

MISSISSIPPI PORT AUTHORITY
BOARD OF COMMISSIONERS
REGULAR MEETING

October 26, 2017

Minutes of the Mississippi State Port Authority Board of Commissioners Meeting,
Thursday, October 26, 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
Kim Purchner, Executive Asst./HRO
Mel Arsenault, Director of External Affairs
Nick Foto, Deputy Program Manager
DeeDee Wood, CFO
Shawn Meyer, Director of Operations
Kim Aguillard, Marketing & Media Manager
Gary Pitcovich, Crane Manager
Carlos Bell, Director of Community Affairs
Matt Gabbett, Deputy Director of Operations

Ben Stone, Legal Counsel
David Duhe, Legal Counsel

Others: Philip Carter, MDA
Brian Smith, Watkins & Eager
Pastor Chris O'Brian, Seaman's International
Michael Sheely, CH2MHill
Maddie Costelli, Simpkins & Costelli
Michael Costelli, Simpkins & Costelli
Lillian Jenkins, Horne
Charlotte Miller, Hilton Properties
Kym Davis, YAJV
Duane Wilson, Chemours
Cindy Lamb, Pickering Engineering
Randall Love, TL Wallace
S. P. Mellen, MS Gulfport Compress
Anna Mellen, MS Gulfport Compress
Don Collins, Dan Hensarling, Inc.
Ryan Bradley, MS Commercial Fisheries
Bruce Newton, Digital Engineering
Paula Volz, Courtyard Hotel
Damon Torricelli, Neel Schaffer
Shorty Sneed, Stewart Sneed Hewes
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:

There were no public comments.

Commissioner Rester moved to approve the September 22nd Minutes and corrected Minutes from January 26, 2017 and May 25, 2017 as follows:

January 26, 2017 – Item 8N corrected to read: Commissioner Rester moved to approve Change Order No. 12 with Necaise Brothers under Contract No. 015-HUD-026. Change Order No. 12 increases costs by \$817,852.48 and adds 30 days. Commissioner Simpson seconded and the motion was approved with the Commissioners voting as follows: Affirmative – Rester, Simpson, Norris; Negative – Roberts.

May 25, 2017 – Item 8G corrected to read: 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 and has an increase in costs of \$390,246.50. 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 Simpson seconded and the motion was unanimously approved.

Commissioner Rester moved to approve travel requests as submitted. Commissioner Simpson seconded and the motion was unanimously approved.

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

DISBURSEMENTS THROUGH OCTOBER 13, 2017

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

CHK#	VENDOR	DESCRIPTION	CHK AMT
52639	AGJ Systems & Networks, Inc.	October Computer Services	4,252.00
52640	AirGas Gulf States	Oxygen Cylinder Rentals	82.52
52641	Alexander, Van Loon, Sloan	FY17 Audit Services	28,000.00
52642	Alimak Hek, Inc.	Repair Elevator STS 2 Crane	9,749.12
52643	Anytime Portables, LLC	Portable Restroom & Holding Tank Services	750.00
52644	Back Bay Mission	95th Anniversary Admission	40.00
52645	Battery Sales & Service	Battery for Unit #8	64.67
52646	AT&T	Telephone Services	1,810.80
52647	Card Services	Travel & Conference Registration Expenses	2,669.20
52648	Card Services	Travel Expenses	1,197.26
52649	Card Services	Software Renewal and Employment Ad	695.50
52650	Cintas Corporation	Maintenance Uniforms	1,192.22
52651	City of Gulfport	Water July - September	30,538.72
52652	Sun Coast Business Supply	Office Supplies	116.75
52653	Jonathan Daniels	Business Expenses	2,636.60
52654	Emerald TC, LLC	Computer Services	92.50
52655	Express Services, Inc.	Temporary Labor	592.80
52656	Fastenal Company	Battery Chargers	121.32

52657	Federal Express Corp.	Express Mail Services	110.47
52658	Foliage Design Systems, Inc.	Interior Plant Maintenance	160.74
52659	Fuelman	Fuel for MSPA Vehicles	1,288.35
52660	Gleem Paint Center	Traffic Zone Marking Paint	179.90
52661	Grainger, Inc.	Grease Control Valve for Cranes	157.50
52662	Great Southern Club	Monthly Dues and Business Expenses	271.08
52663	Gulf Coast Fence Company	Fencing for East Pier	11,120.00
52664	HeavyLiftpf LTD	Advertising	2,500.00
52665	Robert J. Knesal	Travel Expenses	2,112.44
52666	Lowe's Home Center, Inc.	Refrigerator, Cabinet & Maintenance Supplies	889.09
52667	Lucille Morgan, CSR	Transcription Fees	446.05
52668	MS Dept. of Human Services CRDU	Employee Deductions	156.00
52669	MS Power Company	Electricity	89,893.79
52670	MS Pub. Employees Credit Union	Employee Deductions	320.00
52671	MS State University Foundation	Coastal Cleanup Sponsorship	500.00
52672	Naylor, LLC	Advertising	2,579.50
52673	Office Furniture Solutions, Inc.	Office Chairs	2,595.45
52674	Pass Road Mini Storage, LLC	Rental on Storage Unit	150.00
52675	Ports America, Inc.	Draying Dole Containers	42,235.22
52676	It's Promo Time	Promotional Items	947.41
52677	Redd Pest Solutions	Pest Control Services	90.00
52678	RJ Young Company, Inc.	Copier & Printer Maintenance Agreements	1,563.17
52679	Rose Office Systems, Inc.	Construction Trailer Rentals	3,031.00
52680	Shred-It USA, LLC	Document Shredding Services	60.32
52681	Sorg Printing, LLC	Business Cards	38.00
52682	Southern Printing & Silkscreen	Signage	288.65
52683	Southern Admin. and Benefits	Monthly Service Fees	200.00
52684	Stuart C. Irby Co.	Materials for Generator Hookup at Inland Port	4,726.85
52685	The Sun Herald	Advertising	2,080.00
52686	Swetman Security Services, Inc.	Security Guard Services	49,131.42
52687	United Way of South MS, Inc.	Employee Deductions	411.36
52688	WalMart Community	Supplies for Lynn Meadows Event	160.99
52689	Waste Management	Waste Removal Services	195.00
CHECKS DATED 10/3/17 AND RELEASED PRIOR TO SCHEDULED CHECK RUN			
52628	Nick Foto	Reimburse for TWIC Card	125.25
52629	Shawn Meyer	Travel Expenses	392.56
52630	Morpho Trust USA, LLC	TWIC Card for Mary Nelson	125.25
52631	MS State Tax Commission	Employee Deductions	11,161.00
52632	Vision Service Plan	Employee Deductions	210.07
CHECKS DATED 10/6/17 AND RELEASED PRIOR TO SCHEDULED CHECK RUN			
52636	Jonathan Daniels	Business and Travel Expenses	210.07
52637	Stewart Sneed Hewes, Inc.	Insurance	36,967.00
52638	Matthew Wypyski	Travel Expenses	1,569.26
TRANSFERS			
09/29/17	Federal Tax Deposit	Payroll Tax Deposit	26,072.98
10/06/17	Public Employment Retirement	Retirement Match and Withheld	76,352.01
10/13/17	Deferred Compensation	Employee Deductions	970.00
10/10/17	Federal Tax Deposit	Payroll Tax Deposit	25,691.62
Total			<u>\$485,038.80</u>

FINAL CHECKLIST FOR OCTOBER 26, 2017

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

CHK#	VENDOR	DESCRIPTION	CHK AMT
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52690	Kentwood Springs	Drinking Water	259.74
52691	AFLAC	Employee Deductions	1,147.64
52692	AIG	Workers Compensation FY17 Audit	3,809.00
52693	Barefield Workplace Solutions, Inc.	Office Supplies	183.60
52694	Battery Sales & Service	Batteries for Forklift	105.70
52695	BH Specialized Hauling, LLC	Move Containers Due to Hurricane Nate	800.00
52697	Cable One, Inc.	Cable Services	105.80
52698	Chancellor, Inc.	Electrical Supplies - Hurricane Nate Repairs	1,585.79
52699	Sun Coast Business Supply	Office Supplies	135.00
52700	Cornett Bolt & Screw	Maintenance Supplies	554.08
52701	C Spire Wireless	Radio/Cell Phone Services	1,195.60
52702	Jonathan Daniels	Business and Travel Expenses	121.84
52703	Delta Chemical Corp	Supplies for Water Tank	618.75
52704	State School Insurance Fund	Employee Deductions	15,192.21
52706	Eagle Energy, Inc.	Diesel/Oil for Equipment	806.80
52707	Federal Express Corp.	Express Mail Services	51.68
52708	Foliage Design Systems, Inc.	Interior Plant Maintenance	253.78
52709	Fuelman	Fuel for MSPA Vehicles	139.47
52710	Grainger, Inc.	Maint. Supplies/Small Tools/Trash Cans	3,968.09
52711	Guardian	Employee Dental Deductions	1,571.19
52712	Gulf Coast Business Council	Sponsor State of the Gulf Coast Economy	1,000.00
52713	Hancock Bank	November Lease Suite 1450	23,168.31
52714	Robert J. Knesal	Per Diem	40.00
52715	Lynn Meadows Discovery Center	Sponsor Free Friday Night	875.00
52716	MS Dept. of Human Services	Employee Deductions	156.00
52717	MS Pub. Employees Credit Union	Employee Deductions	320.00
52718	Jack Norris	Per Diem	80.00
52719	Ports America, Inc.	Draying Dole Containers	36,194.22
52720	Legal Shield	Employee Deductions	30.91
52721	Redd Pest Solutions	Pest Control Services	90.00
52722	Eluse J. Roberts	Per Diem	40.00
52723	James C. Simpson, Jr.	Per Diem and Travel Expenses	2,252.03
52724	Norma Jean Soroe	Transcription Fees	898.96
52725	Southern Printing & Silkscreen	Embroider Name & Logo on Uniform Shirts	420.00
52726	Southern Admin. and Benefits	Monthly Service Fee	200.00
52727	Specialty Hose & Fabrication	Parts for Shed 53 Dock Levelers	50.84
52728	The Sun Herald	Advertising	1,112.08
52729	Vision Service Plan	Employee Deductions	207.04
52731	Waste Management	Waste Removal Services	1,643.60
	TRANSFERS		
10/16/17	MS Department of Revenue	September Sales Tax Payment	10,531.49
		Total	<u>\$111,916.24</u>

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

The following items were approved:

RENEWAL LICENSES:

Apprentice Pilot Jason T. Gibson
Vendor: Mike's Wholesale Tire Repair
Steamship Agent: Seagull Marine, Inc.

Commissioner Rester moved to approve the following progress payments: Balch & Bingham (\$87,888.41); BMA (\$65,633.58); Digital Engineering (\$7,717.50); and Walters Diving & Marine (\$169,731.15). Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Cash Request #184 – MSPA (\$92.15); RFB, LLC (1,062.50) for a total of \$1,154.65. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Cash Request #185 – Atkins (\$37,391.72); CH2MHill (\$255,968.94); Michael Baker (\$13,359.63); MSPA (\$64,964.14); Neel Schaffer, Inc. (\$100,687.41); QES (\$60,500.02); RFB, LLC (19,125.00) and YAJV (\$44,265.00) for a sub-total of \$596,261.86. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Cash Request #186 – Anchor QEA (\$23,633.75); Atwell & Gent (\$54,896.94); J.O. Collins (\$444,092.75); W.C. Fore (\$531,929.89) and Wharton Smith (\$1,049,340.77 for a total of \$2,103,894.10. Commissioner Norris seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Cash Request #187 to Necaise Brothers for a total \$3,571,480.15. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Knesal left the room for the next agenda item.

Commissioner Rester moved to approve payment of \$43,846.75 to Eley, Guild, Hardy Architects under Cash Request #185. The total for Cash Request #185 is \$640,108.61. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Knesal returned to the meeting.

OLD BUSINESS:

Commissioner Rester moved to approve the following Amendments that de-obligate funds in order to close out the task orders.

- Amendment 5 to Contract No. 010-HUD-012 with CDM Smith for <\$611,702.14>
- Amendment 3 to Task Order 17 with YAJV under Contract 010-HUD-006 for <\$287.50>
- Amendment 1 to Task Order 20 with YAJV under Contract 010-HUD-006 for <\$27.50>
- Amendment 1 to Task Order 24 with Anchor QEA under Contract 010-HUD-011 for <\$46,199.25>

- Amendment 2 to Task Order 17 with Atwell & Gent under Contract 010-HUD-013 for <\$448.92>

Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Amendments with an increase of 181 days for closeout with no increase in costs:

- Amendment 8 with Volkert; Contract 010-HUD-007
- Amendment 6 with Anchor QEA; Contract 010-HUD-011
- Amendment 16 with Atkins NA; Contract 010-HUD-014

Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment No. 4 to Contract No. 010-HUD-010 with Michael Baker, Jr. Amendment No. 4 adds 181 days with no change in costs. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment No. 5 to Task Order No. 28 with Neel Schaffer under Contract No. 010-HUD-001. Amendment No. 5 adds 304 days with no change in costs. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Amendment No. 1 to Task Order No. 47 with Neel Schaffer under Contract No. 010-HUD-001. Amendment No. 1 adds 30 days with no change in costs and is retroactive to October 3, 2017. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Amendment No. 7 to Task Order No. 16 with Anchor QEA under Contract No. 010-HUD-011. Amendment No. 7 adds 242 days with no change in costs. Commissioner Norris seconded and the motion was unanimously approved.

Commissioner Norris moved to approve Amendment No. 7 to Task Order No. 20 with Anchor QEA under Contract No. 010-HUD-011. Amendment No. 7 adds 242 days with no change in costs. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment No. 1 to Task Order No. 16 with Atwell & Gent under Contract No. 010-HUD-0013. Amendment No. 1 adds 30 days with no change in costs and is retroactive to October 3, 2017. Commissioner Norris seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve Change Order No. 10 to Contract No. 016-HUD-033 with Necaise Brothers. Change Order No. 10 increases costs by \$1,170,000.00. Commissioner Norris seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Change Order No. 3 to Contract No. 017-HUD-038 with Necaise Brothers. Change Order No. 3 decreases costs by \$106,224.63. Commissioner Norris seconded and the motion was unanimously approved.

Commissioner Norris moved to approve Change Order No. 3 to Contract No. 017-HUD-039 with J.O. Collins. Change Order No. 3 decreases costs by \$5,597.15 with no change in schedule. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioners Norris moved to approve Change Order No. 2 with Travelers as Surety under Contract 015-HUD-025. Change Order 2 increases costs by \$30,190.07. Commissioner Simpson seconded and the motion was unanimously approved.

NEW BUSINESS:

Commissioner Simpson moved to approve the First Lease Amendment with Chiquita that clarifies existing language pertaining to the vessel fee and the Jobs Memorandum of Agreement. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Resolution No. 17-03 that pertains to Governor Bryant’s Declaration of Emergency due to Hurricane Nate. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Roberts moved to approve Work Order No. 3 with Digital Engineering under Contract No. 17-EN-04. Work Order No. 3 has a not to exceed amount of \$41,034.00 for WP Shed 16 work. Commissioner Norris seconded and the motion was unanimously approved.

The approval of payment of General Liability Insurance under Contract 14-EN-07 with YAJV died for lack of a motion.

Commissioner Roberts moved to approve Task Order No. 53 with Neel Schaffer under Contract No. 010-HUD-001. Task Order No. 53 has duration of 300 days and a not to exceed cost of \$10,399.00. Commissioner Norris seconded and the motion was unanimously approved.

Commissioner Rester moved to authorize the advertisement and bid of the Site Security package. Commissioner Roberts seconded and the motion was unanimously approved.

PORT RESTORATION UPDATE:

Nick Foto, Deputy Program Manager gave a status update on current projects.

OPERATIONS REPORT:

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

Vessels	28		Vehicles	14,534
Tugs	37		Railcar Count	937
Barges	21		TEU’s	16,807
			Tonnage (short tons)	191,364

Gary Pitcovich, MSPA employee was recognized for his promotion to Crane Manager. Gary has been with MSPA for a number of years as the Assistant Crane Manager and went through the usual interview process to be named to his new position.

The dredge vessel, Terrapin Island will be in the port next week to start on the channel bar. This dredge project will get us back to our 36 feet.

Hurricane Nate made landfall on the MS Gulf Coast as a Category 1. We sustained minor damage and were back in service within a few days.

EXECUTIVE DIRECTOR’S COMMENTS:

As Matt Wypyski reported, we have been at 32 feet in the channel since Hurricane Nate. We have been diligently working with our Federal Delegation to get the funding to get the channel back to 36 feet. With their help, and due to the fact that we are now a Strategic Military Port, we are getting back to a regular scheduling for dredging maintenance.

The Seabees that left on deployment in July returned yesterday. They were on a mission in the Caribbean and the vessel will be here a few days. We had a 1-Star and 2-Star Admiral in attendance yesterday upon the vessel's arrival and they were extremely pleased with the process. Both insisted they will do everything in their power to keep teams moving in and out of Gulfport.

The EIS Statement is on schedule for a complete and recorded decision from the Army Corps of Engineers by December 8, 2017. This will allow us to add 200 additional acres of fill.

GENERAL COUNSEL'S COMMENTS:

Ben Stone had no comments.

MDA'S COMMENTS:

Philip Carter had no comments.

COMMISSIONER COMMENTS:

Commissioner Norris commented on how interesting it was to watch the Navy vessel's arrival yesterday.

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 a legal matter (litigation) and a real estate matter (potential property). Commissioner Simpson seconded and the motion was unanimously approved.

(THE BOARD OF COMMISSIONERS ENTERED INTO EXECUTIVE SESSION AT APPROXIMATELY 9:35 A.M.)

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

The Commission re-entered open session and President Knesal noted that no action was taken during executive session.


Commissioner Simpson moved to amend the agenda to add consideration of a non-binding Letter of Intent regarding the purchase of certain real estate property. Commissioner Norris seconded and the motion was unanimously approved.


Commissioner Simpson moved to authorize the Executive Director to execute a non-binding Letter of Intent for the sale and purchase of property (Gulfport Compress). 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 was adjourned at approximately 11:05 a.m.

Approved and Attested


Robert J. Knesal
President


John Rester
Secretary