

# MISSISSIPPI PORT AUTHORITY

## BOARD OF COMMISSIONERS

### REGULAR MEETING

**February 22, 2018**

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Minutes of the Mississippi State Port Authority Board of Commissioners Meeting,  
Thursday, February 22, 2018 at 2510 14<sup>th</sup> Street, Suite 1450, Gulfport, Mississippi at  
which the following Commissioners and staff were present:

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

Staff: Jonathan Daniels, Executive Director/CEO  
Matthew Wypyski, Chief Operating Officer  
Kim Purchner, Executive Asst./HRO  
Mel Arsenault, Director of External Affairs  
Nick Foto, Deputy Program Manager  
John Webb, Director of Engineering  
DeeDee Wood, CFO  
Shawn Meyer, Director of Operations  
Kim Aguillard, Marketing & Media Manager  
Gary Pitcovich, Crane Manager  
Carlos Bell, Director of Community Development

Ben Stone, Legal Counsel  
David Duhe, Legal Counsel

Others: Jamie Miller, MDA  
Philip Carter, MDA  
Brian Smith, Watkins & Eager  
Pastor Chris O'Brian, Seaman's International  
Bob Burns, CH2MHill  
S.P. & Anna Mellen  
Glenn Cobb, Port Coalition Committee  
Bruce Newton, Digital Engineering  
Howard Page, Steps Coalition  
Cindy Lamb, Pickering Engineering  
Don Collins, Dan Hensarling  
Robert Boone, RLB, LLC  
Richie Ashley, Neel Schaffer  
Mark Lishen, EGH Architects  
Jim Clayton, Page & Jones, Inc.  
David Brand, Seaman's Center  
Damon Toricelli, Neal Schaffer  
Marcia Crawford, HCDC  
Tom Wells, Waldemar S. Nelson, Co.  
Joey Beattie, Stewart, Sneed Hewes  
Ryan Bradley, Mississippi Commercial Fisheries United  
Michael Sheely, CH2MHill  
Chris O'Brien, Seaman's Center

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.

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

PUBLIC COMMENTS:

Howard Page, STEPS Coalition commented on mitigation items from the January Board Meeting. He also had comments regarding emphasis on job creation on the new MSPA website.

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Commissioner Roberts moved to approve the January 22<sup>nd</sup> and February 7<sup>th</sup> and Minutes. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve travel requests as submitted. Commissioner Roberts seconded and the motion was unanimously approved.

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

FINAL CHECKLIST FOR JANUARY 25, 2018

BILLS FOR THE MONTHS OF DECEMBER 2017 AND JANUARY 2018 APPROVED AND PAID  
FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

CHK#	VENDOR	DESCRIPTION	CHK AMT
52954	American Assoc. of Port Auth.	Registration Fees	1,390.00
52955	Kentwood Springs	Drinking Water	163.11
52956	AFLAC	Employee Deductions	1,376.96
52957	Kim Aguiard	Business Expense	258.56
52958	AirGas Gulf States	Oxygen Cylinder Rental	43.47
52959	Anytime Portables, LLC	Portable Restroom Services	2,075.00
52961	Cable One, Inc.	Cable Services	105.80
52962	Card Services	Travel Expenses	2,643.31
52963	Card Services	Travel Expenses	1,455.51
52964	Card Services	Business Expenses	262.16
52965	Chancellor, Inc.	Electrical Supplies	6,986.00
52966	City of Gulfport	Water	21,812.10
52967	Conway Data, Inc.	Advertising	5,600.00
52968	C Spire Wireless	Radio/Cell Phone Services	1,393.04
52969	State School Insurance Fund	Employee Deductions	15,050.34
52971	Emerald TC, LLC	Accounting Software Conversion Services	487.50
52972	Federal Express Corp.	Express Mail Services	111.07
52973	Foliage Design Systems, Inc.	Interior Plant Maintenance	253.78
52974	Fuelman	Fuel for MSPA Vehicles	488.34
52975	Grainger, Inc.	Maintenance Supplies	3,457.89
52976	Guardian	Employee Dental Deductions	1,697.31
52977	Gulf Coast Business Supply, Inc.	Office Supplies	6.73
52978	Gulf Coast Business Council	Sponsorship	500.00
52979	Gulfport Business Club	Membership Dues	25.00
52980	Hancock Bank	March Lease 14th Floor	23,168.31
52981	Hancock Bank	Employee Badges	30.00
52982	HRdirect	Employment Posters	157.98
52983	Kalmar USA, Inc.	Repair Parts for STS Crane Spreader	2,174.15
52984	Robert J. Knesal	Per Diem	40.00
52985	Lowe's Home Center, Inc.	Maintenance Supplies	127.05

52986	MS Dept. of Human Services CRDU	Employee Deductions	156.00
52987	MS Power Company	Electricity	79,343.94
52988	MS Pub. Employees Credit Union	Employee Deductions	320.00
52989	MS State Tax Commission	Employee Deductions	7,151.00
52990	NAACP Gulfport	Sponsorship	500.00
52991	Jack Norris	Per Diem	40.00
52992	Pass Road Mini Storage, LLC	Rental on Storage Unit	150.00
52993	Ports America, Inc.	Draying Dole Containers	27,906.92
52994	Legal Shield	Employee Deductions	30.91
52995	Kim Purchner	Travel Expense	222.90
52996	Redd Pest Solutions	Pest Control Services	90.00
52997	Eluse J. Roberts	Per Diem and Travel Expense	327.37
52998	Rose Office Systems, Inc.	Property Taxes on Trailer Rentals	2,731.91
52999	Shred-It USA, LLC	Shredding Services	68.21
53000	Norma Jean Soroe	Transcription Fees	489.48
53001	Southern Printing & Silkscreen	Logos on Rain Jackets	30.00
53002	The Sun Herald	Advertising for Section 3 Workshop	2,080.00
53003	Swetman Security Services, Inc.	Security Guard Services	28,801.00
53004	United Way of South MS, Inc.	Employee Deductions	440.52
53005	Vacuum Truck Sales & Service, LLC	Street Sweeper	240,495.00
53006	Vulcan Materials Finance Co.	Limestone for Maintenance Repairs	733.04
CHECKS DATED 01/09/18 AND RELEASED PRIOR TO SCHEDULED CHECK RUN			
52943	Shapley's Restaurant	Gulf Coast Legislative Reception Dinner	1,560.00
52944	DeeDee Wood	Travel Expenses	226.49
CHECKS DATED 01/12/18 AND RELEASED PRIOR TO SCHEDULED CHECK RUN			
52945	Kim Aguillard	Travel Expenses	109.44
52946	Carlos Bell	Travel Expenses	183.12
52947	Jonathan Daniels	Gulf Coast Legislative Reception Dinner	2,653.80
52948	DeeDee Wood	Travel Expenses	113.07
CHECK DATED 01/16/18 AND RELEASED PRIOR TO SCHEDULED CHECK RUN			
52949	Mathew Wypyski	Travel Expenses	275.93
CHECK DATED 01/19/18 AND RELEASED PRIOR TO SCHEDULED CHECK RUN			
52950	Jonathan Daniels	Travel Expenses	198.79
52951	MS Dept OF Human Services CRD	Employee Deductions	156.00
52952	MS Pub Employees Credit Union	Employee Deductions	320.00
52953	Matthew Wypyski	Travel Expenses	903.10
TRANSFERS			
1/17/18	MS Department of Revenue	December Sales Tax Payment	10,943.28
1/18/18	Deferred Compensation	Employee Deductions	990.00
1/24/18	Federal Tax Deposit	Payroll Tax Deposit	26,573.14
1/24/18	Public Employment Retirement	Retirement Match and Withheld	50,362.07
BILL APPROVED AND PAID FROM THE EARNINGS FUND			
1/25/18	Treasurer - State of MS	Port Improvement Bond	71,958.75
Total			<u>\$652,975.65</u>

FINAL CHECKLIST FOR FEBRUARY 22, 2018

BILLS FOR THE MONTHS OF JANUARY AND FEBRUARY 2018 APPROVED AND PAID  
FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

CHK #	VENDOR	DESCRIPTION	CHK AMT
53057	Kentwood Springs	Drinking Water	380.49
53058	AFLAC	Employee Deductions	1,376.96
53059	AirGas Gulf States	Oxygen Cylinder Rental	43.47
53060	Anytime Portables, LLC	Portable Restroom Services	740.00
53062	Card Services	Travel Expenses	772.40

53063	Card Services	Travel Expenses	944.53
53064	Card Services	Advertising	30.00
53065	City of Gulfport	Water	10,925.20
53066	C Spire Wireless	Radio/Cell Phone Services	1,206.27
53067	C Spire Business Solutions	Telephone Equipment/Services	8,301.27
53068	State School Insurance Fund	Employee Deductions	16,070.44
53070	Eagle Energy, Inc.	500 Gallon Diesel Fuel Tank	4,022.59
53071	Federal Express Corp.	Express Mail Services	220.92
53072	Fuelman	Fuel for MSPA Vehicles	320.47
53073	Grainger, Inc.	Maintenance and Repair Supplies	360.07
53074	Green Marine Mngmt. Corp.	Membership Dues	5,629.00
53075	Guardian	Employee Dental Deductions	1,741.44
53076	Hancock Bank	March Lease for Suite 1450	23,168.31
53077	Robert J. Knesal	Per Diem	240.00
53078	L.L. Bean, Inc.	Uniforms	1,283.37
53079	Lowe's Home Center, Inc.	Maintenance Supplies and Small Tools	157.64
53080	MS Dept. of Human Services CRDU	Employee Deductions	156.00
53081	MS Gulf Coast Chamber of Comm.	Membership Fee	20.00
53082	MS Power Company	Electricity	103,471.48
53083	MS Pub. Employees Credit Union	Employee Deductions	320.00
53084	MS State Tax Commission	Employee Deductions	7,063.00
53085	Jack Norris	Per Diem	160.00
53086	Pass Road Mini Storage, LLC	Rental on Storage Unit	150.00
53087	Legal Shield	Employee Deductions	30.91
53088	Raycom TV Broadcasting, Inc.	Advertising	680.00
53089	Eluse J. Roberts	Per Diem	160.00
53090	Rose Office Systems, Inc.	Trailer Rental	1,048.00
53091	James C. Simpson, Jr.	Per Diem	40.00
53092	Swetman Security Services, Inc.	Security Guard Services	29,782.54
53093	United Way of South MS, Inc.	Employee Deductions	220.26
CHECKS DATED 02/15/18 AND RELEASED PRIOR TO SCHEDULED CHECK RUN			
53055	Jonathan Daniels	Business Expense	228.03
53056	Great Southern Club	Business Expense	398.58
TRANSFERS			
2/14/18	MS Department of Revenue	January Sales Tax Payment	11,244.99
2/16/18	Federal Tax Deposit	Payroll Tax Deposit	24,526.24
2/16/18	Deferred Compensation	Employee Deductions	990.00
			Total
			<u>\$258,624.87</u>

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

The following items were approved:

RENEWAL LICENSES:

Vendors: Mike Gartman Transfer Service; Commodore Transportation, Inc.  
U.S. Maritime Services, LLC

Steamship Agent: Nord-Sud Shipping, Inc.; Gulf Harbor Shipping

Transfer Company: Mike Gartman Service, Inc.

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Commissioner Knesal moved to approve the following progress payments:

Balch & Bingham (\$148,811.49); BMA, Inc. (\$22,228.25); and Digital Engineering (\$18,447.00). Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Cash Request #200 – Anchor QEA (\$9,678.47); Atkins (\$20,512.72); Atwell & Gent (\$28,307.84); CH2MHill (\$184,941.74); Michael Baker (\$6,611.98); Neel Schaffer (\$106,098.24); and QES (\$45,311.98) for a sub-total of \$401,462.97. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Cash Request #201 – J.O. Collins (\$667,447.99) and W.C. Fore Trucking (\$349,126.27) for a total of \$1,016,574.26. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Cash Request #202 to Necaise Brothers (\$3,115,681.60) and Wharton Smith (\$632,577.27) for a total of \$3,748,258.87. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Cash Request #203 to MSPA (\$54,850.07); RFB, LLC (\$5,270.00) and Travelers as Surety (\$605,082.17) for a total of \$665,202.24. Commissioner Knesal seconded and the motion was unanimously approved.

*Commissioner Knesal left the meeting for the following items:*

Commissioner Roberts moved to approve payment of \$31,498.00 to Eley, Guild Hardy, which was included in RFC #200, totaling \$432,960.97. Commissioner Simpson seconded and the motion was unanimously approved.

*Commissioner Knesal returned to the meeting.*

Commissioner Roberts moved to approve Budget Modification No. 8 to Contract No. R115-06. Modification 8 shifts funds between Construction including CM (Delivery) and Legal (Delivery) line items with no change to the overall budget total. Commissioner Knesal seconded and the motion was unanimously approved.

CFO DeeDee Wood gave a recap presentation on the first half of FY18 Revenue and Expenses.

OLD BUSINESS:

Commissioner Roberts moved to approve Amendment 5 to Task Order 29 with Neel Schaffer under Contract No. 010-HUD-001. Amendment 5 de-obligates \$143,741.58, adds 486 days and is retroactive to July 2, 2017. The project was suspended and is now being reactivated. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Amendment 1 to Task Order 22 with QES, Inc. under Contract No. 010-HUD-003. Amendment 1 adds 86 days with no change in cost. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment 8 to Task Order 8 with Atwell & Gent under Contract No. 010-HUD-013. Amendment 8 has an increase of \$5,000, adds 488 days and is retroactive to June 30, 2017. The project was suspended and is now being reactivated. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Amendment 2 to Task Order 16 with Atwell & Gent under Contract No. 010-HUD-013. Amendment 2 de-obligates \$777.38 and is complete. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment 1 to Task Order 20 with Atwell & Gent under Contract No. 010-HUD-013. Amendment 1 de-obligates \$60.00 and is complete. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Knesal move to approve Change Order No. 3 to Wharton Smith under Contract No. 017-HUD-040. Change Order 3 has an increase of \$16,358.94 with no change in schedule. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve a Purchase and Sale Agreement between the MS State Port Authority and Gulfport Compress & Warehouses, Inc. for property commonly referred to as the Cotton Compress for a purchase price of \$1,500,000.00. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Knesal moved to authorize General Counsel to retain and engage Digital Engineering, MSPA's General Engineering Firm for specific tasks regarding the potential purchase of the Cotton Compress property. Commissioner Roberts seconded and the motion was unanimously approved.

NEW BUSINESS:

Commissioner Knesal moved to approve the Investment Policy as presented and attached. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to authorize the issuance of a Request for Proposals for an Investment Advisor for the newly approved Investment Policy. Commissioner Knesal seconded and the motion was unanimously approved.

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PORT RESTORATION UPDATE:

Nick Foto, Deputy Program Manager gave a status update on current projects.

OPERATIONS REPORT:

Matthew Wypyski, Chief Operating Officer, reported on the maritime activity for the month of January:

Vessels	28		Vehicles	14,942
Tugs	37		Railcar Count	945
Barges	28		TEU's	18,404
			Tonnage (short tons)	187,584

O/M Dredging has wrapped up and is waiting for surveys.

Matt Wypyski, Commissioner Knesal and Shawn Meyer attended the AAPA Shifting Trade Routes Conference in Tampa last month. This is one of the most informational conferences that AAPA puts on.

We are constantly engaging with the community and held 2 tours this week – one for the Gulf Coast Newcomer's Club and another with MSU Agriculture students. Our next quarterly community port tour will take place Thursday, March 15<sup>th</sup> from 4:00 – 6:00.

EXECUTIVE DIRECTOR'S COMMENTS:

Many thanks to the staff for their continued work; we are currently working on goals and objectives moving forward.

To address public comments made regarding mitigation, we hire the best and brightest consulting firms to help us make smart decisions regarding mitigation and always have the good of the community in mind when making those decisions.

HUD Monitors were here last week and found no findings or concerns. MDA Disaster Recovery, our staff and our legal team did a great job working with HUD and were the reason we received such a good report.

The NAACP Expo will be held this afternoon at 3:00 at the Gaston Point Community Center.

GENERAL COUNSEL'S COMMENTS:

Ben Stone had no comments.

MDA'S COMMENTS:

Philip Carter also mentioned the very successful HUD Monitoring last week. Many thanks go to Jonathan, Nick Foto, Angie Shortt and Heather Fountain for their excellent effort. HUD will be back in August.

COMMISSIONER COMMENTS:

Commissioner Knesal acknowledged staff on the good report for Revenue and Expenses for the first half of FY18.

Commissioner Roberts thanked Matt for taking the Gulf Coast Newcomer's Group on a port tour; they were extremely impressed with our facilities.

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

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Back in open session, Commissioner Roberts moved to enter Executive Session to discuss legal matters - litigation with SIC and with Necaise Brothers. Commissioner Knesal seconded and the motion was unanimously approved.

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

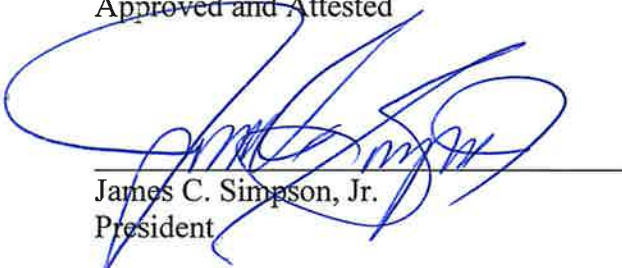
Commissioner Roberts moved to come out of executive session and return to open meeting. Commissioner Knesal seconded and the motion was unanimously approved.

The Commission re-entered open session and Commissioner Norris noted that no action was taken during executive session.

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

The meeting adjourned at approximately 11:10 a.m.

Approved and Attested



James C. Simpson, Jr.  
President



Jack Norris  
Secretary