

MISSISSIPPI PORT AUTHORITY

BOARD OF COMMISSIONERS

REGULAR MEETING

November 18, 2021

Minutes of the Mississippi State Port Authority Board of Commissioners Meeting,
Thursday, November 18, 2021, at 2510 14th Street, Suite 1450, Gulfport, Mississippi at
which the following Commissioners and staff were present:

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

Staff: Jon Nass, CEO
Matthew Wypyski, Deputy Director/COO
Nick Foto, Deputy Program Manager
John Webb, Director of Engineering
Kim Purchner, Exec. Asst./HRO
DeeDee Wood, CFO
Errol LaRue, Govt. & Legal Affairs Manager
Kim Aguillard, Marketing & Media Manager
Shawn Meyer, Director of Operations
Mel Arsenault, Director of Grant/Workforce Dev.
Allison Chimenya, Marketing Specialist
Carlos Bell, Director of Public Engagement
Tammy Salisbury, Assistant Comptroller

Ben Stone, Legal Counsel
Mark Bond, Legal Counsel

Others: Philip Carter, MDA
Michael Sheely, Jacobs Engineering
Frank Morton, Retired
Rhett Hamiter, Seaman's Center
Bruce Newton, Digital Engineering
Mark Lishen, EGH Architects
Greg Schruoff, SSA Marine
David Machado, Machado Patano

Commissioner Roberts 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 Roberts.

The invocation was given by Carlos Bell, MSPA.

President E.J. Roberts administered the Oath of Office to incoming Commissioner Cowles E. Symmes, who was appointed to a 5-year term by Governor Tate Reeves, beginning November 8, 2021. Commissioner Symmes will fulfill the remainder of outgoing Commissioner Jack Norris' term, ending December 1, 2025.

PUBLIC COMMENTS:

Rhett Hamiter, International Seaman’s Center announced that Pastor Chris O’Brien would be leaving the Seaman’s Center at the end of 2021.

Commissioner Simpson moved to approve the Minutes from October 28, 2021.
Commissioner Rester seconded, and the motion was unanimously approved.

Commissioner Knesal moved to approve travel (Nov. 28 - Dec 2) Nass to Cartagena, Colombia; (Dec 5-8) Knesal, Simpson to San Diego, CA; (Jan 5-6) Nass, LaRue, Bell + Commissioners to Jackson, MS. Commissioner Rester seconded and the motion was unanimously approved.

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

DISBURSEMENTS THROUGH NOVEMBER 8, 2021			
BILLS FOR THE MONTHS OF OCTOBER AND NOVEMBER 2021 APPROVED AND PAID			
FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT			
CHK#	VENDOR	DESCRIPTION	CHK AMT
57786	AGJ Systems & Networks, Inc.	Computer Maintenance	4,640.50
57787	Alexander, Van Loon, Sloan	Audit Services	15,420.00
57788	B.E.A.R.	Grinder Pump	1,437.50
57789	Boot Outlet, LLC	Employee Safety Boots	2,309.25
57790	Sparklight	Internet Services	91.18
57791	CenterPoint Energy	Natural Gas Services	30.77
57792	CenterPoint Energy	Natural Gas Services	30.77
57793	Coast Concrete Company, Inc.	Concrete for Set Out Yard Driveway	910.00
57794	Cornett Bolt & Screw	Supplies for Crane Flipper Repairs	447.02
57795	Danny Miller Plumbing, Inc.	Backflow Preventer Certifications	1,600.00
57796	Dept. of Finance & Admin.	MMRS Quarterly Charges	254.75
57797	MS State Agencies S/I Workers Comp Trust	FY22 Unemployment Insurance	2,773.00
57798	Doorways, Inc.	Dole Warehouse Door Repair	4,700.00
57799	GulfEagle Supply-Gulfport MS 32	Roof Repair Supplies	91.28
57800	Fuelman	Fuel for MSPA Repairs	498.93
57801	Grainger, Inc.	Label Printer	192.20
57802	Great Southern Club	Monthly Dues and Business Expenses	152.88
57803	Isco Metals & Supply, LLC	Rebar for USM/DMR Piers Electrical Platforms	720.00
57804	Kalmar USA, Inc.	Replacement Lights for Spreaders	2,944.61
57805	Lowe's Home Center, Inc.	Janitorial Supplies	18.99
57806	Maritime Defense Strategy, LLC	Consulting Services	3,650.00
57807	Shawn Meyer	TWIC Card Renewal	125.25
57808	MS Power Company	Electricity	136,559.57
57809	Phillips Building Supply	Supplies for Chiller Repairs	1,649.82
57810	Portable Services, Inc	Portable Restroom Services	127.50
57811	RJ Young Company, Inc.	Printer Maintenance	482.56
57812	Rotolo Consultants, Inc. dba RCI	Landscaping Services	1,379.84
57813	Norma Jean Soroe	Transcription Services	394.48
57814	Waste Management	Waste Removal Services	699.14
57815	Zoro Tools, Inc.	Office Chair	284.56

TRANSFERS			
11/03/21	State School Insurance Fund/DFA	11/2021 Employee Health and Life Insurance	19,233.72

11/04/21	Public Employment Retirement	Retirement Match and Withheld	63,449.27
11/04/21	Deferred Compensation	Employee Deductions	1,682.50
		Total	<u>\$268,981.84</u>

FINAL CHECKLIST FOR NOVEMBER 18, 2021

BILLS FOR THE MONTHS OF OCTOBER AND NOVEMBER 2021 APPROVED AND PAID
FROM THE GROSS REVENUE FUND OF THE MS STATE PORT AUTHORITY AT GULFPORT

CHK#	VENDOR	DESCRIPTION	CHK AMT
57816	A-1 Elevator Service, LLC	Marine Research Facility Elevator Repair	4,865.00
57817	Advanced Marine, Inc.	Replacement Marine Radio for Surveillance	1,175.00
57818	AFLAC	Employee Deductions	1,683.06
57819	Kim Aguiard	Refreshments for Port Briefing and Tour	108.61
57820	AirGas Gulf States	Acetylene, Oxygen and Argon Cylinders	207.09
57821	Best Buy Stores, L.P.	Computer Adapter	79.22
57822	Sparklight	Cable Services	178.96
57823	Card Services	Travel Expenses	393.80
57824	Card Services	Repair Parts, Subscription Renewal and Thumb Drives	1,268.40
57825	Card Services	Travel Expenses	1,817.97
57826	Certex USA, Inc.	Hoist Ropes for Crane #3	21,383.50
57827	City of Gulfport	Water	3,937.48
57828	Sun Coast Business Supply	Office Supplies	280.78
57829	Core Logistical Solutions, LLC	Shed 50 Overhead Door Repairs	25,837.00
57830	Coast Concrete Company, Inc.	Concrete for Shed 50	1,820.00
57831	Collection Services Center	Employee Deductions	90.06
57832	C Spire Wireless	Cell Phone Services	1,020.46
57833	C Spire Business Solutions	Telephone/Internet Services	2,824.12
57834	DFA - Office of Insurance	FY22 Unemployment Insurance	2,773.00
57836	Docuphase, LLC	Software Maintenance Renewal	8,385.00
57837	ESL Power Systems, Inc.	Reefer Plug Assemblies	47,099.62
57838	Federal Express Corp.	Express Mail Services	73.39
57839	Fuelman	Fuel for MSPA Vehicles	501.77
57840	Gleem Paint Center	Paint for Shed 50 Restrooms	159.00
57841	Grainger, Inc.	Locksets for West Pier Guard Shack	402.54
57842	Guardian	Employee Deductions	1,814.92
57843	Hancock Bank	December Lease for Suite 1450	25,316.64
57844	Industrial & Crane Services, Inc.	Labor to Replace Hoist Ropes for Crane #3	18,000.00
57845	Robert J. Knesal	Per Diem	40.00
57846	Lowe's Home Center, Inc.	Repair and Maintenance Supplies	2,998.77
57847	McClatchy Company, LLC	Advertising	186.92
57848	MS Dept. of Human Services CRDU	Employee Deductions	156.00
57849	MS Gulf Coast Chamber of Comm.	Membership Dues	375.00
57850	MS Gulf Coast Chamber of Comm.	Sponsorship	650.00
57851	MS Pub. Employees Credit Union	Employee Deductions	445.00
57852	Jack Norris	Per Diem	40.00
57853	Pass Road Mini Storage, LLC	Storage Unit Rent	155.00
57854	Legal Shield	Employee Deductions	61.81
57855	Puckett Machinery Company	Telescopic Forklift Rental	2,312.50
57856	Quadient Leasing USA Inc	Postage Machine Rent	195.57
57858	Redd Pest Solutions	Pest Control Services	160.00
57859	Eluse J. Roberts	Per Diem	80.00
57860	Rotary Club of Gulfport	Membership Dues and Business Expenses	519.00
57861	Seal Electrical, Inc.	Electrical Services	6,866.78
57862	James C. Simpson, Jr.	Per Diem	80.00
57863	South Mississippi Business Machines	Copier Maintenance	569.00
57865	SSA Gulf Inc.	Office Trailer Rent for Cotton Compress	850.00

57866	Star Service Inc. of Mobile	HVAC/R Maintenance and Repair Services	201.00
57867	BXS Insurance, Inc.	Public Officials Bond for Cowles Symmes	440.00
57868	Stuart C. Irby Co.	Repair Parts for Guard Shack and Marine Research Facility	310.00
57869	Swetman Security Services, Inc.	Security Guard Services	61,148.48
57870	Southern Tire Mart, LLC	Tires for Unit #11	288.90
57871	Union Auto Parts	Blower Motor for Unit #12	82.80
57872	Vision Service Plan	Employee Deductions	234.88
57873	Waste Management	Waste Removal Services	402.24
57874	Paul Williams	Work Boots Reimbursement	125.00
57875	Zoro Tools, Inc.	Asphalt Patch for East Pier Repair	391.50
TRANSFERS			
11/10/21	Federal Tax Deposit	Payroll Tax Deposit	27,578.74
11/10/21	MS Department of Revenue	Employee Deductions	8,288.00
11/17/21	MS Department of Revenue	Sales Tax Payment	15,735.41
Total			<u>\$305,464.69</u>

Commissioner Knesal 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:

Steamship Agent: ISS Marine Service; Maritime Endeavors Shipping

Pilot: Murrell W. Hilton, III

Apprentice Pilot: Matthew Hilton

Commissioner Rester moved to approve the following progress payments: Balch & Bingham (\$18,680.00); Digital Engineering (\$31,620.75); Ray C. Weaver Mechanical Contractors (\$2,830.18); and Southern Exteriors Fence Co. (\$11,532.65). Commissioner Knesal seconded, and the motion was unanimously approved.

Commissioner Simpson moved to approve Cash Request #301 to Eley Guild Hardy (\$56,940.80); MSPA (\$10,822.90) and Wharton Smith (\$848,100.81) for a total of \$915,864.51. Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Knesal moved to approve Cash Request #302 to CH2MHill for a total of \$32,815.30. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Cash Request #303 to Wharton Smith for a total of \$177,952.07. Commissioner Simpson seconded and the motion was unanimously approved.

OLD BUSINESS:

Commissioner Rester moved to award a contract to Warren Paving, Inc. for the Paving Maintenance and Repair Project. Two bids were received with Warren Paving having the lowest bid of \$3,445,240.00. Commissioner Knesal seconded and the motion was unanimously approved.

Commissioner Rester moved to authorize the execution of a Grant Agreement with MARAD. The grant amount is \$15,760,000.00 and requires a non-federal cost share match of \$3,940,000.00 for a \$19,700,000.00 total program. Commissioner Knesal seconded and the motion was unanimously approved.

NEW BUSINESS:

Commissioner Rester moved to approve Work Order No. 21 with Digital Engineering under Contract No. 17-EN-04. Work Order No. 21 has a not to exceed amount of 200,698.00 for engineering and design work needed for various and somewhat comprehensive structural, mechanical, and electrical repairs and improvements to East Pier Shed 50 and shed 50 Addition. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Rester moved to authorize DeeDee Wood, CFO as Applicant Agent and Tammy Salisbury, Assistant Comptroller as Alternate Applicant Agent as MSPA Agents for FEMA and Hurricane Ida Disaster Assistance. Commissioner Simpson seconded and the motion was unanimously approved.

PORT RESTORATION/ENGINEERING UPDATE:

Nick Foto gave an update on the OEF construction and John Webb gave updates on the current engineering projects. Michael Sheely, Jacobs Engineering gave an update on the channel dredging with the US Army Corps of Engineers.

OPERATIONS REPORT:

Shawn Meyer, Director of Operations, reported on the maritime activity for the month of October 2021:

Vessels	15		Vehicles	11,005
TEU's	13,626		Railcar Count	978
Tonnage (short tons)	220,251			

The TEU's increased by 2% from 2020 and tonnage increased by 69%.

Matthew Wypyski reported on new cargo for Shed 50 and gave an update on dredging.

EXECUTIVE DIRECTOR'S COMMENTS:

We had public officials visit the port this week for a legislative briefing and the highlight was the participation from our tenants.

GENERAL COUNSEL'S COMMENTS:

Ben Stone had no comments.

MDA'S COMMENTS:

Philip Carter had no comments.

COMMISSIONERS' COMMENTS:

Commissioners welcomed new Commissioner, Cowles Symmes.

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 (lease negotiations). Commissioner Simpson seconded and the motion was unanimously approved.

(THE BOARD OF COMMISSIONERS ENTERED INTO EXECUTIVE SESSION AT APPROXIMATELY 1:30 P.M.)

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

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

Commissioner Simpson moved to amend the agenda to include to new items:

- 1) Resolution No. 21-02
- 2) First Lease Amendment between MSPA & Hancock Whitney Bank

Commissioner Rester seconded and the motion was unanimously approved.

Commissioner Rester moved to approve Resolution 21-02, which authorizes the execution of MSPA's right of eminent domain to acquire the MS Transportation Commission Property. Commissioner Simpson seconded and the motion was unanimously approved.

Commissioner Simpson moved to approve the First Lease Amendment between the MSPA and Hancock Whitney Bank, Landlord. The First Lease Amendment addresses the conflicting term in the original lease and confirms the 10-year term. The Amendment also changes the name of the landlord to Hancock Whitney Bank. Commissioner Rester seconded and the motion was unanimously approved.


Commissioner Rester moved to adjourn.

The meeting adjourned at approximately 2:55 p.m.

Approved and Attested



Robert J. Knesal
President



John Rester
Secretary

RESOLUTION NO. 21-02

The Board of Commissioners of the Mississippi State Port Authority at Gulfport ("MSPA") took up for consideration the matter of authorizing the MSPA to exercise the right of eminent domain in accordance with Miss. Code Ann. § 59-5-39, if necessary, for the limited purpose of facilitating the acquisition of certain real property from the Mississippi Transportation Commission ("MTC") located in the City of Gulfport, Mississippi (collectively, the "Property") as more particularly described as set forth on Exhibit "A" attached hereto and fully incorporated herein by this reference. Thereupon, Commissioner Simpson offered and moved the adoption of the following resolution:

RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE MSPA AUTHORIZING THE MSPA TO EXERCISE THE RIGHT OF EMINENT DOMAIN IN ACCORDANCE WITH MISS. CODE ANN. § 59-5-39 TO ACQUIRE THE MTC PROPERTY.

WHEREAS, in accordance with Miss. Code Ann. § 59-5-1, *et. seq.*, including, without limitation, Miss. Code Ann. §§ 59-5-11 and 59-5-23, the MSPA is authorized, among other things, to acquire, purchase, own and construct bulk loading or unloading facilities, warehouses and any other facilities required or incidental to the improvement, operation, development, and expansion of the Mississippi State Port at Gulfport (the "State Port") and make advancements and developments in the transportation system to accommodate for the import and export of cargoes and other goods to and from the State Port;

WHEREAS, the MSPA currently operates at its State Port facilities and infrastructure south of U.S. Highway 90 in Gulfport, along with various parcels of land north of U.S. Highway 90 that are used by the MSPA for the advancement of the transportation of import and export cargoes and other goods;

WHEREAS, due to a change in circumstances concerning the Port Connector Project (STP-1145-00(007), 101212/203000) (the "Project"), MTC has determined that the Property will not be used for purposes of the Project but should continue to be used to benefit the public;

WHEREAS, due to the size, location and proximity of the Property to the aforementioned State Port facilities, the MSPA has determined that the Property can be acquired by the MSPA for continued public use for the advancement, promotion and development of the State Port at Gulfport;

WHEREAS, the MSPA has completed its due diligence and has received an appraisal and review appraisal of each parcel making up the Property identifying a total fair market value determination of Four Million Six Hundred Sixty-Five Thousand and No/100 Dollars (\$4,665,000.00) and the MSPA is prepared to acquire the Property from MTC for the purposes set forth herein. A copy of each appraisal and review appraisal of the parcels making up the Property is attached hereto as composite Exhibit "B" and fully incorporated herein by this reference;

WHEREAS, MTC has expressed its agreement to convey the Property to the MSPA in exchange for the recited fair market value;

WHEREAS, the MSPA is authorized by Miss. Code Ann. §59-5-39 to acquire land and property by condemnation, and should it elect to exercise the right of eminent domain, it may proceed in the manner provided by the general laws of the state of Mississippi for procedure by any county, municipality or corporation organized under the laws of the state of Mississippi, or in any other manner provided by law;

WHEREAS, pursuant to Miss. Code Ann. § 59-5-39, the MSPA's power of eminent domain applies to property already devoted to public use including leaseholds, excepting interests in property owned by levee boards, drainage districts, or other flood control agencies;

WHEREAS, consistent with the public policy set forth in Miss. Code Ann. 59-5-3, the MSPA has determined that acquisition of the Property is a public necessity for the advancement, promotion and development of the State Port given the size, location and proximity of the Property to the aforementioned State Port facilities and the need for the MSPA to continue to make advancements and developments in the transportation system to accommodate for the import and export of cargoes and other goods to and from the State Port;

WHEREAS, because this Property was initially acquired by MTC for a public use related to the Project and upon the MSPA's acquisition thereof, the Property will continue to retain its public use designation, the MSPA has determined that, should it be deemed necessary after conducting good faith negotiations, the exercise of the MSPA's eminent domain authority is a proper exercise of the MSPA's power for the limited purpose of facilitating the acquisition of the Property from MTC in exchange for fair market value;

WHEREAS, the MSPA now desires to authorize the MSPA to attempt to acquire the Property from MTC by negotiations and thereafter to exercise the right of eminent domain in accordance with Miss. Code Ann. § 59-5-39 for the limited purpose of facilitating the acquisition of the Property from MTC in exchange for fair market value and hereby authorizes the MSPA, by and through its Executive Director, to notify MTC of its intention to acquire the Property by eminent domain and proceed with any such actions, including negotiations, to facilitate the acquisition as may reasonably be necessary and in the manner provided by the general laws of the state of Mississippi, or in any other manner provided by law.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE MISSISSIPPI STATE PORT AUTHORITY AT GULFPORT, AS FOLLOWS:

The MSPA, acting by and through the Board of Commissioners, hereby determines that the MSPA's exercise of its eminent domain authority under Miss. Code Ann. § 59-5-39 is a proper exercise of the MSPA's power for the limited purpose of facilitating the acquisition of the Property from MTC in exchange for fair market value and authorizes this resolution to be submitted to the Mississippi Development Authority for its review and joint approval of the findings set forth herein.

The MSPA, acting by and through the Board of Commissioners, hereby determines that acquisition of the Property is a public necessity for the advancement, promotion and development of the State Port given the size, location and proximity of the Property to the aforementioned State Port facilities and the need for the MSPA to continue to make advancements and developments in the transportation system to accommodate for the import and export of cargoes and other goods to and from the State Port.

The Board of Commissioners further approves the determination of total fair market value of Four Million Six Hundred Sixty-Five Thousand and No/100 Dollars (\$4,665,000.00) as set forth in the appraisal and review appraisal of each parcel making up the Property.

The Board of Commissioners further authorizes the MSPA to attempt to acquire the Property from MTC by negotiations and thereafter to exercise the right of eminent domain in accordance with Miss. Code Ann. § 59-5-39 for the limited purpose of facilitating the acquisition of the Property from MTC in exchange for fair market value and hereby authorizes the MSPA, by and through its Executive Director, to notify MTC of its intention to acquire the Property by eminent domain and to proceed with any such actions, including negotiations, to facilitate the acquisition of the Property as may reasonably be necessary and in the manner provided by the general laws of the state of Mississippi, or in any other manner provided by law.

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

	<u>Voted:</u>
Commissioner Rester:	<u>Aye</u>
Commissioner Symmes:	<u>Aye</u>
Commissioner Roberts:	<u>Aye</u>
Commissioner Knesal:	<u>Aye</u>
Commissioner Simpson:	<u>Aye</u>

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 18th day of November 2021.


E.J. Roberts, Commission President

