

COASTAL MISSISSIPPI SPECIAL CALL BOARD MEETING
July 13, 2022
OFFICIAL MINUTES

The Coastal Mississippi Board met Wednesday, July 13, 2022, at 8:30 a.m. in the Coastal Mississippi Boardroom located at 2350 Beach Blvd., Suite A, Biloxi, MS 39531.

Commissioners Present: Greg Cronin, President; Jimmie Ladner, Treasurer; Jackie Avery, Jr., Secretary; Ann Stewart, Bill Holmes, Janet McMurphy, Jerry St. Pé, Jim Williams, Kim Fritz, Richard Marsh, Rusty David, Thomas Sherman

Commissioners Absent: Blaine LaFontaine, Danny Hansen, Nikki Moon

Staff Members Present: Judy Young, Executive Director; Pam Tomasovsky, Director of Finance & Employee Relations Director; Zach Holifield, Director of Leisure Business Development; Duncan Ing, Executive Administrator

Others Present: Hugh Keating, Legal Counsel

President Greg Cronin called the meeting to order at 8:32 am.

1. Commissioner McMurphy made the motion to accept the agenda as presented. Seconded by Commissioner David. President Cronin called the question, with the following results:

Commissioner Avery, Jr.	Voted ---- Yes	Commissioner Marsh	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner McMurphy	Voted ---- Yes
Commissioner Fritz	Voted ---- Yes	Commissioner Moon	Voted ---- Absent
Commissioner Hansen	Voted ---- Absent	Commissioner St. Pé	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Stewart	Voted ---- Yes
Commissioner Ladner	Voted ---- Yes	Commissioner Sherman	Voted ---- Yes
Commissioner LaFontaine	Voted ---- Absent	Commissioner Williams	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, President Cronin declared the motion adopted July 18, 2022.

2. Commissioner David made the motion to approve the notice of the Special-Call Meeting, seconded by Commissioner Ladner. President Cronin called the question, with the following results:

Commissioner Avery, Jr.	Voted ---- Yes	Commissioner Marsh	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner McMurphy	Voted ---- Yes
Commissioner Fritz	Voted ---- Yes	Commissioner Moon	Voted ---- Absent
Commissioner Hansen	Voted ---- Absent	Commissioner St. Pé	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Stewart	Voted ---- Yes
Commissioner Ladner	Voted ---- Yes	Commissioner Sherman	Voted ---- Yes
Commissioner LaFontaine	Voted ---- Absent	Commissioner Williams	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, President Cronin declared the motion adopted July 18, 2022.

3. Commissioner St.Pe' made the motion to approve the Palladium Media Contract Agreement. Seconded by Commissioner David, President Cronin called the question, with the following results:

Commissioner Avery, Jr.	Voted ---- Yes	Commissioner Marsh	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner McMurphy	Voted ---- Yes
Commissioner Fritz	Voted ---- Yes	Commissioner Moon	Voted ---- Absent
Commissioner Hansen	Voted ---- Absent	Commissioner St. Pé	Voted ---- Yes

Commissioner Holmes Voted ---- Yes Commissioner Stewart Voted ---- Yes
Commissioner Ladner Voted ---- Yes Commissioner Sherman Voted ---- Yes
Commissioner LaFontaine Voted ---- Absent Commissioner Williams Voted ---- Yes
The motion having been duly made, seconded, and a favorable vote received from the Board,
President Cronin declared the motion adopted July 18, 2022.

4. Commissioner McMurphy made the motion to amend the budget by reallocating funds to pay for the Palladium Media Contract under the Marketing Department. Seconded by Commissioner Ladner, President Cronin called the question, with the following results:

Commissioner Avery, Jr.	Voted ---- Yes	Commissioner Marsh	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner McMurphy	Voted ---- Yes
Commissioner Fritz	Voted ---- Yes	Commissioner Moon	Voted ---- Absent
Commissioner Hansen	Voted ---- Absent	Commissioner St. Pé	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Stewart	Voted ---- Yes
Commissioner Ladner	Voted ---- Yes	Commissioner Sherman	Voted ---- Yes
Commissioner LaFontaine	Voted ---- Absent	Commissioner Williams	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board,
President Cronin declared the motion adopted July 18, 2022

5. Commissioner Fritz made the motion to approve the Southwind Enterprises Contract Agreement. Seconded by Commissioner McMurphy, President Cronin called the question, with the following results:

Commissioner Avery, Jr.	Voted ---- Yes	Commissioner Marsh	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner McMurphy	Voted ---- Yes
Commissioner Fritz	Voted ---- Yes	Commissioner Moon	Voted ---- Absent
Commissioner Hansen	Voted ---- Absent	Commissioner St. Pé	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Stewart	Voted ---- Yes
Commissioner Ladner	Voted ---- Yes	Commissioner Sherman	Voted ---- Yes
Commissioner LaFontaine	Voted ---- Absent	Commissioner Williams	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board,
President Cronin declared the motion adopted July 18, 2022

6. Commissioner McMurphy made the motion to amend the budget by reallocating funds to pay for the Southwind Enterprises Contract under the Communications and Engagement Department. Seconded by Commissioner Ladner, President Cronin called the question, with the following results:

Commissioner Avery, Jr.	Voted ---- Yes	Commissioner Marsh	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner McMurphy	Voted ---- Yes
Commissioner Fritz	Voted ---- Yes	Commissioner Moon	Voted ---- Absent
Commissioner Hansen	Voted ---- Absent	Commissioner St. Pé	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Stewart	Voted ---- Yes
Commissioner Ladner	Voted ---- Yes	Commissioner Sherman	Voted ---- Yes
Commissioner LaFontaine	Voted ---- Absent	Commissioner Williams	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board,
President Cronin declared the motion adopted July 18, 2022.

7. Commissioner Fritz made the motion to adjourn the meeting. Seconded by Commissioner McMurphy, President Cronin called the question, with the following results:

Commissioner Avery, Jr.	Voted ---- Yes	Commissioner Marsh	Voted ---- Yes
Commissioner David	Voted ---- Yes	Commissioner McMurphy	Voted ---- Yes
Commissioner Fritz	Voted ---- Yes	Commissioner Moon	Voted ---- Absent
Commissioner Hansen	Voted ---- Absent	Commissioner St. Pé	Voted ---- Yes
Commissioner Holmes	Voted ---- Yes	Commissioner Stewart	Voted ---- Yes
Commissioner Ladner	Voted ---- Yes	Commissioner Sherman	Voted ---- Yes
Commissioner LaFontaine	Voted ---- Absent	Commissioner Williams	Voted ---- Yes

The motion having been duly made, seconded, and a favorable vote received from the Board, President Cronin declared the motion adopted July 18, 2022.

PUBLIC MEETING NOTICE



The Mississippi Gulf Coast Regional Convention and Visitors Bureau d/b/a Coastal Mississippi will hold a Special-Call Board meeting for the purposes of the following:

Wednesday, July 12, 2022

8:30am-9:00am

**Coastal Mississippi Board Room
2350 Beach Blvd, Suite A
Biloxi, MS 39531**



AGENDA

**Coastal Mississippi
Special-Call Meeting
July 13 2022 Special-Call Meeting
Wednesday, July 13, 2022, 8:30 am - 9:00 am
Coastal Mississippi Boardroom**

- A. Call to Order- Greg Cronin
- B. Approval of Agenda
- C. Action to Approve Notice of Special-Call Meeting
 - 1. Palladium Media Media Contract Agreement- [Action Requested](#)
 - 2. Southwind Enterprises Contract Agreement- [Action Requested](#)
- D. Executive Session
- E. Adjourn
- F. Reminder:
 - 1. July Monthly Board Meeting and Budget Workshop- 8/2/2022 from 9:00AM- 3:00PM



ADVERTISING AGENCY AGREEMENT

THIS AGREEMENT made and entered into this **July 13, 2022**, by and between **Palladium Media, LLC**, a Texas limited liability company (the "Agency"), and **Coastal Mississippi** (the "Client").

I. APPOINTMENT

- a. The Client hereby designates the Agency to act as Temporary Media Director and provide temporary advisory support to Coastal Mississippi marketing efforts, effective **July 13, 2022** and Agency accepts such appointment and agrees to perform the services specified hereunder on behalf of Client.
- b. The Agency will make every effort to ensure Coastal Mississippi is positioned in the most positive position and this will be done so without bias to any one stakeholder/partner in the Tri-County area,

II. SCOPE OF AGENCY SERVICES

- a. The agency agrees to devote its best efforts and to exercise due care in providing the following services:
 - i. Provide Advertising/Marketing support including vetting insertion orders, meeting deadlines, providing traffic support, work with Media Agency (PETERMAYER) on strategy, media buys, placement and provide strategic interface.

III. AGENCY COMPENSATION

- a. The rate will be \$6500 per month for 60 days beginning July 13, 2022 and ending September 11, 2022. At which time this agreement may be extended if mutually agreed upon in writing by both parties. Payment shall be due and payable within 30 days from receipt of invoice from Agency.

IV. CONFIDENTIAL and SAFEGUARDING OF PROPERTY

- a. Client and Agency respectively agree to keep in confidence, and not to disclose or use for its own respective benefit or for the benefit of any third party (except as may be required for the performance of services under this Agreement or as may be required by law), any information, documents, or materials that are reasonable considered confidential regarding each other's products, business, customers, clients, suppliers, or methods of operation; provided, however, that such obligation of confidentiality will not extend to anything in the public domain or that was in the possession of either party prior to disclosure.
- b. Agency and Client will take reasonable precautions to safeguard property of the other entrusted to it, but in the absence of negligence or willful disregard, neither Agency nor Client will be responsible for any loss or damage.

V. INDEMNIFICATION

- a. Agency agrees to indemnify and hold Client harmless with respect to any claims or actions by third parties against Client based upon material prepared by Agency, involving any claim for libel, slander, piracy, plagiarism, invasion of privacy, or infringement of copyrights, except where any such claim or action arises out of material supplied by Client to Agency. However, if claims arise from matters with respect to which Agency has fully disclosed all the facts and circumstances concerning the matter and fully advised Client of the legal risk thereof and Client has elected to proceed, then Agency shall not be responsible for indemnifying Client for any related claims.
- b. This agreement is governed by Mississippi law. To the extent permitted by Mississippi law, Client agrees to indemnify and hold Agency harmless with respect to any claims or actions by third parties against Agency based upon materials furnished by Client or

where material created by Agency is substantially changed by Client. Information or data obtained by Agency from Client to substantiate claims made in advertising shall be deemed to be "materials furnished by Client."

WITNESS, the execution hereof on the day and year set forth hereinbelow.

CLIENT: Mississippi Gulf Coast Regional Convention and Visitors Bureau
d/b/a Coastal Mississippi

By: Judy Young Date: July 13, 2022
Title: Executive Director

AGENCY: Palladium Media, LLC

By: Tanya R. Pence Date: 7/13/22
Tanya R. Pence, President

Audio * Lighting * Production Management * Activations * Photo / Video

SOUTHWIND ENTERPRISES

Contract Agreement

Activation/Logistics Support

This contracted position will provide support for Birmingham, Atlanta, and other activations both internal and external to the Coastal Mississippi market and are overseen by the Communications Director.

Each activation will be paid, per activation at the flat rate of \$4,000 - \$5,000 (depending on length of activation) to the contractor with 50% of total month being paid in advance and 50% being paid behind

All materials, equipment, fulfillment, swag, and all other supplies are the responsibility of Coastal Mississippi and must be returned to Coastal Mississippi.

Effective July 13, 2022, for the period of 60 days and may be renewed by Coastal Mississippi.

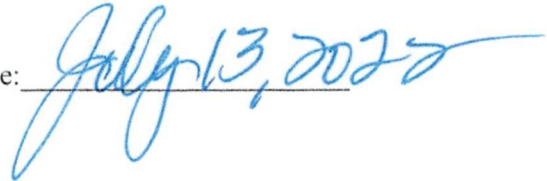
WITNESS, the execution hereof on the day and year set forth hereinbelow,

CLIENT: Mississippi Gulf Coast Regional Convention and Visitors Bureau d/b/a Coastal Mississippi

By: _____



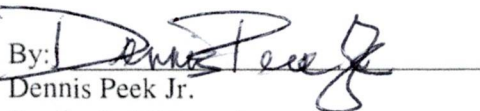
Date: _____



Title: Executive Director

AGENCY: Southwind Enterprises

By: _____



Dennis Peek Jr.
Southwind Enterprises
609 Lodge Creek Drive
New Braunfels Texas 78132
(830) 624-5174

Date: _____

