

# MISSISSIPPI PORT AUTHORITY

## BOARD OF COMMISSIONERS

### SPECIAL MEETING

**September 6, 2019**

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Minutes of the Mississippi State Port Authority Board of Commissioners Meeting, Friday, September 6, 2019 at 2510 14<sup>th</sup> Street, Suite 1450, Gulfport, Mississippi at which the following Commissioners and staff were present:

Commissioners:     John Rester, President  
                          Jack Norris, Vice-President  
                          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  
                          Carlos Bell, Public Engagement Director  
                          Shawn Meyer, Director of Operations

David Duhe, Legal Counsel  
Brant Pettis, Legal Counsel

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Commissioner Rester 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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#### OLD BUSINESS:

Commissioner Knesal moved to authorize the sale of Mobile Harbor Crane #94 to the highest bidder for \$750,000.00 to Zona Franca Multimodal Caucedo. GOVDEALS, a Liquidity Services Marketplace, was used for the sale of the crane. Commissioner Knesal seconded and the motion was unanimously approved.

#### NEW BUSINESS:

Commissioner Simpson moved to approve Resolution No. 19-06 (attached) regarding the pursuit of and application for grant funds through the MARAD Port Infrastructure Development Program. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Resolution No. 19-07 (attached) regarding the allocation and expenditure of matching funds (20%) as required for the MARAD Port Infrastructure Development Program. Commissioner Norris seconded and the motion was unanimously approved.

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Commissioner Knesal moved to close the meeting to determine the need for Executive Session to discuss legal matters (SIC litigation) and real estate matters (potential property). Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Simpson moved to enter Executive Session to discuss to discuss a legal matter (SIC litigation) and real estate matters (potential property). Commissioner Norris seconded and the motion was unanimously approved.

(THE BOARD OF COMMISSIONERS ENTERED INTO EXECUTIVE SESSION AT APPROXIMATELY 9:20 A.M.)

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

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

Commissioner Simpson moved to adjourn.

The meeting adjourned at approximately 10:20 a.m.

Approved and Attested

  
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John Rester  
President

  
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E.J. Roberts  
Secretary

## RESOLUTION NO. 19-06

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 Port Infrastructure Development Program, as established under 46 U.S.C. 50302 and authorized by the FY 2019 Appropriations Act (collectively, the “Grant Funds”), for the purpose of making certain improvements in port infrastructure and facilities at the State Port at Gulfport. Commissioner Simpson 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, PORT INFRASTRUCTURE DEVELOPMENT PROGRAM FUNDS, WHICH WILL BE USED FOR CERTAIN IMPROVEMENTS AT THE STATE PORT AT GULFPORT.**

**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 at Gulfport;

**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 at Gulfport;

**WHEREAS**, the MSPA has identified the use of certain Grant Funds for certain improvements at the State Port at Gulfport, including the project designated as “*The Port of Gulfport Access Project*” (the “Project”), which would provide essential improvements to the roadway infrastructure in and around the Port of Gulfport thereby improving the safety, efficiency and reliability of the movement of goods into, out of, around or within the State Port at Gulfport;

**WHEREAS**, the State Port at Gulfport is centrally located port along the Gulf of Mexico and offers strategic advantages for the transportation of freight, consumer goods, chemicals, agricultural products, petroleum and military equipment;

**WHEREAS**, funding for the Project would be used to achieve operational efficiencies for the transportation of cargo across U.S. Highway 90, which runs parallel to the coastline and carries significantly high volumes of traffic, by creating an elevated two lane steel bridge going from the State Port at Gulfport over the Highway 90 intersection to an access point 800 feet north on 30<sup>th</sup> Avenue and would also include nearby street improvements based on a central “Superstreet” concept aimed at achieving better traffic access management;

**WHEREAS**, these investments in infrastructure will expand operations, create operational efficiencies, improve safety and provide for additional sources of revenue for the State Port at Gulfport and the increased capacity for such operations will stimulate economic growth and development at the State Port at Gulfport 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 at Gulfport, including, without limitation, pursuing all those grant opportunities that support projects that will impact the competitiveness of State Port at Gulfport and have the potential to generate increased economic activity at the State Port at Gulfport and throughout the Mississippi Gulf Coast region;

**WHEREAS**, under the Port Infrastructure Development Program, grant funds shall be used for programs and projects, like the Project, that will improve the safety, efficiency or reliability of the movement of goods into, out of, around or within a coastal seaport as well as the unloading and loading of cargo at a coastal seaport;

**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, Port Infrastructure Development Program Grant 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 Port Infrastructure Development Program Grant Funds that the MSPA is eligible to receive, 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 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 at Gulfport, including, without limitation, projects that will impact the competitiveness of State Port at Gulfport and have the potential to generate increased economic activity at the State Port at Gulfport and throughout the Mississippi Gulf Coast region as well as improve the safety, efficiency or reliability of the movement of goods into, out of, around or within the State Port at Gulfport.

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

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Voted:

Commissioner Knesal

Aye

Commissioner Simpson

Aye

Commissioner Rester

Aye

Commissioner Norris

Aye

Commissioner Roberts

Absent

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 6<sup>th</sup> day of September, 2019.

  
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**JOHN RESTER, PRESIDENT**



## RESOLUTION NO. 19-07

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 Port Infrastructure Development Program, as established under 46 U.S.C. 50302 and authorized by the FY 2019 Appropriations Act (the “Grant Program”) for the purpose of making certain improvements to facilities at the State Port at Gulfport. 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 PORT INFRASTRUCTURE DEVELOPMENT PROGRAM, WHICH WILL BE USED FOR CERTAIN IMPROVEMENTS AT THE STATE PORT AT GULFPORT.**

**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 at Gulfport;

**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 at Gulfport;

**WHEREAS**, the Board of Commissioners has authorized, by separate resolution, the MSPA to pursue and apply for Port Infrastructure Development Program Grant Funds for certain improvements at the State Port at Gulfport, including the project designated as “*The Port of Gulfport Access Project*” (the “Project”), which would provide essential improvements to the roadway infrastructure in and around the Port of Gulfport thereby improving the safety, efficiency and reliability of the movement of goods into, out of, around or within the State Port at Gulfport;

**WHEREAS**, funding for the Project would be used to achieve operational efficiencies for the transportation of cargo across U.S. Highway 90, which runs parallel to the coastline and carries significantly high volumes of traffic, by creating an elevated two lane steel bridge going from the State Port at Gulfport over the Highway 90 intersection to an access point 800 feet north on 30<sup>th</sup> Avenue and would also include nearby street improvements based on a central “Superstreet” concept aimed at achieving better traffic access management;

**WHEREAS**, in conjunction with the pursuit of such Port Infrastructure Development Program 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 Project;

**WHEREAS**, the source of the MSPA’s matching funds for the Project shall be from the MSPA’s operating account, from which the entire balance of the matching funds have been presently secured and shall remain as readily available funds exclusively earmarked for the 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 Port Infrastructure Development Program Grant Funds, the matching funds shall be released from their exclusive earmark for the Project without further action by the Board of Commissioners;

**WHEREAS**, in the event the MSPA is awarded Port Infrastructure Development Program 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 Project is incidental to or necessary for the advancement, promotion and development of the State Port at Gulfport and creates additional sources of revenue for the State Port at Gulfport and increases the capacity for such operations that are designed to stimulate economic growth and development at the State Port at Gulfport 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, 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 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 Port Infrastructure Development Program 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, all for the exclusive use of the 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 Port Infrastructure Development Program 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 Norris seconded the motion to adopt the foregoing Resolution, and the vote thereupon was as follows:

Commissioner Knesal

Voted:

Aye

Commissioner Simpson

Aye

Commissioner Rester

Aye

Commissioner Norris

Aye

Commissioner Roberts

Absent

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 6<sup>th</sup> day of September, 2019.

  
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JOHN RESTER, PRESIDENT

