

**MISSISSIPPI PORT AUTHORITY**  
**BOARD OF COMMISSIONERS**  
**REGULAR MEETING**

**May 17, 2018**

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Minutes of the Mississippi State Port Authority Board of Commissioners Meeting,  
Thursday, May 17, 2018 at 2510 14<sup>th</sup> Street, Suite 1450, Gulfport, Mississippi at which  
the following Commissioners and staff were present:

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

Staff: Matthew Wypyski, Chief Operating Officer  
Kim Purchner, Executive Asst./HRO  
Nick Foto, Deputy Program Manager  
Shawn Meyer, Director of Operations  
DeeDee Wood, CFO  
Matt Gabbett, Deputy Director of Operations  
Gary Pitcovich, Crane Manager  
Carlos Bell, Director of Community Development  
  
Ben Stone, Legal Counsel  
Brant Pettis, Legal Counsel

Others: Brian Smith, Watkins & Eager  
Duane Wilson, Chemours, Inc.  
Bruce Newton, Digital Engineering  
Michael Sheely, CH2MHill  
Randall Love, TL Wallace  
Howard Page, North Gulfport Community Landtrust  
Cindy Lamb, PFI  
Greg Schruff, SSA Marine  
Joey Beattie, SSH  
Mark Lishen, Eley, Guild, Hardy Architects  
Colin MacPherson, Gulfport Towing  
Jim Clayton, Page & Jones  
Rob Wilson, Trustmark  
Eric Brown, Trustmark  
Mark Eiland, Trustmark  
Rob Wilson, Trustmark,  
Keith Williams, Hancock Whitney  
Jacob Harti, Hancock Whitney  
Eric Knoli, Hancock Whitney  
Lillian Jenkins, Horne

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Commissioner Simpson noted the presence of a quorum and called the meeting to order  
at approximately 1:00 p.m.

The Pledge of Allegiance was led by Commissioner Simpson.

The invocation was led by Carlos Bell, MSPA.

PUBLIC COMMENTS:

Howard Page, North Gulfport Community Land Trust commented positively on the MSPA website and the pop-up with regard to the change in the Board Meeting date and time. He had questions regarding the permitting that remains with SeaOne and MDA's MS Disaster Recovery Website report on jobs.

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Commissioner Rester moved to approve the April 26th and May 2nd Minutes. Commissioner Roberts seconded, and the motion was unanimously approved.

Commissioner Roberts moved to approve travel requests as submitted. Commissioner Rester 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.

FINAL CHECKLIST FOR MAY 9, 2018  
BILLS FOR THE MONTHS OF APRIL AND MAY 2018 APPROVED AND PAID  
FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

| CHK#  | VENDOR                             | DESCRIPTION                                  | CHK AMT    |
|-------|------------------------------------|--|------------|
| 53375 | AFLAC                              | Employee Deductions                          | 1,277.60   |
| 53376 | AGJ Systems & Networks, Inc.       | Computer Services                            | 4,260.50   |
| 53377 | AirGas Gulf States                 | Oxygen Cylinder Rental                       | 38.00      |
| 53378 | AT&T                               | Telephone Services                           | 1,193.68   |
| 53379 | Card Services                      | Uniforms and Advertising                     | 33.55      |
| 53380 | Certex USA, Inc.                   | Grease for STS Cranes                        | 955.28     |
| 53381 | C Spire Business Solutions         | Telephone and Internet Services              | 1,751.46   |
| 53382 | Eagle Energy, Inc.                 | Diesel Fuel                                  | 936.07     |
| 53383 | Emerald TC, LLC                    | Software Support and Computer Services       | 2,258.75   |
| 53384 | Federal Express Corp.              | Express Mail Services                        | 116.09     |
| 53385 | Foliage Design Systems, Inc.       | Interior Plant Maintenance                   | 253.78     |
| 53386 | Fuelman                            | Fuel for MSPA Vehicles                       | 213.62     |
| 53387 | Grainger, Inc.                     | Maintenance and Safety Supplies              | 2,877.60   |
| 53388 | Great Southern Club                | Monthly Dues and Business Expenses           | 266.34     |
| 53389 | HeavyLiftpf LTD                    | Advertising                                  | 2,500.00   |
| 53390 | Logista                            | Computer Equipment                           | 778.55     |
| 53391 | Lowe's Home Center, Inc.           | Small Tools and Maintenance Supplies         | 147.80     |
| 53392 | MS Dept. of Human Services<br>CRDU | Employee Deductions                          | 156.00     |
| 53393 | MS Pub. Employees Credit<br>Union  | Employee Deductions                          | 320.00     |
| 53394 | MS State Tax Commission            | Employee Deductions                          | 6,986.00   |
| 53395 | National Crane Services, Inc.      | Annual Inspection of Gottwald Crane          | 2,030.00   |
| 53396 | Ports America, Inc.                | Draying Dole Containers                      | 104,289.86 |
| 53397 | PTW                                | Tire Repair for Shuttlewagon                 | 199.00     |
| 53398 | Kim Purchner                       | Mileage Expense                              | 16.35      |
| 53399 | Raycom TV Broadcasting, Inc.       | Advertising                                  | 516.65     |
| 53400 | RJ Young Company, Inc.             | Copier and Printer Maintenance<br>Agreements | 1,600.94   |
| 53401 | Rose Office Systems, Inc.          | Construction Trailer Rental                  | 3,031.00   |
| 53402 | Rotary Club of Gulfport            | Dues and Expenses                            | 227.00     |
| 53403 | Shred-It USA, LLC                  | Shredding Services                           | 46.16      |
| 53404 | Norma Jean Soroe                   | Transcription Services                       | 464.48     |
| 53405 | Southern Printing & Silkscreen     | Uniforms                                     | 495.00     |

|            |                                 |                                     |                      |
|------------|---------------------------------|-------------------------------------|----------------------|
| 53406      | BXS Insurance, Inc.             | Notary Bond                         | 50.00                |
| 53407      | The Sun Herald                  | Advertising                         | 2,086.90             |
| 53408      | Sunbelt Rentals, Inc.           | Portable Light Tower Rental         | 4,135.00             |
| 53409      | Swetman Security Services, Inc. | Security Guard Services             | 31,824.67            |
| 53410      | United Way of South MS, Inc.    | Employee Deductions                 | 220.26               |
| 53411      | United States Postal Service    | Postage for Meter                   | 1,000.00             |
| 53412      | WalMart Community               | Promotional Items                   | 46.14                |
| 53413      | Matthew Wypyski                 | Business Expense                    | 119.51               |
| 53414      | ZPMC                            | Gate Latches for STS Cranes 2 and 3 | 1,314.28             |
| 53415      | Matthew Wypyski                 | Business Expense                    | 121.49               |
| TRANSFERS: |                                 |                                     |                      |
| 04/26/18   | Deferred Compensation           | Employee Deductions                 | 990.00               |
|            |                                 |                                     | Total                |
|            |                                 |                                     | <u>\$ 182,145.36</u> |

FINAL CHECKLIST FOR MAY 17, 2018

BILLS FOR THE MONTHS OF APRIL AND MAY 2018 APPROVED AND PAID

FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

| CHK #     | VENDOR                           | DESCRIPTION                            | CHK AMT   |
|-----------|----------------------------------|--|-----------|
| 53416     | American Assoc. of Port Auth.    | Registration Fees                      | 3,180.00  |
| 53417     | Alexander, Van Loon, Sloan       | Registration Fees                      | 110.00    |
| 53418     | Anytime Portables, LLC           | Portable Restroom Services             | 740.00    |
| 53420     | Card Services                    | Travel Expenses and Registration Fee   | 1,468.60  |
| 53421     | Card Services                    | Travel Expenses                        | 4,061.55  |
| 53422     | Chancellor, Inc.                 | Repair Supplies for Cranes             | 590.00    |
| 53423     | City of Gulfport                 | Water                                  | 13,679.58 |
| 53424     | Sun Coast Business Supply        | Office Supplies                        | 207.86    |
| 53425     | C Spire Wireless                 | Radio/Cell Phone Services              | 1,169.49  |
| 53427     | Federal Express Corp.            | Express Mail Services                  | 37.50     |
| 53428     | Fuelman                          | Fuel for MSPA Vehicles                 | 285.04    |
| 53429     | Grainger, Inc.                   | Safety and Maintenance Supplies        | 348.12    |
| 53430     | Gulf Coast Business Supply, Inc. | Office Supplies                        | 102.01    |
| 53431     | Hancock Bank                     | June Lease for Suite 1450              | 23,168.31 |
| 53432     | Robert J. Knesal                 | Per Diem                               | 40.00     |
| 53433     | MS Economic Council              | Registration Fees                      | 72.00     |
| 53434     | MS Dept. of Human Services CRDU  | Employee Deductions                    | 156.00    |
| 53435     | MS Gulf Coast Chamber of Comm.   | Business Expense                       | 25.00     |
| 53436     | MS Power Company                 | Electricity                            | 89,900.27 |
| 53437     | MS Pub. Employees Credit Union   | Employee Deductions                    | 320.00    |
| 53438     | Jack Norris                      | Per Diem                               | 40.00     |
| 53439     | Pass Road Mini Storage, LLC      | Rental on Storage Unit                 | 150.00    |
| 53440     | Piltz, Williams, LaRosa & Co.    | Registration Fees                      | 150.00    |
| 53441     | Ports America, Inc.              | Draying Dole Containers                | 25,513.96 |
| 53442     | Legal Shield                     | Employee Deductions                    | 30.91     |
| 53443     | Redd Pest Solutions              | Pest Control Services                  | 90.00     |
| 53444     | Eluse J. Roberts                 | Per Diem                               | 40.00     |
| 53445     | Seal Electrical, Inc.            | Electrical Services for Office Trailer | 935.00    |
| 53446     | James C. Simpson, Jr.            | Per Diem                               | 40.00     |
| 53447     | Swetman Security Services, Inc.  | Security Guard Services                | 29,956.68 |
| 53448     | Southern Tire Mart, LLC          | Tires for Unit #7                      | 268.66    |
| 53449     | United Way of South MS, Inc.     | Sponsorship                            | 1,250.00  |
| 53450     | Unity Festival, Inc.             | Advertising                            | 100.00    |
| 53451     | Waring Oil Company, LLC          | Diesel Fuel                            | 129.88    |
| TRANSFERS |                                  |  |           |
| 04/30/18  | Public Employment Retirement     | Retirement Match Withheld              | 49,796.20 |
| 05/02/18  | Federal Tax Deposit              | Payroll Tax Deposit                    | 24,588.97 |

|          |                       |                       |                      |
|----------|-----------------------|-----------------------|----------------------|
| 05/10/18 | Deferred Compensation | Employee Deductions   | 990.00               |
| 05/14/18 | Balch & Bingham Trust | Trust for Public Land | 30,899.02            |
| 05/16/18 | Federal Tax Deposit   | Payroll Tax Deposit   | 25,872.79            |
|          |                       | Total                 | <u>\$ 330,503.40</u> |

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Commissioner Knesal moved to approve the following progress payments: Balch & Bingham (\$129,369.92); BMA, Inc. (\$21,887.25); and Digital Engineering (\$181,935.50). Commissioner Roberts seconded, and the motion was unanimously approved.

Commissioner Roberts moved to approve Cash Request #214 – CH2MHill (\$201,307.69); J.O. Collins (\$16,611.72); MSPA (\$60,105.59); and Thompson Engineering (\$3,906.62) for a total of \$281,931.62. Commissioner Knesal seconded, and the motion was unanimously approved.

Commissioner Roberts moved to approve Cash Request #215 to Necaise Brothers for \$4,906,809.88. Commissioner Knesal seconded, and the motion was unanimously approved.

Commissioner Rester moved to approve Cash Request #216 to Necaise Brothers for \$2,698,204.97. Commissioner Roberts seconded, and the motion was unanimously approved.

Commissioner Rester moved to approve Cash Request #217 to Travelers as Surety for \$861,219.91. Commissioner Knesal seconded, and the motion was unanimously approved.

Commissioner Rester moved to approve Cash Request #218 to ZPMC for \$4,638,446.47. Commissioner Norris seconded, and the motion was unanimously approved.

OLD BUSINESS:

Commissioner Rester moved to approve the following de-obligated amounts in order to close out completed and accepted work:

- Amendment 2 to Task Order 20 with QES, Inc. under Contract No. 010-HUD-003 (Terminal 1 M&R/Gate Project) de-obligates \$1,807.99
- Amendment 1 to Task Order 25 with QES, Inc. under Contract No. 010-HUD-003 (West Pier Shed 16 Renovations project) de-obligates \$3,199.73.

Commissioner Roberts seconded, and the motion was unanimously approved.

Commissioner Roberts moved to approve Amendment 1 to Task Order 27 with Thompson Engineering under Contract No. 010-HUD-002. Task Order 27 was never utilized, and no work was performed; therefore, this Amendment de-obligates \$9,527.50 and closes out the Task Order. Commissioner Norris seconded, and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment 9 to Contract No. 010-HUD-003 with QES, Inc. Amendment 9 adds 61 days with no change in cost. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment 9 to Contract No. 010-HUD-007 with Volkert, Inc. Amendment 9 adds 123 days with no change in cost. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment 6 to Contract No. 010-HUD-013 with Atwell & Gent. Amendment 6 adds 61 days and increases costs by \$25,000.00. Commissioner Roberts seconded, and the motion was unanimously approved.

Commissioner Rester moved to approve the following Amendments that add time to continue with services for the West Pier Sitework and Infrastructure Phase 3 project completion:

- Neel Schaffer/Contract No. 010-HUD-003 - Amendment 3 to Task Order 49 -- adds 123 days for Engineering Construction Services
- QES, Inc./Contract No. 010-HUD-003 -- Amendment 2 to Task Order 22 -- adds 153 days for Construction Materials Testing

Commissioner Roberts seconded, and the motion was unanimously approved.

Commissioner Knesal moved to approve Amendment 1 to Task Order No. 15 with Volkert, Inc. under Contract No. 010-HUD-007. Amendment 1 adds 129 days and increases costs by \$20,588.48. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment 1 to Task Order No. 16 with Volkert, Inc. under Contract No. 010-HUD-007. Amendment 1 adds 106 days with no change in cost. Commissioner Roberts seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Amendment 1 to Task Order 22 with Atwell & Gent under Contract No. 010-HUD-013. Amendment 1 adds 143 days with no change in cost. Commissioner Norris seconded and the motion was unanimously approved.

*Commissioner Knesal left the meeting.*

Commissioner Rester moved to approve Amendment 1 to Task Order 7 with Eley, Guild Hardy Architects under Contract No. 016-HUD-031. Amendment 1 adds 216 days with no change in cost. Commissioner Norris seconded, and the motion was unanimously approved.

*Commissioner Knesal returned to the meeting.*

Commissioner Roberts moved to approve Change Order No. 4 with J.O. Collins under Contract No. 017-HUD-042. Change Order 4 has a credit of <\$80,339.57> and reconciles the final quantities used in the job. Commissioner Rester seconded, and the motion was unanimously approved.

Commissioner Rester moved to award the Mitigation Property Project to the lowest and best bidder, K.R. Borries Construction Company with a bid of \$234,000.00. Two bids were received. Commissioner Roberts seconded, and the motion was unanimously approved.

Commissioner Rester moved to authorize additional funding of \$14,000 with Digital Engineering (via Balch & Bingham) for Phase II investigation in connection with the potential purchase of the Cotton Compress Property. Commissioner Norris seconded, and the motion was unanimously approved.

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PORT RESTORATION UPDATE:

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

OPERATIONS/DEPUTY DIRECTOR REPORT:

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

|         |    |  |                      |         |
|---------|----|--|----------------------|---------|
| Vessels | 28 |  | Vehicles             | 14,556  |
| Tugs    | 14 |  | Railcar Count        | 724     |
| Barges  | 32 |  | TEU's                | 18,068  |
|         |    |  | Tonnage (short tons) | 186,373 |

On May 8<sup>th</sup>, our first military loadout for the MS National Guard took place and many dignitaries were present – Rep. Palazzo, Sen. Hyde-Smith, Secretary of State Hosemann and a few high-ranking Generals. The entire process went very well and CSA (Cooper Stevedoring and SSA Stevedores) did an outstanding job. We are anticipating and ready for additional activity.

We will host our annual Hurricane Preparedness meeting on June 1<sup>st</sup> at the Great Southern Club from 11:00 – 1:00.

GENERAL COUNSEL'S COMMENTS:

Ben Stone had no comments.

MDA'S COMMENTS:

No one was in attendance for MDA.

COMMISSIONER COMMENTS:

Commissioner Simpson wanted to make sure all staff and contractors understand how critical the contract ending dates are for the Restoration Project.

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Commissioner Rester moved to amend the agenda to move up the Investment Presentations. Commissioner Knesal seconded, and the motion was unanimously approved.

Presentations were made by two companies (Trustmark Bank and Hancock Whitney Bank) in response to MSPA's RFQ for Investment Services.

Commissioner Rester moved to award the Investment Advisory Services to Hancock Whitney. Commissioner Roberts seconded, and the motion was unanimously approved.

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

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Back in open session, Commissioner Roberts moved to enter Executive Session to discuss legal matters - litigation with SIC and personnel matters. Commissioner Norris seconded and the motion was unanimously approved.

(THE BOARD OF COMMISSIONERS ENTERED INTO EXECUTIVE SESSION AT APPROXIMATELY 2:55 P.M.)

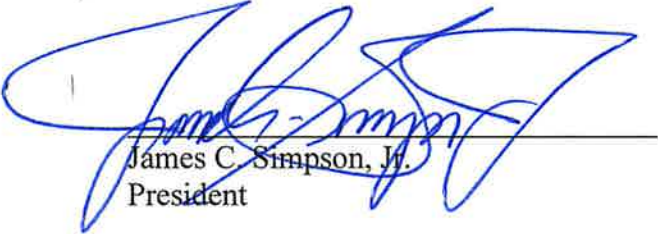
Commissioner Roberts moved to come out of executive session and return to open meeting. Commissioner Knesal seconded and the motion was unanimously approved.

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

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

The meeting adjourned at approximately 3:25 p.m.

Approved and Attested



James C. Simpson, Jr.  
President



Jack Norris  
Secretary