressing very well with the south pier being complete. The north pier is currently under construction.

The Dole M&R project is on schedule and all items are substantially 99% complete.

L&A is down to the last leg of the wharf upgrade project.

We are currently advertising for the truck scales.

OPERATIONS REPORT:

Matthew Wypyski reported on the maritime activity for February:

Vessels	27		Truck Count	7,732
Tugs	9		Railcar Count	650
Barges	13		TEU's	11,527
Vehicles	6,097		Tonnage (short tons)	128,978

Late last week, the vessel from China arrived with the three new gantry cranes and the hopper for the ore operation.

Commendations for the crane delivery operations were given to Operations Director, Dale Waltman, along with the Crane Division (Chuck Graham, Gary Pitcovich and Roy Lang), as well as the External Affairs Division – Mel Arsenault, Kim Aguillard and Carlos Bell.

EXECUTIVE DIRECTOR'S COMMENTS:

Director Daniels read an email received from Gulfport High School, announcing their Partner of the Year award recipient, the External Affairs Department of the MS State Port Authority. Our staff has worked very closely with Gulfport High School and richly deserves this award. They continue to go above and beyond.

As mentioned earlier, the cranes are here. They are impressive – they will allow us to accomplish much. We will have a blessing of the cranes on May 19th and Gulfport High School will play a role in this event.

We held port tours last month and had close to 180 people. CTA was again, a valued partner in our tours and helped us expand to Biloxi. The next tour is Thursday evening, June 2nd from 3:00 to 6:00.

GENERAL COUNSEL'S COMMENTS:

Brant Pettis had no comments.

MDA'S COMMENTS:

Philip Carter had no comments.

COMMISSIONER COMMENTS:

Commissioner Rester commented on the positive impact the Port is having on the community and on the small businesses.

Community Simpson commented on the solid reputation that the Local 1303 Union has nationwide. He received positive comments while in San Diego, CA at the American Association of Port Authorities Conference.

Commissioner Roberts commended staff for their award from the Gulfport City Schools.

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

Commissioner Simpson moved to enter Executive Session to discuss possible litigation (legal matter). Commissioner Rester seconded and the motion was unanimously approved.

(THE BOARD OF COMMISSIONERS ENTERED INTO EXECUTIVE SESSION AT APPROXIMATELY 9:30 A.M.).

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

Commissioner Roberts stated that no action took place during Executive Session

Commissioner Simpson moved to suspend the rules and amend the agenda to add consideration of the written decision of the Hearing Officer with respect to the bid protest and appeal filed by W.C. Fore Trucking, Inc. in connection with Project 304. Commissioner Knesal seconded and the motion was approved with the Commissioners voting as follows:

Commissioner Simpson	Affirmative
Commissioner Knesal	Affirmative
Commissioner Rester	Abstained
Commissioner Roberts	Affirmative

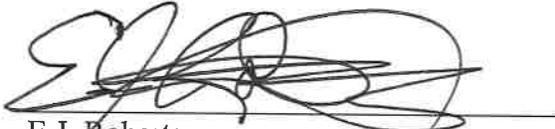
Commissioner Simpson moved to adopt the written decision from the Hearing Officer and to incorporate all the documents related to the bid protest and appeal, including all the supplemental responses provided into the Minutes of the Port Authority and further move to ratify and affirm all actions taken by the Board of Commissioners at its Special Meeting conducted February 12, 2016. Exhibits 1, 2 and 3 will be attached in digital format. Commissioner Knesal seconded and the motion was approved with the Commissioners voting as follows:

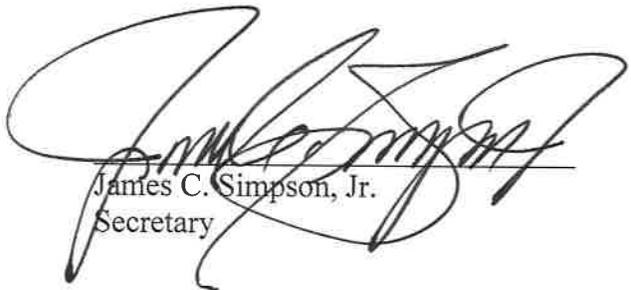
Commissioner Simpson	Affirmative
Commissioner Knesal	Affirmative
Commissioner Rester	Abstained
Commissioner Roberts	Affirmative

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

The meeting adjourned at approximately 10:25 a.m.

Approved and Attested


E.J. Roberts
President


James C. Simpson, Jr.
Secretary