

MISSISSIPPI PORT AUTHORITY

BOARD OF COMMISSIONERS

REGULAR MEETING

August 25, 2016

Minutes of the Mississippi State Port Authority Board of Commissioners Meeting,
Thursday, August 25, 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 Asst./HRO
Mel Arsenault, Director of External Affairs
DeeDee Wood, Chief Financial Officer
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
Chuck Graham, Crane Manager

Ben Stone, Legal Counsel

Others: Duane Wilson, Chemours
Philip Carter, MDA
Randall Love, T.L. Wallace
Kym Davis, YAJV
Richie Ashley, Neel-Schaffer
Robert Boone, RLB, LLC
Michael Sheely, CH2MHill
Damon Torricelli, Neel-Schaffer, Inc.
Violetta Cisotto, Digital Engineering
Maurice Manuel, YAJV
Bob Burns, CH2MHill
Cindy Lamb, Pickering
Brian Smith, Watkins & Eager
Howard Page, Steps Coalition
Mark Schloegel, Bancorp South
Shorty Sneed, SSH
Lillian Jenkins, Horne LLP
Mark Lishen, EGH
Bill Knox, Lemon Mohler
Glenn Cobb, Port Coalition
Greg Schruoff, SSA
Rusty Hilton, MS State Pilots
Todd Stockberger, CH2MHill

David Bland, YAJV
 Ian Frank, KPFF
 Bill Mitchell, BMA
 Danielle Thomas, YAJV
 Todd Bradford, YAJV
 Truck Casey, City of Gulfport

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.

The invocation was led by Pastor Chris O'Brian, Seaman's Center.

PUBLIC COMMENTS:

Howard Page, Steps Coalition commented on the return of Chiquita and how it is a cause for celebration. He plans to meet with MSPA staff to get an update on MSPA's hurricane preparedness plan. Lastly, he would like to hear more about the Job Awareness Workshops and the planned training that will be made available for jobs to come.

A presentation was made by Mark Lishen, Eley Guild Hardy Architects regarding the Marine Research Facility.

Commissioner Simpson moved to approve the August 10th Minutes. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Rester moved to approve travel (Sept. 11-14/Daniels to Kansas City, MO; Oct. 12-13/Meyer, Charlton to Jackson, MS; Oct. 23-27/Daniels, Wypyski + BOC to New Orleans, LA). Commissioner Knesal seconded and the motion was unanimously approved.

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

DISBURSEMENTS THROUGH AUGUST 11, 2016
 BILLS FOR THE MONTHS OF JULY AND AUGUST 2016 APPROVED AND PAID
 FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

CHK#	VENDOR	DESCRIPTION	CHK AMT
51190	American Assoc. of Port Auth.	Membership Dues	9,156.00
51191	Kentwood Springs	Drinking Water and Sqwincher Drinks	408.91
51192	AirGas Gulf States	Oxygen Cylinder Rentals	72.67
51193	Alexander, Van Loon, Sloan	FY16 Internal Control Final/FY17 Acctg. Svcs.	14,079.25
51194	Anytime Portables, LLC	Portable Restroom Services	530.00
51195	Barefield Workplace Solutions, Inc.	Office Supplies	295.18
51196	AT&T	Telephone Services	1,758.06
51197	Card Services	Travel and Registration Expenses	1,245.20
51198	Card Services	Travel Expenses	960.42
51199	Card Services	GoPro Camera and Accessories	770.33
51200	Chancellor, Inc.	Maintenance & Electrical Supplies	1,595.08
51201	City of Gulfport	Water	667.48
51202	Sun Coast Business Supply	Office Supplies	263.92
51203	Cornett Bolt & Screw	Maintenance Supplies	985.08
51204	Jonathan Daniels	Travel Expense	219.24

51205	DFA - Office of Insurance	FY17 Unemployment Insurance	3,734.00
51206	Eagle Energy, Inc.	Antifreeze for Cranes	385.25
51207	Federal Express Corp.	Express Mail Services	88.61
51208	Ferguson Enterprises, Inc.	Meters/Connectors for Ships Water	1,666.36
51209	Fuelman	Fuel for MSPA Vehicles	243.17
51210	Gleem Paint Center	Traffic Zone Marking Paint	1,194.35
51211	Grainger, Inc.	Safety Vests and Maintenance Supplies	887.81
51212	Gulf Coast Business Supply, Inc.	File Cabinets and Office Supplies	2,376.02
51213	Gulfport Yacht Club	Business Expenses	121.32
51214	HRdirect	Employment Posters	74.99
51215	Logista	Cable Adapter	40.00
51216	Maritime Defense Strategy, LLC	Security Training	3,650.00
51217	Maximum Auto Parts	Filters for Cranes	136.62
51218	MS Dept. of Human Services CRDU	Employee Deductions	156.00
51219	MS Power Company	Electricity	75,076.53
51220	MS Pub. Employees Credit Union	Employee Deductions	320.00
51221	MSPA Petty Cash Fund	Replenish Petty Cash	104.41
51222	MS Water Resources	Membership Dues	600.00
51223	Piltz, Williams, LaRosa & Co.	Grant Administration Services	743.75
51224	Pine Belt Oil Co., Inc.	Diesel for Cranes	4,069.98
51225	Ports America, Inc.	Draying Dole and Crowley Containers	15,775.75
51226	Providence Hill Farm Sporting Club	Deposit for BOC/Staff Retreat	1,100.00
51227	Kim Purchner	Reimburse for BOC Meeting Supplies	41.54
51228	Redd Pest Solutions	Pest Control Services	271.00
51229	Rotary Club of Gulfport	Dues and Expenses	227.00
51230	Seal Electrical, Inc.	July Electrical Services	9,698.50
51231	Sorg Printing, LLC	Business Cards	38.00
51232	Norma Jean Soroe	Transcription Fees	454.48
51233	Swetman Security Services, Inc.	Security Guard Services	23,470.72
51234	Terex Global GmbH	Replacement Contactors for Cranes	163.73
51235	Waste Management	Waste Removal Services	195.00
51236	WXXV TV	July Web Camera Lease	1,200.00
51237	Matthew Wypyski	Business Expenses	692.94
CHECK DATED 7/25/16 AND RELEASED PRIOR TO SCHEDULED CHECK RUN			
51187	Matthew Wypyski	Travel Expenses	419.34
CHECKS DATED 8/3/16 AND RELEASED PRIOR TO SCHEDULED CHECK RUN			
51188	Jonathan Daniels	Travel Expenses	314.60
51189	Hilton Jackson	Deposit for BOC/Staff Retreat	300.00
TRANSFERS			
8/5/16	Deferred Compensation	Employee Deductions	1,270.00
8/5/16	Federal Tax Deposit	Payroll Tax Deposit	23,947.30
8/5/16	Public Employment Retirement	Retirement Match and Withheld	54,973.85
Total			<u>\$ 263,229.74</u>

FINAL CHECKLIST FOR AUGUST 25, 2016

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

CHK #	VENDOR	DESCRIPTION	CHK AMT
51238	Kentwood Springs	Drinking Water	183.84
51239	AFLAC	Employee Deductions	1,490.71
51240	Kim Aguiard	Reimburse for Meeting Supplies	48.55
51241	Barefield Workplace Solutions, Inc.	Office Supplies	161.16

51242	Carlos Bell	Reimburse for Software Renewal	159.00
51243	BH Specialized Hauling, LLC	Transport MHC 42 Radiator for Repairs	1,794.00
51244	Bonds Services, Inc.	Janitorial Services	1,450.00
51246	City of Gulfport	Water	13,150.36
51247	Sun Coast Business Supply	Toner Cartridges and Office Supplies	926.18
51248	C Spire Wireless	Radio/Cell Phone Services	1,351.57
51249	Jonathan Daniels	Travel Expenses	178.20
51250	State School Insurance Fund	Employee Deductions	14,530.94
51252	Eagle Energy, Inc.	Oil for Cranes	629.00
51253	Emerald TC, LLC	Computer Services	92.50
51254	Federal Express Corp.	Express Mail Services	50.34
51255	Fuelman	Fuel for MSPA Vehicles	391.76
51256	Grainger, Inc.	Paint Striper and Maintenance Supplies	1,823.80
51257	Guardian	Employee Dental Deductions	1,287.64
51258	Gulfport School District	Milner Stadium Scoreboard Ad Sign	1,500.00
51259	Hancock Bank	September Lease for Suites 880 and 1450	19,792.12
51260	Harbor Square Parking Garage	Quarterly Parking	3,073.11
51261	Harbor Square Parking Garage	Quarterly Parking - DRD	583.20
51262	Logista	Computer Services	312.50
51263	Kalmar USA, Inc.	Replacement Lifting Pins for Spreaders	1,595.60
51264	Robert J. Knesal	Per Diem	120.00
51265	Lowe's Home Center, Inc.	Shelving, A/C Units, Maintenance Supplies	2,322.68
51266	Maximum Auto Parts	Grease for Cranes	252.00
51267	MS Dept. of Human Services CRDU	Employee Deductions	156.00
51268	MS Gulf Coast Chamber of Comm.	Post Legislative Briefing - Jonathan Daniels	20.00
51269	MS Pub. Employees Credit Union	Employee Deductions	320.00
51270	MS Society of CPAs	Membership Dues	145.00
51271	MS State Tax Commission	Employee Deductions	7,131.00
51272	Jack Norris	Per Diem	120.00
51273	Palmer Companies, LLC	Spreader Blocks	719.04
51274	Ports America, Inc.	Draying Crowley/Dole Containers	12,294.23
51275	Legal Shield	Employee Deductions	46.86
51276	Kim Purchner	Reimbursement for Mileage	8.64
51278	Redd Pest Solutions	Pest Control Services	271.00
51279	RJ Young Company, Inc.	Copier Maintenance Agreements	1,615.17
51280	Eluse J. Roberts	Per Diem	120.00
51281	Sam's Wholesale	55" TV and Membership Renewal	572.88
51282	Seal Electrical, Inc.	August Electrical Services	5,009.50
51283	James C. Simpson, Jr.	Per Diem	80.00
51284	Southern Printing & Silkscreen	Traffic Signs	132.00
51285	Swetman Security Services, Inc.	Security Guard Services	23,684.68
51286	United Way of South MS, Inc.	Employee Deductions	141.00
51287	USM/Trent Lott National Center	Economic Impact Study	58,880.00
51288	Vision Service Plan	Employee Deductions	265.07
51289	WalMart Community	Supplies to Donate to LA Flood Relief	193.73
51291	Wright National Flood Ins.	FY17 Flood Insurance	36,967.00
51293	Kentwood Springs	Sqwincher Drinks	194.90
TRANSFERS			
8/12/16	Department of Revenue	July Sales Tax Payment	5,985.16
8/19/16	Deferred Compensation	Employee Deductions	1,270.00
8/19/16	Federal Tax Deposit	Payroll Tax Deposit	24,598.75
			24,598.75
Total			\$ 250,192.37

Commissioner Rester 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: Atlas Ship Service; Wilhelmsen Ship Service
Steamship Agent: T. Parker Host (formerly NSA Agencies); Page & Jones

NEW LICENSES:

Transfer Co.: BH Specialized Hauling
Vendor: Magnolia Fleet, LLC

Commissioner Simpson moved to approve the following progress payments: Balch & Bingham (\$40,046.16); BMA (\$129,003.55); Doleac Electric Co. (\$702,718.85); G.A. West & Company (\$2,245,595.23); QES (\$400.00); W.C. Fore Trucking, Inc. (\$158,422.97); and YAJV (\$217,051.28). Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Cash Request #140 – J.O. Collins (\$31,470.94); L&A Contracting (\$684,241.66) and Wharton Smith (\$658,353.80 for a total of \$1,374,066.40. Commissioner Rester seconded and the motion was unanimously approved.

OLD BUSINESS:

Commissioner Knesal moved to approve Amendment No. 2 to Task Order No. 30 with Neel Schaffer, Inc. under Contract No. 010-HUD-001. Amendment No. 2 adds 62 days and de-obligates \$500,000.00. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Amendment No. 6 to Task Order No. 8 with Atwell & Gent under Contract No. 010-HUD-013. Amendment No. 6 adds 122 days with no change in costs. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Amendment No. 4 to Task Order No. 6 with QES, Inc. under Contract No. 010-HUD-003. Amendment No. 4 adds 60 days with no change in costs. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Amendment No. 2 to Task Order No. 10 with QES, Inc. under Contract No. 010-HUD-003. Amendment No. 4 adds 108 days with no change in costs. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Amendment No. 1 to Task Order No. 7 with Michael Baker, Jr. under Contract No. 010-HUD-010. Amendment No. 1 adds 60 days with no change in costs. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Change Order No. 10 with Necaise Brothers under Contract No. 015-HUD-026. Change Order No. 10 increases costs by \$484,965.39

and adds 19 days. Commissioner Rester seconded and the motion was unanimously approved.

Change Order No. 1 with Necaise Brothers under Contract No. 016-HUD-033 was removed from the agenda.

NEW BUSINESS:

Commissioner Rester moved to approve Task Order No. 16 with QES, Inc. under Contract No. 010-HUD-003. Task Order No. 16 has duration of 120 calendar days and a not to exceed cost of \$28,000.00. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Task Order No. 23 with Anchor QEA under Contract No. 010-HUD-011. Task Order No. 23 has duration of 365 calendar days and a not to exceed amount of \$835,000.00. Commissioner Knesal seconded and the motion was unanimously approved.

PORT RESTORATION UPDATE:

Phase 1 Sitework and Utilities with Necaise Brothers is going well. They continue to pave and have placed over 80,000 tons. Phase 1 rail is complete and is being inspected by KCS.

The Ground Storage Tank project with Wharton Smith is on schedule and the deck forming for the elevated platform is ongoing. This project is scheduled for completion in January of 2017.

The small craft harbor piers with J.E. Borries as the contractor is in the close-out phase.

On Phase 2 Sitework and Utilities, Necaise Brothers has placed over 80,000 tons of imported fill to date. The rail for the Chemours portion of the project has begun and is on schedule. The contractor has been provided revised drawings for the selective demolition of shed 16 and is preparing pricing.

We now have ¼ of the transit shed (Project 305) in our possession and Chiquita is working in it.

Dan Hensarling has begun work on Terminal 2 M&R.

J. O. Collins has both lanes of the truck scales project demolished. The earthwork is complete on the inbound lane and is ongoing in the outbound lane. They also have the Early Start Foundation Project 412 and we anticipate a Pre-Construction Meeting in September.

OPERATIONS REPORT:

Matthew Wypyski reported on the maritime activity for July:

Vessels	15		Truck Count	6,397
Tugs	17		Railcar Count	732
Barges	48		TEU's	13,050
Vehicles	4,751		Tonnage (short tons)	164,958

Chiquita has returned, along with a number of their staff. Two vessels worked, using the port's new cranes. Dale Waltman, Shawn Meyer and Chuck Graham deserve a lot of thanks and appreciation for their hard work during this return. Chuck and his staff made tremendous efforts in getting the cranes operational.

EXECUTIVE DIRECTOR'S COMMENTS:

Director Daniels also addressed the return of Chiquita and how well the two vessel calls have gone with the new cranes – not without obstacles that were overcome. Seven hours were cut from the first operation to the second operation. We need to celebrate everything we have accomplished at the port in the last few years – we've come a long way.

GENERAL COUNSEL'S COMMENTS:

Ben Stone had no comments.

MDA'S COMMENTS:

Philip Carter had no comments.

COMMISSIONER COMMENTS:

Commissioner Simpson welcomed Chiquita back and commented on the efforts of our longshoremen. They're the reason we have such an excellent reputation here.

Commissioner Rester said we have a generational investment here; the newly rebuilt wharves will last for a very, very long time. This entire project is making an investment for the future.

Commissioner Knesal reported that he is looking forward to the next phase and expansion – it will be a great next phase. There are a lot of exciting times ahead of us.

Commissioner Roberts told the audience that our longshoremen are known worldwide for their productivity.

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

Commissioner Rester moved to enter Executive Session to discuss legal matters (a lease negotiation and litigation). Commissioner Knesal seconded and the motion was unanimously approved.

(THE BOARD OF COMMISSIONERS ENTERED INTO EXECUTIVE SESSION AT APPROXIMATELY 9:45 A.M.)

Commissioner Knesal 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

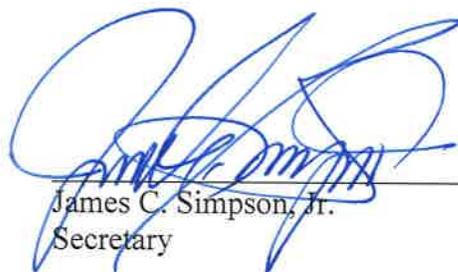
Commissioner Simpson moved to adjourn. Commissioner Knesal seconded and the motion was unanimously approved.

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

Approved and Attested



E.J. Roberts
President



James C. Simpson, Jr.
Secretary