

MISSISSIPPI PORT AUTHORITY

BOARD OF COMMISSIONERS

REGULAR MEETING

February 23, 2017

Minutes of the Mississippi State Port Authority Board of Commissioners Meeting,
Thursday, February 23, 2017 at 2510 14th Street, Suite 1500, Gulfport, Mississippi at
which the following Commissioners and staff were present:

Commissioners: Robert J. Knesal, 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
Kim Purchner, Executive Asst./HRO
DeeDee Wood, Chief Financial Officer
Carlos Bell, Director of Public Engagement
Mel Arsenault, Director of External Affairs
Dale Waltman, Director of Operations
Nick Foto, Deputy Program Manager
Chuck Graham, Crane Manager

Brant Pettis, Legal Counsel
David Duhe, Legal Counsel
Kelly Walker, Legal Counsel

Others: Duane Wilson, Chemours
Philip Carter, MDA
Randall Love, T.L. Wallace
Richie Ashley, Neel-Schaffer
Robert Boone, RLB, LLC
Michael Sheely, CH2MHill
Brian Smith, Watkins & Eager
Howard Page, Steps Coalition
Cindy Lamb, Pickering
Maurice Manuel, YAJV
Tom Wells, Waldemar S. Nelson & Co.
Damon Torricelli, Neel Schaffer, Inc.
Greg Schruff, SSA Marine
Glenn Cobb, Pathways to the Port
Mark Schloegel, SSH
Kym Davis, YAJV
Gary Fredericks, NAACP
Pastor Chris O'Brian, Seaman's International
Mark Lishen, EGH
John Harral, Maritime Foundation
Charlotte Miller, Hilton
Brian Deschamp, Eustis Engineering
Chris Williams, BMA Engineering

Stanley Fournier, MS State Pilots
 John Sneed, Stewart Sneed Hewes
 Chris Fisher, NAACP
 Bob Wren, MS State Pilots

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:

Glenn Cobb spoke of his excitement regarding the fencing plans for the perimeter of the port. He also expressed disappointment regarding a paid forum for the Chamber's State of the Port function and questioned the timing of the possible return of freezers to the port.

John Harral, representing the MS Sound Historical Foundation reported on the Main Street Association Schooner Project.

Commissioner Roberts moved to approve the January 26th and February 7th Minutes. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Rester moved to approve travel (February 8-9/Daniels to Jackson and Wiggins, MS; February 14-15/Daniels and Norris to Washington, DC; February 15-17/Daniels to New Orleans, LA and Jackson, MS; March 6-9/Wypyski to Oakland, CA; March 24-28//Daniels to Dubai & Amman; April 1-6/Daniels, Wypyski and BOC to Washington, DC). Commissioner Roberts 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 FEBRUARY 9, 2017
 BILLS FOR THE MONTHS OF JANUARY AND FEBRUARY 2017 APPROVED AND PAID
 FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

CHK #	VENDOR	DESCRIPTION	CHK AMT
51799	Alimak Hek, Inc.	Repair Parts for STS Cranes	767.29
51800	Barefield Workplace Solutions, Inc.	Office Supplies	440.27
51801	AT&T	Telephone Services	1,825.52
51802	Card Services	Travel Expenses	1,851.92
51803	Card Services	Travel Expenses & Conference Reg. Fees	5,855.57
51804	City of Gulfport	Water	14,778.46
51805	Sun Coast Business Supply	Office Supplies	707.03
51806	Jonathan Daniels	Travel Expenses	215.12
51807	DSLbyAir, LLC	Computer Services	85.00
51808	Gulf Eagle Supply	Maintenance Supplies	75.36
51809	Emerald TC, LLC	Computer Services	555.00
51810	ESL Power Systems, Inc.	Power Cord Adapters for Chiquita	21,173.63
51811	Federal Express Corp.	Express Mail Services	81.19
51812	Fuelman	Fuel for MSPA Vehicles	408.41
51813	Grainger, Inc.	Maintenance Supplies	100.31
51814	Great Southern Club	Monthly Dues and Business Expenses	125.48

51815	Logista	Computer Services	3,750.00
51816	Kalmar USA, Inc.	Replacement Parts for Spreader	738.00
51817	Lowe's Home Center, Inc.	Maint., Janitorial and Plumbing Supplies	999.21
51818	Lynn Meadows Discovery Center	Boogie Night Sponsorship	1,000.00
51819	Maritime Defense Strategy, LLC	Security Consulting Services	3,650.00
51820	Maximum Auto Parts	Supplies for Crane Maintenance	187.08
51821	Mayer Electric Supply Co., Inc.	Electrical Supplies for Crowley Move	1,404.23
51822	Shawn Meyer	Travel Expenses	573.96
51823	MS Dept. of Human Services	Employee Deductions	156.00
51824	MS Power Company	Electricity	90,045.09
51825	MS Pub. Employees Credit Union	Employee Deductions	320.00
51826	MSPA Petty Cash Fund	Replenish Petty Cash	98.15
51827	National Waterways Conf., Inc.	Membership Dues	1,425.00
51828	Ports America, Inc.	Draying Dole Containers	5,603.15
51829	Redd Pest Solutions	Pest Control Services	90.00
51830	Rose Office Systems, Inc.	Construction Trailer Rentals	3,031.00
51831	Sage Software, Inc.	Software Renewal	5,743.33
51832	Seal Electrical, Inc.	Electrical Services	4,782.07
51833	Southern Printing & Silkscreen	Brochures for State of the Port	324.00
51834	Southern Admin. and Benefits	Monthly Service Fees	400.00
51835	Stuart C. Irby Co.	Electrical Supplies	698.97
51836	The Sun Herald	Advertising for State of the Port	2,280.00
51837	Swetman Security Services, Inc.	Security Guard Services	23,435.06
51838	WalMart Community	Supplies for Outreach Events	67.56
51839	Dale Waltman	Travel Expenses	707.40
51840	Waste Management	Waste Removal Services	195.00
51841	WXXV TV	January Web Camera Lease	600.00
51842	Matthew Wypyski	Travel Expenses	1,154.20
CHECK DATED 1/27/17 AND RELEASED PRIOR TO SCHEDULED CHECK RUN			
51795	Pass Road Mini Storage, LLC	Rental on Storage Unit	165.00
CHECKS DATED 1/31/17 AND RELEASED PRIOR TO SCHEDULED CHECK RUN			
51796	Jonathan Daniels	Travel Expenses	81.69
51797	Office Furniture Sloutions, Inc.	Office Furniture	33,619.39
51798	Matthew Wypyski	Business Expense	78.27
TRANSFERS			
2/3/17	Deferred Compensation	Employee Deductions	1,270.00
2/3/17	Federal Tax Deposit	Payroll Tax Deposit	25,846.81
2/7/17	Public Employment Retirement	Retirement Match and Withheld	51,589.00
Total			\$ 315,154.18

FINAL CHECKLIST FOR FEBRUARY 23, 2017

BILLS FOR THE MONTHS OF FEBRUARY AND MARCH 2017 APPROVED AND PAID
FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

CHK#	VENDOR	DESCRIPTION	CHK AMT
51847	Kentwood Springs	Drinking Water	233.66
51848	AFLAC	Employee Deductions	1,282.84
51849	AirGas Gulf States	Oxygen Cylinder Rental	39.97
51850	Associated Food Equipment	Coffee Brewer and Decanters	524.65
51851	BH Specialized Hauling, LLC	Freight on Cylinder MHC 94 for Rebuild	400.00
51852	Biloxi Tent & Awning Co., Inc.	Repair Large U.S. Flag	90.00
51854	Butch Oustalet Ford, Inc.	Parts and Labor to Repair Vehicle #24	566.07
51855	Sun Coast Business Supply	Office Supplies	177.62

51856	C Spire Wireless	Radio/Cell Phone Services	977.13
51857	Jonathan Daniels	Travel Expenses	416.81
51858	State School Insurance Fund	Employee Deductions	13,862.72
51860	Eagle Energy, Inc.	Diesel	684.88
51861	Fastenal Company	Rebuild Kit for Shed 50 Fire System	2,175.00
51862	Federal Express Corp.	Express Mail Services	163.08
51863	Fuelman	Fuel for MSPA Vehicles	327.52
51864	Gleem Paint Center	Traffic Zone Marking Paint	179.90
51865	Grainger, Inc.	Safety Vests and Glasses	459.24
51866	Green Marine Mngmt. Corp.	2017 Membership Fees	5,519.00
51867	Guardian	Employee Dental Deductions	1,264.97
51868	Hancock Bank	March Lease for Suites 880 and 1450	19,705.53
51869	Hydradyne, LLC	Parts/Labor to Repair MHC 94 Boom Cyl.	35,438.00
51870	Logista	Computer Services	250.00
51871	Robert J. Knesal	Per Diem	120.00
51872	Maximum Auto Parts	Maintenance Supplies	1,074.33
51873	Memorial Hospital Foundation, Inc.	Sponsorship for Guardian Angel Gala	1,250.00
51874	MS Dept. of Human Services	Employee Deductions	156.00
51875	MS Gulf Coast Chamber of Comm.	Admissions to State of The Port Breakfast	80.00
51876	MS Pub. Employees Credit Union	Employee Deductions	320.00
51877	MS State Tax Commission	Employee Deductions	6,985.00
51878	Jack Norris	Per Diem and Travel Expenses	472.13
51879	Pass Road Mini Storage, LLC	Rental on Storage Unit	145.00
51880	Ports America, Inc.	Draying Dole Containers	5,592.33
51881	Legal Shield	Employee Deductions	30.91
51883	RJ Young Company, Inc.	Copier Maintenance Agreements	1,595.29
51884	Eluse J. Roberts	Per Diem	80.00
51885	Rotary Club of Gulfport	Dues & Meals - J. Daniels & K. Aguillard	454.00
51886	Sam's Wholesale	Televisions for 14th Floor Renovations	4,491.92
51887	Seal Electrical, Inc.	Repair Lift Station/Power to Craine Cont.	2,295.00
51888	Shred-It USA, LLC	Document Shredding Services	120.10
51889	James C. Simpson, Jr.	Per Diem	120.00
51890	Norma Jean Soroe	Transcription Fees	554.48
51891	Southern Printing & Silkscreen	Truck Scales Signage	293.32
51892	Lucy Stevens	Reimburse for TWIC Card	125.25
51893	Swetman Security Services, Inc.	Security Guard Services	23,435.06
51894	United Way of South MS, Inc.	Employee Deductions	221.00
51895	Vision Service Plan	Employee Deductions	187.95
CHECKS DATED 2/17/17 AND RELEASED PRIOR TO THE MEETING			
51843	Jonathan Daniels	Advance for Cuba Trip	200.00
51844	MSPA Petty Cash Fund - Scales	Change Drawer for Truck Scales	150.00
51845	Jack Norris	Travel Expenses	139.32
51846	Matthew Wypyski	Advance for Cuba Trip	500.00
TRANSFERS			
02/14/17	MS Department of Revenue	January Sales Tax Payment	9,588.62
02/17/17	Deferred Compensation	Employee Deductions	1,395.00
02/17/17	Federal Tax Deposit	Payroll Tax Deposit	26,375.28
Wire	Chemours	Refund Overpayment	171,062.25
Total			<u>344,348.13</u>

Commissioner Rester 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:

Vendor: Mike Gartman Transfer Service (TWIC Escort)
Steamship Agent: Nord-Sud Shipping, Inc.; Gulf Harbor Shipping
Transfer Co.: Mike Gartman Transfer Service

NEW LICENSES:

Vendor: Commodore Transportation, Inc.; U.S. Maritime
Services, LLC

Commissioner Rester moved to approve the following progress payments:
Balch & Bingham (\$85,784.31); BMA (\$28,342.50); Doleac Electric Co. (\$160,162.10);
QES (\$3,395.00); W.C. Fore Trucking, Inc. (\$194,042.25); and YAJV (\$101,294.06).
Commissioner Roberts seconded and the motion was unanimously approved.

OLD BUSINESS:

Commissioner Roberts moved to authorize the issuance of an RFP to research the
disposition of mobile harbor crane #42. Commissioner Rester seconded and the motion
was unanimously approved.

Commissioner Rester moved to approve Amendment No. 2 to Task Order No. 19 with
Thompson Engineering under Contract No. 010-HUD-002. Amendment No. 2 de-
obligates \$1,944.07 and closes the task order. Commissioner Roberts seconded and the
motion was unanimously approved.

Commissioner Roberts moved to approve Amendment No. 1 to Task Order No. 16 with
QES, Inc. under Contract No. 010-HUD-003. Amendment No. 1 decreases costs by
\$5,851.86 and closes out the task order. Commissioner Rester seconded and the motion
was unanimously approved.

Commissioner Norris moved to approve Amendment No. 1 to Task Order No. 13 with
QES, Inc. under Contract No. 010-HUD-003. Amendment No. 2 adds 299 days with no
change in scope or costs. Commissioner Roberts seconded and the motion was
unanimously approved.

Commissioner Norris moved to approve Change Order No. 1 with Wharton Smith under
Contract No. 016-HUD-039. Change Order No. 1 increases the contract by \$2.34 with no
change schedule. This change corrects math errors. Commissioner Rester seconded and
the motion was unanimously approved.

Commissioner Rester moved to approve Change Order No. 4 to Doleac Electric Co.
under Contract No. 15-EN-08. Change Order No. 4 increases costs by \$164,268.82 with
no change in schedule. Commissioner Norris seconded and the motion was unanimously
approved.

Commissioner Roberts moved to approve Amendment No. 2 to Task Order No. 13 with
Volkert, Inc. under Contract No. 010-HUD-007. Amendment No. 2 adds 92 days with no
change in costs. Commissioner Norris seconded and the motion was unanimously
approved.

Commissioner Roberts moved to approve Amendment No. 1 to Task Order No. 21 with
Anchor QEA under Contract No. 010-HUD-011. Amendment No. 5 decreases costs by

\$8,563.79 and closes out the task order. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Knesal recused himself and left the room for the discussion and vote for the item below:

Commissioner Norris moved to approve Amendment No. 2 to Task Order No. 1 with Eley Guild Hardy Architects under Contract No. 016-HUD-031. Amendment No. 2 adds 664 days to the contract with no change in costs and is retroactive to October 28, 2016. Commissioner Roberts seconded and the motion was unanimously approved.

NEW BUSINESS:

Commissioner Roberts moved to approve Task Order No. 6 with Eley Guild Hardy Architects under Contract No. 016-HUD-031. Task Order No. 6 has duration of 210 days and/or will expire on their contract end date of September 30, 2017, whichever occurs first. The not to exceed amount is \$54,613.00. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Knesal returned to the meeting.

Commissioner Rester moved to authorize the advertisement for the West Pier Construction – Phase 3 package. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Rester moved to authorize a 5% rate increase for the MS State Pilots' Association. The rate increase is effective March 1, 2017. Commissioner Norris seconded and the motion was unanimously approved.

Commissioner Roberts moved to authorize the advertisement for various services: Legal, Accounting/Audit, Construction Materials Testing, Telephone/Internet and Engineering.

PORT RESTORATION UPDATE:

Project 302 (Phase 1 Sitework and Utilities) with Necaise Brothers has been suspended until circumstances allow the Contractor to return to the site to complete the final remaining items of work.

Project 313 (Ground Storage Tank) with Wharton-Smith has achieved substantial complete and the Contractor is completing punch list items.

Project 304 (Phase 2 Sitework and Utilities) with Necaise Bros is progressing across the site. Some selected quantities that have been installed to date on this project.

On Project 305.T2 (Crowley M&R) with Dan Hensarling, the elevator shaft is complete and they are preparing the apron areas around the M&R building. M&R currently has 98% of concrete work completed and 61% of structural steel installed. The Gate structural steel is at 91% completed and concrete is at 16% completed. Structural steel phase 3 for the M&R building was delayed to late February. Current completion is still on schedule for mid-July 2017.

Project 320 (Truck Scales @ Port Gate) and Project 413 (Early Start Foundation) with J.O. Collins are in the final close-out phase.

Project 307 (North Harbor - West) with Necaise Bros is just kicking off; electrical demolition has begun and asphalt demolition is slated to begin early March. Project 410 (SCH Landside Improvements) with Necaise Brothers is progressing on schedule. Electrical duct banks, and water and sewer lines are being installed and should be complete within the next two (2) weeks; site demolition is complete.

Wharton Smith, contractor for Project 413.B (Marine Research Building) has mobilized to the site and is procuring materials. Foundation excavation is slated to begin the first week of March.

For Project 305.T1 (Terminal 1 M&R) with J.O. Collins:

- Pilings complete (59 – 18” Auger Cast) on the M&R building
- Pilings (10 – 24” Auger Cast) on the Gate structure should be completed today
- Grading off M&R building site; prepping for pile caps & grade beams.
- Pile caps & grade beams should start by next week.

We are awaiting final permits for Project 414 (Barge Mooring Facility).

OPERATIONS REPORT:

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

Vessels	20		Vehicles	14,198
Tugs	11		Railcar Count	927
Barges	25		TEU’s	19,178
			Tonnage (short tons)	198,554

Mr. Wypyski noted the railcar count was the highest in seven (7) years and the TEU count was the highest in four (4) years. He also recognized Dale Waltman, Director of Operations and his team for their tenacity to keep everything on the port running smoothly.

EXECUTIVE DIRECTOR’S COMMENTS:

Director Daniels reported on the construction of the lighthouse/water storage tank and thanked all those involved in the design and construction.

Director Daniels, along with Deputy Director Wypyski arrived back in Gulfport yesterday from a MS Development Authority sponsored trip to Cuba in order to establish a working relationship for trade development.

GENERAL COUNSEL’S COMMENTS:

Brant Pettis had no comments.

MDA’S COMMENTS:

Philip Carter had no comments.

COMMISSIONER COMMENTS:

Commissioner Rester wanted to re-confirm that the recent State of the Port event was a Chamber event, therefore MSPA had no control over ticket prices; also, the Port has never had any barrier to any MSPA hosted event so comments that reflect differently are totally inaccurate.

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

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

(THE BOARD OF COMMISSIONERS ENTERED INTO EXECUTIVE SESSION AT APPROXIMATELY 9:40 A.M.)

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

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

Commissioner Norris moved to adjourn. Commissioner Rester seconded and the motion was unanimously approved.

The meeting adjourned at approximately 10:45 a.m.

Approved and Attested

Robert J. Knesal
President

John Rester
Secretary