

MISSISSIPPI PORT AUTHORITY

BOARD OF COMMISSIONERS

REGULAR MEETING

May 25, 2017

Minutes of the Mississippi State Port Authority Board of Commissioners Meeting,
Thursday, May 25, 2017 at 2510 14th Street, Suite 1450, Gulfport, Mississippi at which
the following Commissioners and staff were present:

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

Staff: Jonathan Daniels, Executive Director/CEO
Matthew Wypyski, Chief Operating Officer
John Webb, Director of Engineering
Carlos Bell, Director of Public Engagement
Mel Arsenaault, Director of External Affairs
Dale Waltman, Director of Operations
Nick Foto, Deputy Program Manager
DeeDee Wood, CFO
Shawn Meyer, Deputy Operations Manager
Kim Aguillard, Marketing & Media Manager

Ben Stone, Legal Counsel
David Duhe, Legal Counsel

Others: Philip Carter, MDA
Richie Ashley, Neel-Schaffer
Robert Boone, RLB, LLC
Brian Smith, Watkins & Eager
Howard Page, Steps Coalition
Maurice Manuel, YAJV
Damon Torricelli, Neel Schaffer, Inc.
Pastor Chris O'Brian, Seaman's International
John Sneed, Stewart Sneed Hewes
Bruce Newton, Digital Engineering
Todd Bradford, YAJV
Ken "Truck" Casey, City of Gulfport
Duane Wilson, Chemours
Michael W. Mangum, Waggoner Engineering
Cindy Lamb, Pickering
Michael Sheely, CH2MHill
Frank Magee, MS Power
Bob Burns, CH2MHill
Greg Schruff, SSA Marine
Gary Fredericks, Gulfport NAACP
Alex Kajdan, LAN
Ty Thomas, LAN
Kym Davis, YAJV

Dax Alexander, BMA, Inc.
 Michael Costelli, Simpkins & Costelli
 Colin Macpherson, Gulfport Towing
 Mark Lishen, Ely Guild Hardy
 Steve Twedt, Neel Schaffer
 Don Lancaster, Neel Schaffer
 Maddie Costelli, Simpkins & Costelli
 David Bowman, Neel Schaffer
 Michael Letort, Machado-Patano
 Marcia Crawford, HCDC

Commissioner Knesal 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 Knesal.

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

PUBLIC COMMENTS:

Howard Page, Steps Coalition announced they would be holding a public meeting on June 22nd regarding the Northport property. He also had questions for MDA regarding the action plan.

Commissioner Rester moved to amend the agenda to include the award of a Professional Service Agreement for Legal Services. Commissioner Simpson seconded and the Motion was unanimously approved.

Commissioner Rester moved to approve the April 27th and May 8th Minutes. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Rester moved to approve travel (June 11-15/Arsenault/Wypyski to Portland, OR). Commissioner Simpson seconded and the motion was unanimously approved.

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

DISBURSEMENTS THROUGH MAY 16, 2017
 BILLS FOR THE MONTHS OF APRIL AND MAY 2017 APPROVED AND PAID
 FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

52108	American Assoc. of Port Auth.	Communications Awards Competition	375.00
52109	Kim Aguiard	Reimburse for PRAM Membership	226.00
52110	AirGas Gulf States	Oxygen Cylinder Rentals	96.25
52111	Anytime Portables, LLC	April Portable Restroom Services	340.00
52112	B.E.A.R.	Part to Repair STS Crane #3	127.53
52113	AT&T	Telephone Services	1,886.63
52114	Blue Skies Gallery	Frame Prints of the Port	481.89
52115	Card Services	Travel Expenses	2,389.92
52116	Card Services	Travel Expenses	2,086.51
52117	Card Services	Tents & Supplies for Business Development	763.60
52118	Chancellor, Inc.	Electrical Supplies for Set Out Yard	2,007.34
52119	City of Gulfport	Water	13,606.96
52120	Sun Coast Business Supply	Toner Cartridges	460.51
52121	Cornett Bolt & Screw	Maintenance Supplies	152.20
52122	C Spire Wireless	Radio/Cell Phone Services	1,518.29
52123	Eagle Energy, Inc.	Diesel	708.40
52124	E Fire	Inspect Fire Extinguishers	534.00
52125	Fastenal Company	Replacement Belts for STS Cranes	301.80

52126	Federal Express Corp.	Express Mail Services	154.84
52127	Fuelman	Fuel for MSPA Vehicles	92.07
52128	Grainger, Inc.	Small Tools, Maint. and Grounds Supplies	3,492.61
52129	Chuck Graham	Reimburse for Office Supplies	49.39
52130	Gulf Coast Business Supply, Inc.	Toner Cartridges	658.60
52131	Hancock Bank	Badges for MDA	20.00
52132	Logista	Computer Services and Equipment	5,564.75
52133	Newell Paper Co.	Copy Paper	753.00
52134	Louis Smith Construction	Materials & Labor to Repair MHC Spreaders	150.00
52135	Lowe's Home Center, Inc.	Replacement Thermostats for Ops. Building	193.80
52136	Maritime Defense Strategy, LLC	Security Training	3,650.00
52137	Maximum Auto Parts	Automotive and Maintenance Supplies	743.62
52138	Mayer Electric Supply Co., Inc.	Electrical Supplies for High Mast Lights	1,079.30
52139	MS Dept. of Human Services	Employee Deductions	156.00
52140	MS Power Company	Electricity	69,623.34
52141	MS Pub. Employees Credit Union	Employee Deductions	320.00
52142	National Crane Services, Inc.	Inspection Svcs. Gottwald Cranes/Spreaders	11,940.00
52143	NAVEX Global, Inc.	Reportline Annual Service Fee	735.00
52144	Pass Road Mini Storage, LLC	Rental on Storage Unit	150.00
52145	Ports America, Inc.	Crane Services/Draying Dole Containers	49,862.80
52146	Performance Tire & Wheel, Inc.	Tires, Mount & Dismount, Service Call Unit 18	940.72
52147	Kim Purchner	Reimburse for Mileage	14.45
52148	Raycom TV Broadcasting, Inc.	Advertising	340.00
52149	RJ Young Company, Inc.	Copier Overages	193.42
52150	Rockwood Audio Visual, LLC	Audio/Visual Equip. Rental for State of the Port	1,500.00
52151	Rose Office Systems, Inc.	Construction Trailer Rentals	3,031.00
52152	Southern Printing & Silkscreen	Employee Shirts	2,219.25
52153	Southern Pipe and Supply, Inc.	Plumbing Supplies	674.68
52154	Stewart Sneed Hewes, Inc.	Insurance	132.99
52155	Swetman Security Services, Inc.	Security Guard Services	51,169.23
52156	Terex Global GmbH	Repair of Gottwald Crane #94	16,151.37
52157	Waste Management	Waste Removal Services	287.40
52158	Weaver Electric	Installation and Mounting of TV's	980.00

CHECKS DATED 5/3/17 AND RELEASED PRIOR TO SCHEDULED CHECK RUN

52095	Hancock Bank	14th Floor Renovation	233,999.59
52096	Great Southern Club	Monthly Dues and Business Expenses	168.44
52097	MS Dept. of Human Services	Employee Deductions	156.00
52098	MS Pub. Employees Credit Union	Employee Deductions	320.00
52099	MS State Tax Commission	Employee Deductions	7,050.00
52100	Pass Road Mini Storage, LLC	Rental on Storage Unit	145.00
52101	Seal Electrical, Inc.	Electrical Services	4,097.50
52102	Norma Jean Soroe	Transcription Fees	519.48
52103	United Way of South MS, Inc.	Employee Deductions	221.00
52104	Matthew Wypyski	Business Expense	37.94

CHECKS DATED 5/12/17 AND RELEASED PRIOR TO SCHEDULED CHECK RUN

52105	Jonathan Daniels	Travel Expenses	59.92
52106	Harrison County	Repair and Asphalt Resurfacing of Canal Rd.	250,000.00
52107	Tony's Brick Oven Pizzeria	Community Outreach - Gaston Point Elem.	139.50

TRANSFERS

04/28/17	Deferred Compensation	Employee Deductions	1,445.00
04/28/17	Federal Tax Deposit	Payroll Tax Deposit	26,536.40
05/05/17	Public Employment Retirement	Retirement Match and Withheld	49,073.00
05/11/17	Deferred Compensation	Employee Deductions	1,445.00
05/12/17	Federal Tax Deposit	Payroll Tax Deposit	26,631.24
05/15/17	Department of Revenue	April Sales Tax	7,724.82

\$ 864,856.29

FINAL CHECKLIST FOR MAY 25, 2017
 BILLS FOR THE MONTHS OF MAY AND JUNE 2017 APPROVED AND PAID
 FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

CHK#	VENDOR	DESCRIPTION	CHK AMT
52161	Kentwood Springs	Drinking Water	163.18
52162	AFLAC	Employee Deductions	1,282.84
52163	BGBCC	Sponsorship for Multicultural Festival	500.00
52165	Cable One, Inc.	Cable Services	105.80
52166	Cornett Bolt & Screw	Parts for Repair of Spreaders	121.43
52167	State School Insurance Fund	Employee Deductions	13,641.22
52169	Fuelman	Fuel for MSPA Vehicles	371.17
52170	Grainger, Inc.	Fire Extinguishers	1,911.84
52171	Guardian	Employee Dental Deductions	1,298.62
52172	Hancock Bank	June Lease for 14th Floor	23,168.31
52173	Robert J. Knesal	Per Diem	40.00
52174	Lowe's Home Center, Inc.	Materials to Repair Restrooms	46.03
52175	Maximum Auto Parts	Maintenance Supplies	92.45
52176	MSPA Petty Cash Fund	Replenish Petty Cash	60.47
52177	NAACP Gulfport	Sponsorship for 2017 Programs and Events	2,500.00
52178	United Rentals	Light Towers for Crowley Yard	634.00
52179	Jack Norris	Per Diem	240.00
52180	Ports America, Inc.	Draying Dole Containers	10,226.86
52181	Legal Shield	Employee Deductions	30.91
52182	RJ Young Company, Inc.	Copier Maintenance Agreements	98.48
52183	Eluse J. Roberts	Per Diem	40.00
52184	James C. Simpson, Jr.	Per Diem	160.00
52185	Southern Printing & Silkscreen	Promotional Items	1,184.00
52186	Southern Admin. and Benefits	Monthly Service Fee	200.00
52187	The Sun Herald	Advertising	205.10
52188	Vision Service Plan	Employee Deductions	187.95
52190	DeeDee Wood	Continuing Education for CPA License	94.00
CHECKS DATED 5/17/17 AND RELEASED PRIOR TO THE MEETING			
52159	Jonathan Daniels	Travel Expenses	419.06
52160	Matthew Wypyski	Business Expense	78.13
Total			\$ 59,101.85

Commissioner Rester moved to approve the following progress payments: Balch & Bingham (\$75,523.01); BMA (\$48,625.29); Doleac Electric (\$74,880.64); Walters Marine & Diving (\$244,860.60); and YAJV (\$113,119.78). Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Cash Request #166 – Anchor QEA (\$235,762.20); Atkins (\$13,957.86); Atwell & Gent (\$66,919.76); CDM (\$11,174.53); CH2MHill (\$282,242.88); Dan Hensarling (\$523,612.65); J.O. Collins (\$280,178.76); MSPA (\$81,108.99); Necaise Brothers (\$920,652.91); Neel Schaffer (\$154,866.99); QES (\$17,327.99); RFB, LLC (\$3,442.50); Volkert, Inc. (\$5,182.58) and Wharton Smith (\$403,287.92) for a sub-total of \$2,999,718.52. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Knesal left the meeting for the following action item:

Commissioner Roberts moved to approve a payment of \$26,853.00 (under RFC #166) to Eley, Guild, Hardy Architects. RFC #166 had a total of \$3,026,571.52. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Knesal returned to the meeting.

OLD BUSINESS:

Commissioner Rester moved to ratify the Space Assignment between the MSPA, MDA and McDermott, Inc. that was entered into on April 1, 2017, pursuant to Commission authorization on March 23, 2017. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Rester moved to approve a Notice of Completion with G.A. West & Co. under Contract No. 15-EN-03 for the DuPont/Chemours Conveyor Package. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve a Notice of Completion with W.C. Fore Trucking Co. under Contract No. 15-EN-04 for the DuPont/Chemours Civil Package. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment No. 3 to Task Order No. 12 with QES, Inc. under Contract No. 010-HUD-003. Amendment No. 3 decreases costs by \$8,077.45 and closes out the construction materials testing for the water storage tank. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Amendment No. 5 to Task Order No. 33 with Neel Schaffer under Contract No. 010-HUD-001. Amendment No. 5 decreases costs by \$61,823.34 and closes out the Construction Services for Terminal 3 M&R Facility Project. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment No. 2 to Task Order No. 40 with Neel Schaffer under Contract No. 010-HUD-001. Amendment No. 2 decreases costs by \$1,417.00 and closes out the Construction Services for the Truck Scale Project. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment No. 5 to Task Order No. 13 with YAJV under Contract No. 010-HUD-006. Amendment No. 5 adds 212 days. The revised expiration date is 4/15/2017 and the Amendment is retroactive to 9/15/2016. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment No. 7 under Contract No. 010-HUD-006 with YAJV. Amendment No. 7 increases costs by \$390,246.50 with no change in schedule. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Change Order No. 1 with Necaise Brothers, Inc. under Contract No. 017-HUD-038. Change Order No. 1 adds \$16,331.27 with no change in schedule. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Change Order No. 6 with Necaise Brothers, Inc. under Contract No. 016-HUD-033. Change Order No. 6 adds \$137,873.84 with no change in schedule. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Change Order No. 7 with Necaise Brothers, Inc. under Contract No. 016-HUD-033. Change Order No. 7 adds \$752,438.92 with no change in schedule. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Norris left the meeting for the following action item:

Commissioner Simpson moved to award a three year Professional Service Agreement for Engineering Services to Digital Engineering. Commissioner Roberts seconded and the motion was approved with the Commissioners voting as follows:

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

Commissioner Norris returned to the meeting.

Commissioner Simpson moved to award a one year, with 2-one year options to renew after review, Professional Service Agreement for Audit Services (as a best business practice) to Alexander, Van Loon, Levans and Favre. Commissioner Rester seconded and the motion was approved with the Commissioners voting as follows:

Commissioner Simpson	Affirmative
Commissioner Rester	Affirmative
Commissioner Norris	Affirmative
Commissioner Roberts	Abstained

Commissioner Simpson moved to award a Professional Service Agreement for Legal Services to Balch & Bingham. Commissioner Rester seconded and the motion was unanimously approved. The agreement is for one year with two (2) one-year extensions. Commissioner Rester seconded and the motion was unanimously approved.

NEW BUSINESS:

Commissioner Norris moved to authorize the advertisement and solicitation of bids for the Chemours Enhancement Project. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Task Order No. 50 with Neel Schaffer, Inc. under Contract No. 010-HUD-001. Task Order No. 50 has duration of 210 days and a not to exceed amount of \$54,386.00. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Simpson moved to table Task Order No. 15 with Volkert, Inc. under Contract No. 010-HUD-007. Commissioner Roberts seconded and the motion was unanimously approved.

PORT RESTORATION UPDATE:

The Marine Research Facility Project is progressing nicely. We should see the first floor development happening very soon.

Terminal 2 M&R with Dan Hensarling is also progressing very well. Drywall is going up on the inside.

J.O. Collins has completed the slab on Terminal 1 and the grade beams are poured at the gate.

Necaise Construction, Phase 2 sees more of the same – material is being brought in and work continues at a good pace.

The electrical advertisement for Terminal 1 should be in the newspaper on 5/31/17 with an anticipated bid opening on June 29th.

Landscaping pre-construction meeting is scheduled for June 1 with a Notice to Proceed issued on June 5th. We should see the contractor on site very quickly.

OPERATIONS REPORT:

Matthew Wypyski, Chief Operating Officer, reported on the maritime activity for April:

Vessels	25		Vehicles	20,253
Tugs	9		Railcar Count	849
Barges	26		TEU's	15,028
			Tonnage (short tons)	192,232

The old ore buildings are very close to being completely demolished.

A port tour will take place on June 8th from 4:00 – 6:00 p.m.

Hurricane season begins June 1 and the annual MSPA Hurricane Preparedness meeting is scheduled for June 2nd from 11:00 – 1:00 p.m.

EXECUTIVE DIRECTOR'S COMMENTS:

We continue to work with our delegation regarding our Environmental Impact Statement which will allow us to develop an additional 200 acres. The Army Corps of Engineers are moving along very well but we have been waiting on a Biological Opinion letter from the National Marine Fisheries. Once we have that, the EIS will go back to the USACE and then on to the EPA for concurrence and for public comment and we hope to have approval around July of next year. It's about a 5 year process.

We did receive the permit for the barge mooring area and will begin that work fairly soon.

Island View has broken ground on their \$75million expansion. This is a wonderful private investment and this additional square footage will make them the largest gaming facility on the Gulf Coast. We applaud their efforts.

Mergers continue with our carriers – Hapag Lloyd just signed with United Arab, making them the 5th largest carrier in the world.

Congratulations to Carlos Bell for being named in the Mississippi Top 50 Leaders under 40 by the Mississippi Business Journal.

Director Daniels will travel to Ft. Lauderdale next week to speak at the Green Marine Conference as to how port development can help with the environment.

A letter of thanks was received yesterday from Gaston Point Elementary with regard to the Boost/Quest Program. Approximately 1/3 of our staff mentors and reads to these children and we are very proud of that.

GENERAL COUNSEL'S COMMENTS:

Ben Stone thanked the Commission for engaging Balch & Bingham for another term – it's an honor for Balch & Bingham to work with the Port Commissioners and staff.

MDA'S COMMENTS:

Philip Carter had no comments.

COMMISSIONER COMMENTS:

Commissioner Norris commented on the great event yesterday with Island View and how they are such a great community partner. Their construction puts the area's total private investment over \$200 million and brings more than 200 jobs. This is a wonderful thing for the city, the county and the state.

Commissioner Simpson thanked Director Daniels for his Green Marine presentation.

Commissioner Roberts thanked Balch & Bingham for the work they do for the Port.

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

Commissioner Rester moved to enter Executive Session to discuss a legal matter (potential litigation with SIC) and a personnel matter. Commissioner Roberts seconded and the motion was unanimously approved.

(THE BOARD OF COMMISSIONERS ENTERED INTO EXECUTIVE SESSION AT APPROXIMATELY 9:15 A.M.)

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


Commissioner Knesal stated that no action took place during Executive Session.

Commissioner Roberts moved to amend the contract of Jonathan Daniels, Executive Director, adding five years and increasing his annual salary to \$310,000.00, effective May 1, 2017. Commissioner Norris seconded and the motion was unanimously approved.


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

The meeting adjourned at approximately 11:30 a.m.

Approved and Attested



Robert J. Knesal
President



John Rester
Secretary