

**MISSISSIPPI PORT AUTHORITY**  
**BOARD OF COMMISSIONERS**

**SPECIAL MEETING**

**July 31, 2019**

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Minutes of the Mississippi State Port Authority Board of Commissioners Meeting,  
Wednesday, July 31, 2019 at 2510 14<sup>th</sup> Street, Suite 1450, Gulfport, Mississippi at which  
the following Commissioners and staff were present:

Commissioners:     Jack Norris, Vice-President  
                          E.J. Roberts, Secretary  
                          Robert J. Knesal, Treasurer  
                          James C. Simpson, Jr., Commissioner

Staff:                 Jonathan Daniels, Executive Director/CEO  
                          Matthew Wypyski, Deputy Director/COO  
                          Kim Purchner, Executive Asst./HRO  
                          John Webb, Director of Engineering  
                          Mel Arsenault, Director of Workforce/Grant Development  
                          Nick Foto, Corporate Administrator

Ben Stone, Legal Counsel (via telephone)  
David Duhe, Legal Counsel

Others:               Michael Sheely, Jacobs

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Commissioner Norris noted the presence of a quorum and called the meeting to order at  
approximately 9:00 a.m.

There were no public comments.

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NEW BUSINESS:

Commissioner Roberts moved to approve Resolution No. 19-04 (attached) regarding the  
pursuit of and application for grant funds. Commissioner Knesal seconded and a roll call  
vote was taken:

Commissioner Roberts:     Affirmative  
Commissioner Knesal:     Affirmative  
Commissioner Norris:     Affirmative  
Commissioner Simpson     Affirmative  
Commissioner Rester     Absent

The motion was unanimously approved.

Commissioner Simpson moved to approve Resolution No. 19-05 (attached) regarding the  
allocation and expenditure of matching funds as required for the MS Gulf Coast  
Restoration Funds Grant Program. Commissioner Roberts seconded and a roll call vote  
was taken:

Commissioner Roberts:	Affirmative
Commissioner Knesal:	Affirmative
Commissioner Norris:	Affirmative
Commissioner Simpson	Affirmative
Commissioner Rester	Absent

The motion was unanimously approved.

Commissioner Simpson moved to close the meeting to determine the need for Executive Session to discuss negotiations on a lease matter (YILPORT). Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Simpson moved to enter Executive Session to discuss a real estate/lease matter (YILPORT). Commissioner Knesal seconded and the motion was unanimously approved.

(THE BOARD OF COMMISSIONERS ENTERED INTO EXECUTIVE SESSION AT APPROXIMATELY 9:10 A.M.)

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

Commissioner Norris stated that no action was taken in Executive Session.

Commissioner Roberts moved to adjourn.

The meeting adjourned at approximately 9:55 a.m.

Approved and Attested

  
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John Rester  
President

  
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E.J. Roberts  
Secretary

## RESOLUTION NO. 19-04

After proper notice, a quorum of the Board of Commissioners (“Board”) of the Mississippi State Port Authority at Gulfport (“MSPA”) took up for consideration the matter of authorizing the MSPA to pursue and apply for certain grant funds, including, without limitation, the Mississippi Gulf Coast Restoration Funds Grant Program (collectively, the “Grant Funds”), for the purpose of making certain improvements of facilities at the State Port. Commissioner Roberts moved for the adoption of the following resolution:

### **RESOLUTION OF THE BOARD OF THE MSPA AUTHORIZING THE MSPA TO PURSUE AND APPLY FOR GRANT FUNDS, INCLUDING, WITHOUT LIMITATION, MISSISSIPPI GULF COAST RESTORATION FUNDS, WHICH WILL BE USED FOR CERTAIN IMPROVEMENTS AT THE STATE PORT.**

**WHEREAS**, Section 59-5-37(1) of the Mississippi Code authorizes, among other things, the MSPA to make all contracts and purchases incidental to or necessary for the advancement, promotion and development of the State Port;

**WHEREAS**, in a manner consistent with the authority granted under Section 59-5-37(1) of the Mississippi Code, the MSPA is eligible to pursue and apply for certain grant funds that will be used for the advancement, development and improvement of facilities at the State Port;

**WHEREAS**, the MSPA has identified the use of grant funds for certain improvements at the State Port, including, without limitation, the conversion of existing Shed 53 into a cold storage and blast freezer facility, which would allow the MSPA to expand its existing operations and capacity for such cargo;

**WHEREAS**, these expanded operations will create additional sources of revenue for the State Port and the increased capacity for such operations will stimulate economic growth and development at the State Port and throughout the Mississippi Gulf Coast region;

**WHEREAS**, the Board of Commissioners of the MSPA hereby authorizes the MSPA to pursue and apply for certain grant funds that the MSPA is eligible to receive for the purpose of advancing, promoting and developing the State Port, including, without limitation, pursuing all those grant opportunities that support projects that will impact the competitiveness of State Port and have the potential to generate increased economic activity at the State Port and throughout the Mississippi Gulf Coast region;

**WHEREAS**, on September 5, 2018, Governor Phil Bryant signed Senate Bill 2002 into law, establishing the Gulf Coast Restoration Fund (the “GCRF”), which is codified at Section 57-119-1, *et seq.* of the Mississippi Code;

**WHEREAS**, under the GCRF, grant funds shall be used for programs and projects that have the potential to generate increased economic activity in the Gulf Coast region and applicants eligible for assistance under the GCRF include, without limitation, local units of government, nongovernmental organizations, institutions of higher learning, community

colleges, ports, airports, public-private partnerships, private for-profit entities, private nonprofit entities and local economic development entities;

**WHEREAS**, the Board of Commissioners hereby authorizes and directs the MSPA, by and through its Executive Director and/or his designee, to pursue and apply for certain Grant Funds that the MSPA is eligible to receive, including, without limitation, GCRF Funds, and to execute, complete and deliver all necessary documentation, applications and other instruments to the appropriate authority administering such grant(s), as may be required at any time and from time-to-time, based upon each Grant's requirements and to do and perform such other acts and deeds on behalf of the MSPA as may be deemed necessary or desirable at any time or from time-to-time in connection with the matters contemplated in this Resolution; and

**WHEREAS**, that, any and all actions heretofore or hereafter taken by the Executive Director and/or his designee in the name and on behalf of the MSPA in connection with or related to the matters set forth herein as contemplated by the foregoing Resolution be, and are hereby adopted, affirmed, approved and ratified in all respects as the act of the MSPA.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE MISSISSIPPI STATE PORT AUTHORITY AT GULFPORT, AS FOLLOWS:**

The Board of Commissioners hereby authorizes and directs the MSPA, by and through its Executive Director and/or his designee, to pursue and apply for certain Grant Funds that the MSPA is eligible to receive, including, without limitation, GCRF Funds, and to execute, complete and deliver all necessary documentation, applications and other instruments to the appropriate authority administering such grant(s), as may be required at any time and from time-to-time, based upon each Grant's requirements and to do and perform such other acts and deeds on behalf of the MSPA as may be deemed necessary or desirable at any time or from time-to-time in connection with the receipt of Grant Funds, which will be used for the advancement, promotion and development of the State Port, including, without limitation, projects that will impact the competitiveness of State Port and have the potential to generate increased economic activity at the State Port and throughout the Mississippi Gulf Coast region.

Commissioner Knesal seconded the motion to adopt the foregoing Resolution, and the vote thereupon was as follows:

	<u>Voted:</u>
Commissioner Knesal	<u>Aye</u>
Commissioner Simpson	<u>Aye</u>
Commissioner Rester	<u>Absent</u>
Commissioner Norris	<u>Aye</u>
Commissioner Roberts	<u>Aye</u>

The motion having received the foregoing vote of the Board of Commissioners, the President declared the motion carried and the Resolution adopted, on this the 31st day of July, 2019.



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**E.J. ROBERTS, SECRETARY**



**RESOLUTION NO. 19-05**

After proper notice, a quorum of the Board of Commissioners (“Board”) of the Mississippi State Port Authority at Gulfport (“MSPA”) took up for consideration the matter of authorizing the MSPA to allocate and expend 20% matching funds for the exclusive use of eligible projects being pursued and applied for by the MSPA under the Mississippi Gulf Coast Restoration Funds (“GCRF”) Grant Program for the purpose of making certain improvements to facilities at the State Port. Commissioner Simpson moved for the adoption of the following resolution:

**RESOLUTION OF THE BOARD OF THE MSPA AUTHORIZING THE MSPA TO ALLOCATE AND EXPEND 20% MATCHING FUNDS FOR THE EXCLUSIVE USE OF ELIGIBLE PROJECTS BEING PURSUED AND APPLIED FOR BY THE MSPA UNDER THE MISSISSIPPI GULF COAST RESTORATION FUNDS GRANT PROGRAM, WHICH WILL BE USED FOR CERTAIN IMPROVEMENTS AT THE STATE PORT.**

**WHEREAS**, Section 59-5-37(1) of the Mississippi Code authorizes, among other things, the MSPA to make all contracts and purchases incidental to or necessary for the advancement, promotion and development of the State Port;

**WHEREAS**, in a manner consistent with the authority granted under Section 59-5-37(1) of the Mississippi Code, the MSPA is eligible to pursue and apply for certain grant funds that will be used for the advancement, development and improvement of facilities at the State Port;

**WHEREAS**, the Board of Commissioners has authorized, by separate resolution, the MSPA to pursue and apply for GCRF Grant Funds for certain improvements at the State Port, including, without limitation, the conversion of existing Shed 53 into a cold storage and blast freezer facility (the “Shed 53 Conversion Project”), which would allow the MSPA to expand its existing operations and capacity for such cargo;

**WHEREAS**, the Shed 53 Conversion Project will create additional sources of revenue for the State Port and the increased capacity for such operations will stimulate economic growth and development at the State Port and throughout the Mississippi Gulf Coast region;

**WHEREAS**, the MSPA hereby accepts the preliminary cost estimate for the Shed 53 Conversion Project, dated July 25, 2019, prepared by Digital Engineering & Imaging, Inc. in the amount of \$17.2 million, which includes professional design and construction services, a copy of the estimate is attached hereto as Exhibit “A” and fully incorporated herein by this reference;

**WHEREAS**, in conjunction with the pursuit of such GCRF Grant Funds, the Board of Commissioners of the MSPA hereby authorizes the MSPA to allocate and expend 20% matching funds for the exclusive use of the Shed 53 Conversion Project based upon the preliminary cost estimate referenced hereinabove, which amount of said matching funds is currently estimated to be Three Million Four Hundred Forty and No/100 Dollars (\$3,440,000.00), which matching funds may be increased based upon the MSPA’s receipt of final design plans and total project costs;

**WHEREAS**, the source of the MSPA’s matching funds for the Shed 53 Conversion Project shall be from the MSPA’s operating account, which the entire balance of the matching funds have

been presently secured and shall remain as readily available funds exclusively earmarked for the Shed 53 Conversion Project in said account until such time as a final eligibility determination for such Project is made and in the event the MSPA is not awarded the GCRF Grant Funds, the matching funds shall be released from its exclusive earmark for the Shed 53 Conversion Project without further action by the Board of Commissioners;

**WHEREAS**, in accordance with Section 59-5-37(1) of the Mississippi Code and in the event the MSPA is awarded GCRF Grant Funds for the purposes stated herein, the Board of Commissioners hereby finds that the allocation and expenditure of 20% matching funds for the exclusive use of the Shed 53 Conversion Project is incidental to or necessary for the advancement, promotion and development of the State Port and creates additional sources of revenue for the State Port and increases the capacity for such operations that be designed to stimulate economic growth and development at the State Port and throughout the Mississippi Gulf Coast region;

**WHEREAS**, the Board of Commissioners hereby authorizes and directs the MSPA, by and through its Executive Director and/or his designee, to allocate and expend the 20% matching funds currently estimated to be in the amount of Three Million Four Hundred Forty and No/100 Dollars (\$3,440,000.00), which amount may be increased based upon the MSPA's receipt of final design plans and total project costs, for the exclusive use of the Shed 53 Conversion Project, and to execute, complete and deliver all necessary documentation, applications and other instruments to the appropriate authority administering such grant(s), as may be required at any time and from time-to-time, based upon the GCRF Grant requirements and to do and perform such other acts and deeds on behalf of the MSPA as may be deemed necessary or desirable at any time or from time-to-time in connection with the matters contemplated in this Resolution; and

**WHEREAS**, that, any and all actions heretofore or hereafter taken by the Executive Director and/or his designee in the name and on behalf of the MSPA in connection with or related to the matters set forth herein as contemplated by the foregoing Resolution be, and are hereby adopted, affirmed, approved and ratified in all respects as the act of the MSPA.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE MISSISSIPPI STATE PORT AUTHORITY AT GULFPORT, AS FOLLOWS:**

The Board of Commissioners hereby authorizes and directs the MSPA, by and through its Executive Director and/or his designee, to allocate and expend from the MSPA's operating account the 20% matching funds currently estimated to be in the amount of Three Million Four Hundred Forty and No/100 Dollars (\$3,440,000.00), which amount may be increased based upon the MSPA's receipt of final design plans and total project costs, for the exclusive use of the Shed 53 Conversion Project, and to execute, complete and deliver all necessary documentation, applications and other instruments to the appropriate authority administering such grant(s), as may be required at any time and from time-to-time, based upon the GCRF Grant requirements and to do and perform such other acts and deeds on behalf of the MSPA as may be deemed necessary or desirable at any time or from time-to-time in connection with the matters contemplated in this Resolution.

Commissioner Roberts seconded the motion to adopt the foregoing Resolution, and the vote thereupon was as follows:

	<u>Voted:</u>
Commissioner Knesal	<u>Aye</u>
Commissioner Simpson	<u>Aye</u>
Commissioner Rester	<u>Absent</u>
Commissioner Norris	<u>Aye</u>
Commissioner Roberts	<u>Aye</u>

The motion having received the foregoing vote of the Board of Commissioners, the President declared the motion carried and the Resolution adopted, on this the 31st day of July, 2019.

  
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E.J. ROBERTS, SECRETARY







Digital Engineering & Imaging, Inc.

314 Coleman Avenue Waveland, MS 39576  
ph: 228-463-0130 fx: 228-463-0160

July 25, 2019

Mr. John Webb  
Director of Engineering  
Mississippi State Port Authority  
2510 14<sup>th</sup> Street, Suite 1450  
Gulfport, MS 39501

Re: Mississippi Port Authority  
Port of Gulfport – Shed 53 Conversion to Cold Storage Facility  
Preliminary Cost Estimate  
18-EN-04  
DE Project No. 729-0007

Dear Mr. Webb

It is estimated that the entire project, including professional design and construction services, will cost approximately \$17.2 million. A summary of the costs is provided below:

Architectural/Structural	\$6,571,694.65
Mechanical	\$4,194,996.96
Electrical	\$2,029,603.90
Fire Suppression	\$1,186,394.63
Construction Subtotal	\$13,982,690.14
Construction Contingency (10%)	\$1,398,269.01
Construction Total	\$15,380,959.15
<u>Professional Services</u>	<u>\$1,817,749.72</u>
Project Total	\$17,198,708.87

Should you have questions or need additional information, please contact our office.

Sincerely,

L. Bruce Newton, P.E., M.B.A.  
Executive Vice President