

MISSISSIPPI PORT AUTHORITY
BOARD OF COMMISSIONERS
REGULAR MEETING

January 26, 2017

Minutes of the Mississippi State Port Authority Board of Commissioners Meeting,
Thursday, January 26, 2017 at 2510 14th Street, Suite 1500, Gulfport, Mississippi at
which the following Commissioners and staff were present:

Commissioners: Robert J. Knesal, President
James C. Simpson, 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
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
Kim Aguillard, Media & Marketing Manager
Shawn Meyer, Deputy Director of Operations
Chuck Graham, Crane Manager
Angie Shortt, Contract Administrator
Heather Fountain, Grant Coordinator/Admin. Asst.

Ben Stone, Legal Counsel
Brant Pettis, 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
Todd Bradford, YAJV
John Coughlin, YAJV
Mark Morgan, SEMS, Inc.
Maurice Manuel, YAJV
Howard Page, STEPS Coalition
Jerry Pryor, Soria City Civic Organization
Tom Wells, Waldemar S. Nelson & Co.
Damon Torricelli, Neel Schaffer, Inc.
Greg Schruoff, SSA Marine
Glenn Cobb, Pathways to the Port

Mark Schloegel, SSH
 Oliver Preus, CPLA
 Christian Preus, CPLA
 Mark McDaniel, YAJV
 Marcia Kruse, STEPS Coalition
 James Crowell, NAACP, Biloxi
 Kym Davis, YAJV
 Truck Casey, Gulfport City Councilman
 Gary Fredericks, NAACP
 Dax Alexander, BMA
 Paula Volz, CY
 Deborah Graham, Soria City Civic Organization
 Pastor Chris O'Brian, Seaman's International
 Mark Lishen, EGH

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, had questions regarding the Gulf Coast Chamber State of the Port Address and the cranes.

Mark Schloegel, Stewart Sneed Hewes, had comments regarding the Gulf Coast Chamber State of the Port Address.

Commissioner Rester moved to approve the December 19th and January 18th Minutes. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Rester moved to approve travel (Jan. 4-5/Daniels to Jackson, MS; Jan. 11-12/Daniels, Wypyski, Norris, Aguillard and Wood to Jackson, MS; Jan. 26-28/Daniels to San Diego, CA; Feb. 2-3/Daniels, Wypyski, Meyer and Waltman to Tampa, FL; Feb. 15-16/Daniels to New Orleans, LA; Feb. 19-22/Daniels and Wypyski to Cuba; Feb. 25-Mar. 1/Daniels to Long Beach, CA). 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 JANUARY 12, 2016
 BILLS FOR THE MONTHS OF DECEMBER 2016 AND JANUARY 2017 APPROVED AND PAID
 FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

CHK#	VENDOR	DESCRIPTION	CHK AMT
51687	Kentwood Springs	Drinking Water	161.78
51688	Kim Aguillard	Reimb. for Supplies and Travel	215.39
51689	AirGas Gulf States	Oxygen Cylinder Rental	39.97
51690	Neopost	Postage Machine Maintenance	179.00
51691	Associated Food Equip. & Supplies	Coffeemaker and Decanters	524.65
51692	Back Bay Mission	Sponsorship for Workplace Development	2,500.00
51693	Barefield Workplace Solutions, Inc.	Office Supplies	157.49
51694	AT&T	Telephone Services	1,742.98
51695	Carlos Bell	Travel Expenses	195.27
51696	Card Services	Travel Expenses & Conference Reg. Fees	4,128.60

51697	Card Services	Travel Expenses	1,115.57
51698	Carolina Carports, Inc.	Temporary Building for Crowley	21,710.00
51699	Chancellor, Inc.	Electrical Supplies for Maint./Crowley Trailer	4,401.54
51700	Cheyenne Livestock & Products	Life Rings with Cabinets	6,408.00
51701	City of Gulfport	Water	17,098.06
51702	Sun Coast Business Supply	Toner Cartridges and Office Supplies	1,131.56
51703	C Spire Wireless	Radio/Cell Phone Services	1,525.57
51704	Cummins Mid-South LLC	Labor & Materials to Repair Cranes 42 & 94	5,493.36
51705	Jonathan Daniels	Travel Expenses	1,018.02
51706	Deluxe Cleaners, Inc.	Clean Table Cloths and Runners	57.78
51707	Emerald TC, LLC	Computer Services	370.00
51708	Federal Express Corp.	Express Mail Services	196.64
51709	Fuelman	Fuel for MSPA Services	577.78
51710	Great Southern Club	Monthly Dues and Business Expenses	490.36
51711	Green Marine Mngmt. Corp.	Conference Sponsorship	2,500.00
51712	Gulf Coast Business Supply, Inc.	Toner Cartridges	316.35
51713	Gulf Hydraulics & Pneumatics	Freight on Crane Cylinder #94 for Repair	338.10
51714	Gulf Coast Community Foundation	Cinema by the Shore Sponsorship	3,000.00
51715	Gulfport Yacht Club	Business Expenses	123.05
51716	HRdirect	Office Supplies and Employment Posters	220.95
51717	Newell Paper Co.	Janitorial Supplies	456.76
51718	MS Dept. of Human Services	Employee Deductions	156.00
51719	MS Gulf Coast Chamber of Comm.	Sponsorship for Gulfport Connections	1,000.00
51720	MS Power Company	Electricity	81,919.11
51721	MS Pub. Employees Credit Union	Employee Deductions	320.00
51722	MS State Tax Commission	Employee Deductions	7,269.00
51723	Necaise Locksmith	Master Padlocks for Electrical Platforms	263.40
51724	Ports America, Inc.	Draying Dole Containers	16,351.30
51725	Raycom TV Broadcasting, Inc.	2016 Christmas Greetings	1,565.00
51726	Redd Pest Solutions	Pest Control Services	90.00
51727	RJ Young Company, Inc.	Copier Maintenance Agreements	1,171.00
51728	Rose Office Systems, Inc.	Construction Trailer Rentals	3,031.00
51729	Security Blanket, Inc.	Service Call to Program Phones	290.00
51730	Norma Jean Soroe	Transcription Fees	399.48
51731	Southern Printing & Silkscreen	Signage	103.00
51732	Southern MS Planning & Dev.	Sponsorship for Work Force Development	4,000.00
51733	Southern Admin. and Benefits	Monthly Service Fees	1,000.00
51734	Stewart Sneed Hewes, Inc.	Renew Public Official Bond	440.00
51735	Stribling Equipment, LLC	Parts to Repair Shuttlewagon	897.57
51736	The Sun Herald	Advertising	3,160.00
51737	Swetman Security Services, Inc.	Security Guard Services	46,528.08
51738	United Way of South MS, Inc.	Employee Deductions	236.00
51739	Waste Management	Waste Removal Services	195.00
51740	DeeDee Wood	Travel Expenses	139.32
51741	WXXV TV	Web Camera Lease	1,200.00
51742	Matthew Wypyski	Travel Expenses	1,153.77

CHECK DATED 12/20/16 AND RELEASED PRIOR TO SCHEDULED CHECK RUN

51683	Jonathan Daniels	Travel Expenses	887.46
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CHECK DATED 1/3/17 AND RELEASED PRIOR TO SCHEDULED CHECK RUN

51684	Jonathan Daniels	Travel Expenses	178.20
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CHECKS DATED 1/9/17 AND RELEASED PRIOR TO SCHEDULED CHECK RUN

51685	Jonathan Daniels	Travel Expenses	186.55
51686	JHS Holdings, LLC	State Ports Dinner Deposit	1,100.00
TRANSFERS			
12/23/16	Deferred Compensation	Employee Deductions	1,270.00
12/23/16	Federal Tax Deposit	Payroll Tax Deposit	23,639.61
01/06/17	Deferred Compensation	Employee Deductions	1,270.00
01/06/17	Federal Tax Deposit	Payroll Tax Deposit	26,470.15
01/09/17	Public Employment Retirement	Retirement Match and Withheld	50,511.54
01/12/17	Department of Revenue	December Sales Tax Payment	8,403.03
Wire	Supersaver Travel	Travel Expenses	<u>4,034.00</u>
		Total	<u><u>\$369,223.15</u></u>

FINAL CHECKLIST FOR JANUARY 26, 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
51744	Kentwood Springs	Drinking Water	167.77
51745	AFLAC	Employee Deductions	1,454.83
51746	AirGas Gulf States	Oxygen Cylinder Rental	39.72
51747	Anytime Portables, LLC	Portable Restroom Services	320.00
51748	Battery Sales & Service	Batteries for Backhoe	159.92
51750	Sun Coast Business Supply	Toner Cartridges and Office Supplies	1,500.19
51751	Conway Data, Inc.	Advertising	5,600.00
51752	Cornett Bolt & Screw	Supplies for Crowley Move and Cranes	578.80
51753	Jonathan Daniels	Travel Expenses	261.93
51754	State School Insurance Fund	Employee Deductions	13,198.22
51756	Eagle Energy, Inc.	Oil and Grease for Cranes	1,455.00
51757	Federal Express Corp.	Express Mail Services	51.22
51758	Fuelman	Fuel for MSPA Vehicles	95.04
51759	Gleem Paint Center	Traffic Zone Marking Paint	449.75
51760	Grainger, Inc.	Maintenance Supplies and Rainwear	1,403.60
51761	Guardian	Employee Dental Deductions	1,265.12
51762	Gulf Ports Association	Membership Dues	400.00
51763	Gulf Hydraulics & Pneumatics	Rebuilt Cylinder for Crane #94	6,510.00
51764	Hancock Bank	February Lease for Suites 880 and 1450	19,705.53
51765	Robert J. Knesal	Per Diem	40.00
51766	Lemon Tree & Adams Flowers	Plant for Commissioner Roberts	62.00
51767	Lowe's Home Center, Inc.	Maint. Supplies to Move Crowley Trailer	404.11
51768	Maximum Auto Parts	Grease for Cranes	276.00
51769	MS Dept. of Human Services	Employee Deductions	156.00
51770	MS Gulf Coast Chamber of Comm.	Annual Meeting Sponsorship	750.00
51771	MS Pub. Employees Credit Union	Employee Deductions	320.00
51772	MSPA Petty Cash Fund	Replenish Petty Cash	36.31
51773	MS State Tax Commission	Employee Deductions	7,458.00
51774	Jack Norris	Per Diem	40.00
51775	Ports America, Inc.	Draying Crowley and Dole Containers	20,871.18
51776	Legal Shield	Employee Deductions	30.91
51779	RJ Young Company, Inc.	Annual Maintenance - iSynergy	8,830.00
51780	RJ Young Company, Inc.	Copier Maintenance Agreements	1,171.00
51781	Eluse J. Roberts	Per Diem	40.00
51782	Rose Office Systems, Inc.	Const. Trailer Rentals/Relocate Crowley	5,624.51
51783	Rotary Club of Gulfport	Sponsorship for CASA	500.00
51784	Seal Electrical, Inc.	Electrical Services to Relocate Crowley	11,909.75
51785	James C. Simpson, Jr.	Per Diem	40.00

51786	Norma Jean Soroe	Transcription Fees	479.48
51787	Swetman Security Services, Inc.	Security Guard Services	23,574.43
51788	The Gallery Collection	Christmas Cards	386.40
51789	United Way of South MS, Inc.	Employee Deductions	222.00
51790	Vision Service Plan	Employee Deductions	182.97
51792	Weaver Electric	Electrical Services on 14th Floor	1,853.00
51793	DeeDee Wood	Travel Expense and CPA License Renewal	287.85
CHECK DATED 1/24/17 AND RELEASED PRIOR TO THE MEETING			
51743	Sam's Wholesale	Supplies for Meetings	109.44
TRANSFERS			
1/23/17	Deferred Compensation	Employee Deductions	1,270.00
1/23/17	Federal Tax Deposit	Payroll Tax Deposit	29,445.64
BILLS APPROVED AND PAID FROM THE EARNINGS FUND			
1101	Treasurer - State of MS	Port Improvement Bond	<u>140,546.25</u>
		Total	<u><u>311,533.87</u></u>

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

The following items were approved:

RENEWAL LICENSES:

Vendor: Midstream Fuel Service; Americas Escort Service; Aztec Maritime Services, Inc.

Commissioner Rester moved to approve the following progress payments: Balch & Bingham (\$71,281.18); BMA (\$69,659.23); Doleac Electric Co. (\$161,212.41); Prism Systems, Inc. (\$46,556.25); QES (\$4,758.50); W.C. Fore Trucking, Inc. (\$255,974.18); and YAJV (\$166,219.46). Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve a budget modification to the current CDBG budget that reallocates funds. This modification reallocates \$565,000 from the Activity/Delivery Construction CM line to the Activity/Delivery, Legal. Commissioner Rester seconded and the motion was unanimously approved.

OLD BUSINESS:

Commissioner Rester moved to increase Tariff #6 Truck Scale Rate from \$8.00 to \$10.00. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Amendment No. 6 to Task Order No. 21 with Neel Schaffer, Inc. under Contract No. 010-HUD-001. Amendment No. 6 adds 60 days and de-obligates \$450,453.21. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment No. 4 to Task Order No. 29 with Neel Schaffer, Inc. under Contract No. 010-HUD-001. Amendment No. 4 adds 175 days with no change in costs. The effective date of this Amendment will be January 8, 2017. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Norris moved to approve Amendment No. 1 to Task Order No. 24 with Thompson Engineering under Contract No. 010-HUD-002. Amendment No. 1 de-

obligates \$9,283.40 and closes the task order. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment No. 6 to Task Order No. 6 with QES, Inc. under Contract No. 010-HUD-003. Amendment No. 6 decreases costs by \$45,848.47 and closes out the task order. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Norris moved to approve Amendment No. 2 to Task Order No. 14 with QES, Inc. under Contract No. 010-HUD-003. Amendment No. 2 increases costs by \$1,500.00 with no change in scope or schedule. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment No. 2 to Task Order No. 7 with Michael Baker, Jr. under Contract No. 010-HUD-010. Amendment No. 2 decreases costs by \$19,377.41 and closes out the task order. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Norris moved to approve Amendment No. 6 to Task Order No. 6 with Atwell & Gent under Contract No. 010-HUD-013. Amendment No. 6 decreases costs by \$13,234.00 and closes out the task order. Commissioner Roberts 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 Rester moved to approve Amendment No. 3 to Task Order No. 2 with Eley Guild Hardy Architects under Contract No. 016-HUD-031. Amendment No. 3 adds 60 days to the contract with no change in costs and is retroactive to December 30, 2016. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Knesal returned to the meeting.

Commissioner Rester moved to award the Barge Mooring Facility Project to W.C. Fore Trucking, pending written resolution from W.C. Fore of the McDermott dredging issue. A total of two bids were received and W.C. Fore Trucking was the lowest and best bidder at \$1,934,416.91. Commissioner Norris seconded and the motion was approved with the Commissioners voting as follows:

Commissioner Norris – Affirmative
Commissioner Rester – Affirmative
Commissioner Roberts – Affirmative
Commissioner Simpson – Negative

Commissioner Simpson moved to approve Amendment No. 5 to Task Order No. 18 with Anchor QEA under Contract No. 010-HUD-011. Amendment No. 5 decreases costs by \$7,613.06 and closes out the task order. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Change Order No. 4 with Wharton Smith under Contract No. 016-HUD-030. Change Order No. 4 adds 10 days and requests a credit of \$4,922.16 to the owner. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Change Order No. 1 with J.O. Collins under Contract No. 016-HUD-036. Change Order No. 1 requests a credit of \$50,322.26 to the owner with no additional days added. Commissioner Norris seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Change Order No. 12 with Necaie Brothers under Contract No. 016-HUD-033. Change Order No. 12 increases costs by \$220,000.00

and adds 26 days. Commissioner Simpson seconded and the motion was approved with the Commissioners voting as follows:

Commissioner Rester	Affirmative
Commissioner Simpson	Affirmative
Commissioner Norris	Affirmative
Commissioner Roberts	Negative

NEW BUSINESS:

Commissioner Simpson moved to approve Task Order No. 21 with QES under Contract No. 010-HUD-003. Task Order No. 21 has duration of 240 days and a not to exceed amount of \$26,042.18. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Simpson moved to authorize the advertisement for the Terminal 1 Electrical Package. Commissioner Rester seconded and the motion was unanimously approved.

PORT RESTORATION UPDATE:

Phase 1 Sitework and Utilities with Necaise Brothers has been suspended and will return when the site is ready for him to complete the remaining items of work.

On the Phase 2 Site Work, the slab demolition is nearly complete. The water tower demolition is complete and the contractor will start on the civil changes required for Shed 16. Rail demolition continues and should be complete next month.

The water tank project will be complete in approximately two weeks; the spiral staircase goes in next week and the glass is currently being installed.

The Marine Research Facility early start foundation project was completed ahead of schedule and under budget.

A notice to proceed was issued on January 24th for the North Harbor project. Tenants are relocating and the contractor has completed the preconstruction documentation requirements and is mobilizing to the site next week.

A notice to proceed was issued last week for the small craft harbor landside project and the contractor has mobilized.

A notice to proceed will be issued next week for the Marine Research Facility.

A project kick off took place this week for the Terminal 1 Maintenance and Repair project.

The truck scales are complete and ready to roll.

OPERATIONS REPORT:

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

Vessels	16		Vehicles	11,936
Tugs	32		Railcar Count	710
Barges	62		TEU's	14,902
			Tonnage (short tons)	169,083

Mr. Wypyski gave a brief dredging update.

EXECUTIVE DIRECTOR'S COMMENTS:

Director Daniels hoped everyone has noticed that after much discussion, KCS has agreed to move rail cars as late after 5:00 as possible.

Angie Shortt, MSPA employee, was acknowledged for the job she does with documenting Davis Bacon Act information within the Restoration Program and her process has been noted as best document practices for use with other groups.

Director Daniels introduced Mark Lishen, Eley Guild Hardy Architects and Christian Preus, CPLA. Both gentlemen gave a presentation on the landscaping project for the entire port, including the front entrances along Highway 90.

GENERAL COUNSEL'S COMMENTS:

Ben Stone had no comments.

MDA'S COMMENTS:

Philip Carter had no comments.

COMMISSIONER COMMENTS:

Commissioner Simpson thanked KCS and Director Daniels for working on and solving the train issue.

Commissioner Roberts reported it was very nice to see all the close-outs and de-obligation of funds for a good number of projects.

Commissioner Simpson moved to recess the meeting for 10 minutes to allow time for anyone to leave the meeting prior to a scheduled hearing. Commissioner Rester seconded and the motion was unanimously approved.

The Mississippi State Port Authority received an official protest for the bid awarded for the Demolition of the Chemours Silos from SEMS, Inc.

A hearing was held regarding this protest with each party being allowed to give an opening statement. Witnesses could be called and be available for cross-examination.

Both attorneys gave their opening statements – Zach Butterworth, attorney on behalf of SEMS, Inc., followed by Brant Pettis, attorney on behalf of the MS State Port Authority.

Mark Morgan, SEMS, Inc. was sworn in and gave his testimony. Zach Butterworth gave additional rebuttal remarks as did Mark Morgan, SEMS, who was previously sworn in.

Brant Pettis responded with closing remarks.

Commissioner Simpson moved to conclude the hearing and a decision regarding the protest will be made in a reasonable amount of time as required. Commissioner Rester seconded and the motion was unanimously approved.

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

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

(THE BOARD OF COMMISSIONERS ENTERED INTO EXECUTIVE SESSION AT APPROXIMATELY 10:20 A.M.)

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

The meeting adjourned at approximately 12:25 p.m.

Approved and Attested

Robert J. Knesal
President

John Rester
Secretary