

**PORT OF SOUTH LOUISIANA  
REGULAR COMMISSION MEETING  
WEDNESDAY, AUGUST 15, 2018  
ADMINISTRATION BUILDING  
LAPLACE, LOUISIANA  
5:00 P.M.**



1. CALL TO ORDER.....PAUL ROBICHAUX
2. ROLL CALL.....PAUL ROBICHAUX
3. PLEDGE OF ALLEGIANCE.....JUDY SONGY
4. APPROVAL OF MINUTES ..... PAUL ROBICHAUX  
July 17, 2018
5. FINANCIAL REPORT .....JOEY MURRAY  
June 30, 2018
6. DIRECTOR'S REPORT.....PAUL G. AUCOIN
7. NEW BUSINESS & PUBLIC COMMENTS
  - A. CONSIDER ADVERTISEMENT FOR SALE OF DECK BARGE
  - B. CONSIDER 2<sup>ND</sup> AMENDMENT OF PROFESSIONAL SERVICES AGREEMENT BETWEEN THE PORT AND MEYERS ENGINEER-ADMINISTRATION BUILDING/BUSINESS CENTER
  - C. CONSIDER RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE FEDERAL AND STATE GRANT AGREEMENTS FOR RUNWAY 17-35 PAVEMENT REHABILITATION
  - D. CONSIDER AWARDDING THE EAST AND WEST CANAL CROSSING PROJECT AT THE PORT OF SOUTH LA EXECUTIVE REGIONAL AIRPORT TO LOWEST RESPONSIBLE BIDDER
  - E. CONSIDER RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO ENTER INTO A COOPERATIVE ENDEAVOR AGREEMENT AND LEASE AGREEMENT WITH PIN OAK TERMINALS
8. COMMITTEES' REPORT
9. ADJOURNMENT

CALLLED PURSUANT TO ARTICLE IJ OF THE PSL BY LAWS  
*America's Largest Tonnage Port*



P.O. Box 909 LaPlace, Louisiana 70069-0909 855.SLA.PORT 985.662.9278 www.portsl.com

**A REGULAR MEETING OF THE PORT OF SOUTH LOUISIANA  
COMMISSION HELD AT THE PORT OF SOUTH LOUISIANA ADMINISTRATION  
BUILDING ON WEDNESDAY, AUGUST 15, 2018**

**ITEM 1-CALL TO ORDER**

President Paul Robichaux called the Meeting to order at 5:00 p.m.

**ITEM 2-ROLL CALL**

Vickie Clark	Mr. Bazile
Mr. Bazile	Here.
Vickie Clark	Ms. Songy
Judy Songy	Here.
Vickie Clark	Mr. Murray
Mr. Murray	Here.
Vickie Clark	Mr. Scontrino; Absent
	Mr. Hickerson
Mr. Hickerson	Here.
Vickie Clark	Mr. Sellars; Absent
	Mr. Buckwalter
Mr. Buckwalter	Here.
Vickie Clark	Mr. Roussel
Mr. Roussel	Here
Vickie Clark	Mr. Robichaux
Mr. Robichaux	Here.

**ITEM 3. PLEDGE OF ALLEGIANCE**

Commissioner Songy led the Pledge of Allegiance.

**ITEM 4. APPROVAL OF MINUTES – JULY 17, 2018**

A Motion was offered by Mr. Murray and seconded by Ms. Songy that the Minutes from the Regular Commission Meeting held on July 17, 2018 be approved.

**YEAS** Stanley Bazile, Judy Songy, Whitney Hickerson, P. Joey Murray, Kelly Buckwalter, Robert Roussel, D. Paul Robichaux

**NAYS** None

**ABSTAIN** None

**ABSENT** Patrick Sellars, Joseph Scontrino, III

**ITEM 5. FINANCIAL REPORT- June 30, 2018**

Mr. Murray Financial Report is in your compendium. I would like you to take a note that we are doing probably little better than average with the.... I would also like to make a Motion that we ratify the payment of the bills for June, 2018.

A Motion was offered by Mr. Murray and seconded by Mr. Bazile that the June 30, 2018 Financial Report be approved and that the payment of bills be ratified.

**YEAS** Stanley Bazile, Judy Songy, Whitney Hickerson, P. Joey Murray, Kelly Buckwalter, Robert Roussel, D. Paul Robichaux

**NAYS** None

**ABSTAIN** None

**ABSENT** Patrick Sellars, Joseph Scontrino, III

**ITEM 6. DIRECTOR'S REPORT**

Mr. Aucoin Thank you, President Robichaux. The Globalplex Vessel/Barge/Truck Activity – General Cargo Dock....The Port received one (1) vessel and thirty-two (32) barges handling frac sand at our General Cargo Dock during the month of July.

Thirteen (13) barges handling cement were received at the Bulk Dock during the month of July.

The Vessel Count in Port District – January through July, 2544 vessels; that's 205 less than the same period last year, but we are catching up, last month it was 224 so we picked up a lot there.

Barge Count - January through July 2018, 36,088 barges and that is 3,050 less than last year, but it was 3,600, so it picked up a lot, closed that gap.

Truck Traffic at Globalplex for July, 2018 -- 2,853 trucks

Marine Operations continue to conduct patrols of the Mississippi River in our region including the assistance to the United States Coast Guard in boarding six (6) vessels during their July inspections.

During the month of July, we responded to several calls including on July 19<sup>th</sup> Port and Pontchartrain Levee District units responded to a suspicious vehicle behind the levee in St. Charles Parish. Upon arrival they found two males armed with a rifle who were taken into custody without incident.

On July 27, St. Charles Emergency Operations Center contacted the MSOC in reference to a jumper off the Hale Boggs Bridge. The Responder as well as two PSL deputies were sent to the area and assisted in the search for several hours. The body was recovered two (2) days later.

On August 03, a Pontchartrain Levee District Officer and St. Charles Emergency Operations Center contacted MSOC to advise of a fire at the IMTT dock. The Port immediately responded with a vessel to offer assistance.

Activities at Globalplex. Administration Building or Business Development Center that is a \$9.6M Capital Outlay Project. Meyer expects to have the 95% construction documents ready to submit to Facility Planning and Control in September. An amended agreement for the additional work which includes the design of the entranceway, fencing, sidewalk, landscaping along River Road and drainage is on the agenda tonight.

Building 19 The contractor has completed construction of the entrance roadway, interior slab transition and installation of lighting. The remaining work that needs to be done is relocation of fencing and installation of new entrance swing gate. This project should be completed this month. That's a \$250K project.

Building 71 – Holcim Lafarge, \$2.8M project. It has been approved by LADOTD Facility Planning and Control and is ready to award. The award of this project is ready to be sent out as soon as we receive the signed agreement from Lafarge/Holcim which is expected this week.

General Cargo Dock Retrofitting Project and Crane Project \$18.7M Capital Outlay Project.

The coordination of the crane procurement technical specs is ongoing. Dock electrical and water line improvement 65% level plans have been prepared and submitted by Providence Engineering. Preparation of dock retro-fit and reinforcement plans and specifications are ongoing with 95% level review submittal almost completed.

St. Charles Rail Yard Project which is a Capital Outlay \$8.7M Project- we are still waiting for Facility Planning and Control to approve the final plans for the St. Charles Rail Yard Project. These plans were submitted in March. I did contact Mark Moses with Facility Planning and Control to see if we could get a commitment as to when we would receive approval to move forward. He stated he will have a better idea next month, so I will follow-up with him.

Executive Regional Airport - The total number of aircraft take-off and landings: 880 Total Fuel sales revenues \$6,554.

The Port received 14 bids for the East and West Canal Crossing Project at the Airport, that's two new limestone access roads will be constructed. After reviewing the bids, our Engineers recommendation to award the bid is on the agenda tonight.

National Aviation Day will be celebrated at the airport with a fly-in and refreshments on August 18th from 10:00 AM – 1:00 PM.

The Airport received a grant from the Louisiana Tourism office to promote the Andouille Festival Fly-In which is going to be held on October 20th.

The St James News Examiner is the Port's official journal for this upcoming year.

The Fall Port Log should be ready for delivery in the latter part of September.

Dr. Jay Clune, President and Monique Crochet, Executive Director for External Affairs with Nicholls State University visited the Port on July 18 and then I visited Dr. Clune on July 23rd to take a photo with the entire group that works with the Coastal Restoration Program at Nicholls State University.

I also attended the Bond Commission Meeting on July 19.

Roy and I met with Evoniks and Associated Terminals to discuss an opportunity to work together. The meeting went very well and they will be working together.

Brian Cox attended the AAPA Security Seminar in Chicago from July 24-27<sup>th</sup>.

Jim Weyerman with Environmental Defense Fund reached out to me to see how Restore Mississippi River Delta Coalition can better understand issues facing Louisiana ports and how coastal land loss/restoration affects Ports. I introduced Mr. Weyerman to PAL and he is scheduled to present at the September PAL meeting.

Roy attended the quarterly Freight Round Table Meeting on July 25<sup>th</sup>.

The Bertel Award luncheon honoring William Bergeron, Past Commissioner of the Port of New Orleans was held on July 25. Attending from the Port were Commissioner Paul Robichaux, Roy, Dale, Patti and myself.

Roy and Linda attended the bi-monthly St. James Business Association Dinner Meeting on July 26.

On Friday the 27<sup>th</sup> a group from the FBI visited the Port. Lester coordinated the visit which included a vessel tour on the River after a roundtable discussion with Lester and myself about port security.

That same day Steve Varnado with Plains and I met to discuss upcoming plans at their site, Plains site in St. James.

On July 31<sup>st</sup> the Judge, Mike Patorno and I met at SOLAPORT with a prospect interested in bringing a limestone project to the Port.

I met with Chris John, President of Louisiana Mid-Continent Oil & Gas Association to discuss the YCI project. That's the Chinese Yao Wang.

Mike Patorno and I met with the NOBRA Pilots to discuss a location on the River for the Port's container project. They approved our proposal.

Linda and I have attended several Meetings scheduled by Llogic with Parish officials and residents in St. James Parish and officials in St. John, and of course that is regarding the Petroplex project.

Dale and I met with Dr. Dale Doty immediately before attending the River Parish Community College Board Meeting for a signing and photo op with regards to the Cooperative Endeavor Agreement between the Port and River Parish Community College for the educational maritime work training course.

I attended the World Trade Center Transportation Committee Meeting on August 6<sup>th</sup>.

The Department of Transportation Secretary Elaine Chao and Senator Cassidy met with port officials on August 8th at the Port of New Orleans. They were interested in the challenges and opportunities of the multipurpose port systems of South Louisiana. The five (5) ports in South Louisiana have been receiving recognition for their importance.

As a side note, I am happy to report that after the meeting ended I went to introduce myself to Secretary Chao and asked if I could leave these two documents with one of her assistants, so they could learn a little more about the Port and she told me no, she said she want to read them herself. She heard about our Port and wanted to read them herself. So, I gladly gave her the documents to read herself. It turned out better than I expected.

On August 9th, Roy, Buddy and I attended the PAL Meeting in Baton Rouge. PAL is in the process of selecting a new Executive Director to replace Gary LaGrange. As an officer of PAL, I am on the selection committee.

Roy coordinated a boat tour on August 10th for Mary Schesinger with Senator Kennedy's office, Dave Cavelle with Congressman Graves's office and Zach Monroe with Sabiston Consultants.

I attended the World Trade Center Board of Director's Meeting on August 14<sup>th</sup>, yesterday.

This morning, Roy, Vincent and I met with Gerald Babin and Louisiana Airport Priority Program representatives to begin discussions on the Airport Capital Improvements Program.

The Business Development Report and Engineering Report can be seen on your surface tablets.

That concludes my report. Thank you, Mr. President, any questions?

Mr. Hickerson I have a question. Can you elaborate a little bit on the meeting you had with Linda and the Parish with Llogics?

Paul Aucoin Yes, well actually probably by now it has been more than one meeting. We've been going around meeting various groups in St. James Parish to help explain to them the Llogic proposal and the use of the land formerly known as Petroplex. We met with school board officials, there was another meeting with some council persons, that I was not able to attend, and some school board officials and other lay persons. As the meetings develop, we attend, whoever is available they attend. So far as, I can understand, they are glad they have the meetings because it clears a lot of misconception of what they had originally and so in that respect I think

from the point of view with the citizens, I think it's going very well, but it remains to be seen.

Mr. Hickerson The citizens that attended the meeting were they from Vacherie, Magnolia, St. Phillip?

Mr. Aucoin That was the meeting I missed, but from what I understand they were from the Vacherie area...the Vacherie/ Magnolia area...with the councilwoman that they have...

Mr. Hickerson Vondra Steib

Mr. Aucoin Yes, Vondra... Vondra Steib

Mr. Roussel Are the meeting that are set up with special invitations?

Mr. Aucoin I get notified from the engineering firm AECOM.

Mr. Robichaux Mike Patorno.

Mr. Aucoin Mike Patorno, sort of sets them up. Is Mike here today?

Mr. Robichaux I saw him earlier.

Mr. Aucoin Patti gets the email.. If I can make it, I try to attend. Only if I can make it, because I'm not involved in the early planning stages. Some of them I can make and some of them I already have things on my calendar.

Mr. Hickerson: In the future if you have any, or if Mike set up any I would like to know about it.

Mr. Roussel Me too...

Mr. Aucoin If you don't mind, send me an email.

Mr. Robichaux Alright any other questions of my Executive Director? If not, we will move on to the new business.

## **ITEM 7. NEW BUSINESS**

Mr. Robichaux Public Comments?



**ITEM 7A. CONSIDER ADVERTISEMENT FOR SALE OF DECK BARGE**

Mr. Aucoin Thank you Mr. Robichaux. The Port owns a deck barge which is in very poor condition that is not being used and in Brian’s opinion becomes a problem during high and low water conditions on the river. The survey for the barge with confidential market value is included in your compendium – the Port would like to proceed with selling it. I recommend authorizing the advertisement to sell the deck barge.

A Motion was offered by Mr. Hickerson and seconded by Mr. Murray that Port of South Louisiana Commission do hereby an authorize the Administration to advertise for sale of deck barge.

- YEAS** Stanley Bazile, Judy Songy, Whitney Hickerson, P. Joey Murray, Kelly Buckwalter, Robert Roussel, D. Paul Robichaux
- NAYS** None
- ABSTAIN** None
- ABSENT** Patrick Sellars, Joseph Scontrino, III

Mr. Aucoin: I would ask that you keep the price you have access to, keep it confidential. We certainly don’t want any bidders to know what we appraised it at. It’s like bidding against ourselves.

**ITEM 7B. CONSIDER 2<sup>nd</sup> AMENDMENT OF PROFESSIONAL SERVICES AGREEMENT BETWEEN THE PORT AND MEYERS ENGINEER ADMINISTRATION BUILDING/BUSINESS CENTER**

Mr. Aucoin Thank you Mr. Robichaux. Meyer Engineer is moving forward with our plans for the Administration Building project. Before you is an amendment to their professional services agreement in the amount of \$64,456 for design, plans, bidding and overseeing construction for additional services for the entranceway, fencing, sidewalk, landscaping along River Road and drainage. Also included in the amendment is additional services for pile testing coordination, the U.S. Corp of Engineer permit and DOTD permit for an estimated

amount of approximately \$27,000. I recommend approval of this amendment.

A Motion was offered by Mr. Murray and seconded by Mr. Roussel that the Port of South Louisiana Commission do hereby authorize the Executive Director to execute the 2<sup>nd</sup> Amendment of Professional Services Agreement between the Port and Meyers Engineer administration building/business center in the amount of \$64,456.00.

<b>YEAS</b>	Stanley Bazile, Judy Songy, Whitney Hickerson, P. Joey Murray, Kelly Buckwalter, Robert Roussel, D. Paul Robichaux
<b>NAYS</b>	None
<b>ABSTAIN</b>	None
<b>ABSENT</b>	Patrick Sellars, Joseph Scontrino, III

**ITEM 7C. CONSIDER RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE FEDERAL AND STATE GRANT AGREEMENTS FOR RUNWAY 17-35 PAVEMENT REHABILITATION**

Mr. Aucoin Thank you, President Robichaux. This resolution will allow me to execute the Federal and State Grant agreements for Runway 17-35 Pavement Rehabilitation. The Port submitted an application for the design of this project – Phase 1. The proposed design of this project will be funded 90% with Federal funds and 10% with LADOTD State grant funds under the Airport Improvement Plan. I recommend approving this Resolution so we can move forward with the design of our runway rehabilitation project.

A Motion was offered by Mr. Bazile and seconded by Mr. Murray that a resolution be passed authorizing the Executive Director to execute federal and state grant agreements for Runway 17-35 Pavement Rehabilitation.

<b>YEAS</b>	Stanley Bazile, Judy Songy, Whitney Hickerson, P. Joey Murray, Kelly Buckwalter, Robert Roussel, D. Paul Robichaux
<b>NAYS</b>	None

**ABSTAIN** None

**ABSENT** Patrick Sellars, Joseph Scontrino, III

**ITEM 7D. CONSIDER AWARDING THE EAST AND WEST CANAL CROSSING PROJECT AT THE PORT OF SOUTH LA EXECUTIVE REGIONAL AIRPORT TO LOWEST RESPONSIBLE BIDDER**

Mr. Aucoin The Port received 14 bids for this project on August 7, 2018. The low bid was submitted by Onshore Materials of Thibodaux with a bid amount of \$194,887. Professional Engineering Consultants (PEC) recommends awarding the bid to them. As a reminder, the funding for this project is through a LDOTD Aviation Grant which will require a \$20,000 Port match. I recommend awarding this work to Onshore Materials.

A Motion was offered by Mr. Buckwalter and seconded by Mr. Roussel that the Port of South Louisiana Commission award the east and west canal crossing project at the Port of South Louisiana Executive Regional Airport to Onshore Materials with the bid amount of \$194,887.

**YEAS** Stanley Bazile, Judy Songy, Whitney Hickerson, P. Joey Murray, Kelly Buckwalter, Robert Roussel, D. Paul Robichaux

**NAYS** None

**ABSTAIN** None

**ABSENT** Patrick Sellars, Joseph Scontrino, III

**ITEM 7E. CONSIDER RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO ENTER INTO A COOPERATIVE ENDEAVOR AGREEMENT AND LEASE AGREEMENT WITH PIN OAK TERMINALS**

Mr. Aucoin Thank you, President Robichaux. This Resolution will allow the Port to enter into a Cooperative Endeavor Agreement and Lease Agreement with Pin Oak Terminals. Pin Oak desires to expand their facility with a second dock. The Port (in the interest of the parish with the jobs and commerce created by this expansion) has agreed to acquire the batture property for the dock and to lease the property to Pin Oak under a long-term lease. I recommend approving this Resolution which will allow the dock expansion. But I would like to at this point and time, to turn it over to Troy

Villa who can give a better detail or more detailed explanation of what is actually taking place.

Troy Villa Good afternoon, this is the property that we have talked about in other meetings -acreage batture property in St. John the Baptist Parish in Mount Airy, possibly 7.16 acres about 650 linear feet off the river. We are at the point now where we are signing things - port's acquisition of property, potential lease and CEA. That is what this is about tonight. I believe the Resolution addresses all of those.

Just some background about the property, the property consists of seven (7) severed tracks, the batture side of the levee near Mount Airy. All of them in varied degrees of linear footage...50 to little over a 100ft....again approximately 7.14 acres which takes it up to the high crest of the levee.

The ownership of the property is very diverse. All of the tracts are separately own except two (2); two are owned by the same family. There are numerous heirs. There have been searches and inquiries. Couple of the tracts are singularly owned by a family or two (2) families ...for the most part they are the immediate heirs.

The last few months we have done a lot of title work. We have done a lot of contacting many of the heirs personally, I have spoken to him myself. It has gone fairly well. Many are interested in selling their property. We have a couple who own one of the larger tracts, one owned by two brothers, they both have agreed to sell. While there is a lot of interest in selling the property, there has been a lack of succession work done on the land. The property has been inherited but not legally vested in them. There is a lot of work to be done. While they are interested in doing that they really don't have title to sell the property. What we would do is if the Port approved expropriation of it... because it is little value to them individually... we would ask the Port to appoint succession representatives with those families who successions have not been opened are commenced to represent their interest in determining fair value first, properly identifying who they are and eventually the disbursement of their portion of property so that they all are represented. We believe through that process the Port will be able to get legal title to it and move forward from there.

The expropriation proceeding would be required because of the urgency in moving the project that is proposed forward ...which I will get to in a second. Handling the successions in advance of all that would be very cumbersome and a lot of huge time delay. We are not even sure is they would be interested in going forward with it. The Court can appoint a Succession Representative or Curator to represent their interest and the money will always be there to sort of

claim. The Port would pay for the property. Its value is determined by the Court. There may be a representative challenging the value of maybe two of them...then we would go from there.

The Property has been appraised by two (2) appraisers. Collectively, the low appraise property is right over \$600,061.000 on a combined basis. Most of the tracts are in a \$100,000 range, some lower than that.... smaller linear footage. All of this is tied to the need of public purpose and that is that at tenant next door to the property, Pin Oak Terminals need to expand a docking facility there which will promote economic development for that Parish obviously jobs. It is going to increase tax revenue and ship more commodity and so on.... there is an economic development benefit that would derive from us doing that.

We worked out the terms of how we would leased property to Pin Oak and they have signed off on these terms. The agreement we would sign off on with Pin Oak would be from the extent that the Port acquires this property. These would be the terms of the lease and that way we would have the Ports and Pin Oaks commitment to the lease the property once we got title to it. Again, they are all tied together. We did not want to proceed and ask the Court to acquire it unless we had a use for it and Pin Oak provides that use and it is a public use for it.

The terms of the lease in broad strokes are: a sixty (60) year lease with two (2) options for Pin Oak to renew it... assuming they are not in default...two ten (10) year periods. It is an eighty (80) year lease. Property is not used in any commerce so the Port acquiring it does not disrupt any commercial or residential use of the property for many years it appears. It is just the batture side of the property of this area.

The lease would allow Pin Oak to construct the dock facility on it at their cost. They would transfer title to dock upon its completion. The dock ownership would remain with the Port at the termination of the lease. The lease and the terms would be that the first ten (10) years ...the greater value of the fair lease value of the property as determined by an appraiser of the area or the Port's acquisition cost for the property including all hard costs that occurs in doing that plus a four (4%) percent return would be paid over that period. The Port would have basically have recovered its investment plus four (4%) percent in first ten (10) years of the lease. In addition to that there is a CPI adjustment so that the lease would adjust upon the rising of the Consumer Price Index every year. It is a formula for that. Every ten (10) year period after that. The property would be lease to Pin Oak at the fair rental value of the property. That would be the raw land because Pin Oak is constructing the dock itself which the Port if is going to own at no additional cost to it. Every ten (10) year we would look at the value...the appraisal and that would be the value for the next ten (10) years plus the CPI adjustment every year as well. Right now, we estimate the Port's

acquisition of the property to be close to a million dollars...than that would be amortize over the first ten (10) years. If the Port later was obligated to pay more compensation to additional landowners or anything else dealing with the property the lease builds in an additional rental cost. We would be receiving the additional cost over a ten (10) year period from when we paid.

After two years if there are heirs that come forward and the Court awards more money than initially deposited that money would come back to the Port over ten (10) years at same rate four (4%) percent continuously there forward. The lease has in it what would normally be standard terms with Pin Oak being totally responsible for insurance, operations, subject to our rules and regulations, safety or otherwise. The buildout would be subject to our engineers certifying and reviewing the plans like any other structure definitely permitted on properties.

It provides for a pilot payment in addition to that of \$60,000 a year which should be paid and distributed amongst the local taxing districts. The Port acquiring the property there would mean no tax collected from them. I think I mentioned to you in a prior meeting that many of these properties or not even assessed because they lost track of how to find the heirs to the property. This would be additional monies to the local taxing districts that currently is not available. I believe that kind of sums it up. I am happy to answer any other questions.

Mr. Hickerson            Mr. Villa, for the purpose of this Resolution...we are talking about the batture?

Troy Villa                Yes, sir.

Mr. Hickerson            But in some of the parcels the description mentions a starting point from the railroad tracks.

Troy Villa                Yes, actually the property description that we would be asking the Court to award us or based on what a surveyor has determined it to be...the dimensions ...the starting point would be the levee to the river. The old property descriptions go passed the levee, passed the highway on to the other side. We are only asking to acquire the portion from the levee to the river. In a sense, we are asking the Court to partition the property that way. Some of these tracts do not extend beyond the top of the levee. But those that do ...those properties would still be owned by the family.

Mr. Roussel              For my knowledge, most of the people that owns this property has agreed....

- Troy Villa I wouldn't say all of them but a large majority. The ones that have not agreed it is more about price, its is not about anything else. They have no use for the property. One family has asked for three (3) times the highest appraised value. The Port can't entertain that obviously. Others want to sell more property than what the project requires. Again, the Port can't acquire that because they can only acquire what is actually documented for the project.
- Mr. Roussel The total dollar for the 7.16 acres is close to a million dollars.
- Troy Villa When you add hard cost and everything- right. The lowest appraised value is roughly \$600,060.00 and we are building in that...but the calculation of lease payment is just an estimate. When we end up knowing what we paid we will itemize the cost and agree to the amortization for the first the ten (10) years.
- Mr. Robichaux The pilot payments of \$60,000 is in addition to what they are already paying.
- Troy Villa Correct. This is only for this property not for any other properties that they are leasing from the Port.
- Mr. Robichaux Just wanted to make the point because there is a distinction.
- Troy Villa If there is any products stored on Dock #2 it is calculated in the pilot payment being made. There would not be any escaping pilot payments that we agreed to in the previous CEA. There is a CEA attached to the Resolution as well which basically memorializes that \$60,000 payment that President Robichaux describes.

Mr. Aucoin read the Resolution aloud:

***RESOLUTION***

*A resolution authorizing the Port of South Louisiana to acquire certain property located near Mt. Airy, Louisiana, in St. John the Baptist Parish consisting of approximately 7.16 acres of river batture property by means of private sale and, if required, through expropriation; and providing for other matters in connection therewith.*

**WHEREAS**, the Port of South Louisiana (the "Port") is a political subdivision of the State of Louisiana (the "State") and a port, harbor, and terminal district created and existing pursuant to Chapter 30 of Title 34 of the Louisiana Revised Statutes of 1950, as amended (La. R.S. 34:2471 through 2477, inclusive), and other relevant constitutional and statutory authority (the "Port Statutes");

**WHEREAS**, the Port currently owns property located within the jurisdiction of the Port near Mt. Airy, Louisiana, in St. John the Baptist Parish (the "Parish"), which it leases to Pin Oak Terminals, LLC (the "Company") pursuant to a long-term lease for the operation of a liquids storage tank facility (the "Pin Oak Facility");

**WHEREAS**, the Company has expressed to the Port its desire to expand its operations through the construction and operation of a dock facility in furtherance of its liquids storage tank facility (the "Project");

**WHEREAS**, the current Pin Oak Facility is insufficient to accommodate the Project;

**WHEREAS**, the Port has identified additional property, consisting of approximately 7.16 acres of river bature property, adjacent to the Pin Oak Facility that is currently unoccupied and not used for any commercial or residential purposes, which is more fully described on Exhibit A attached to this Resolution (the "Additional Property"), which the Port would seek to acquire and lease to the Company pursuant to a long-term lease in substantially the form of, and subject to the terms contained in, the Agreement to Lease attached to this Resolution as Exhibit B (the "Agreement to Lease");

**WHEREAS**, the Port's acquisition of the Additional Property and lease to the Company would be consistent with the Port's mission and provide a strategic advantage to the Port in the promotion of industrial development within its territorial jurisdiction;

**WHEREAS**, La. Const. Art. VII, §14(C) provides that for a public purpose, political subdivisions of the State may engage in cooperative endeavors with any public or private association, including the Company;

**WHEREAS**, economic development has been declared to be a valid public purpose and the economic benefits to the Port and St. John the Baptist Parish resulting from the Port's acquisition of the Additional Property and entering into the Agreement to Lease, namely increased employment, payroll and tax revenue are projected to exceed the value of the obligations of and incentives undertaken by the Port.

**WHEREAS**, the Board of Commissioners of the Port of South Louisiana (the "Board"), and its officers, board of directors, and agents, have determined that acquisition, and the industrial development, of the Additional Property by the Port, and leasing the Additional Property to the Company will provide a positive economic impact to the Parish and the State of Louisiana, and is



*necessary to enhance and maintain commerce and the economic well-being of the Port, the Parish and the State of Louisiana;*

***NOW THEREFORE, BE IT RESOLVED*** by the Board of Commissioners of the Port of South Louisiana, acting as governing authority of the Port of South Louisiana, that:

*SECTION 1. Whereas Clauses Adopted. The foregoing whereas clauses are hereby adopted as set forth in the preamble to this Resolution.*

*SECTION 2. Approvals. The Board hereby approves the Port's acquisition of the Additional Property.*

*SECTION 3. Authorization. The Board hereby authorizes the either President, Secretary of the Board and/or Executive Director (each an "Authorized Officer"), or any one of them, on behalf of the Port to undertake the following, and hereby ratifies any and all actions previously taken by such Authorized Officers on behalf of the Port with respect thereto:*

- 1. continue to conduct through third party consultants and advisors, all necessary due diligence with respect to the proposed acquisition of the Additional Property;*
- 2. enter into negotiations with all persons holding an ownership interest in the various parcels of immovable property that comprise the Additional Property with respect to the voluntary sale and purchase of the Additional Property at prices that are not less than the lowest appraised value of such property and not greater than the highest appraised value of such property;*
- 3. with respect to any voluntary sale and purchase, to enter into such agreements as are necessary to acquire such portion(s) of the Additional Property from all persons holding an ownership interest in the various parcels of immovable property that comprise the Additional Property in accordance with the terms of negotiations with such parties;*
- 4. to the extent good faith efforts to acquire the Additional Property, or any portion thereof, by voluntary sale and purchase are unsuccessful, to institute expropriation, or eminent domain, proceedings in a court of competent jurisdiction to acquire such portions of the Additional Property, and to perform all actions necessary as ordered by the court in order to complete acquisition of such portions of the Additional Property;*
- 5. with respect to any portion of the Additional Property for which all persons holding an ownership interest in the such parcel of immovable property have not been identified or located, to request a court of competent jurisdiction to appoint one or more judicial curators, succession representatives and/or provisional administrators for such parties as provided by applicable law in order to proceed with the acquisition of such portions*

*of the Additional Property, and to perform all actions necessary as ordered by the court in order to complete acquisition of such portions of the Additional Property*

6. *to enter into the Agreement to Lease with the Company substantially on the terms set forth in Exhibit B, but authorizing each Authorized Officer to modify the terms of the Agreement to Lease prior to its initial execution for reasons that are in the best interest of the Port;*
7. *to take all actions that each Authorized Officer believes is necessary and reasonable in furtherance of the foregoing, including the authority to execute any and all other documents, certificates, instruments, and writings as may be necessary to carry out the purposes of this Resolution;*
8. *to contract with or engage all legal counsel, consultants or other advisors as may be necessary to carry out the purposes of this Resolution;*
9. *to expend funds of the Port in order to acquire the Additional Property and pay all third party expenses incurred therewith, in accordance with the purposes of this Resolution; and*
10. *to enter into a Cooperative Endeavor Agreement with respect to the above-described project substantially on the terms set forth in the Cooperative Endeavor Agreement Exhibit C attached to this Resolution, but authorizing each Authorized Officer to modify the terms of the Cooperative Endeavor Agreement prior to its initial execution for reasons that are in the best interest of the Port.*

*SECTION 4. The Authorized Officers are hereby authorized to do any and all things necessary and incidental to carry out the provisions of this Resolution.*

A Motion was offered by Mr. Murray and seconded by Mr. Buckwalter that a Resolution be passed authorizing the President and Executive Director to enter into a Cooperative Endeavor Agreement and Lease Agreement with Pin Oak Terminals.

**YEAS** Stanley Bazile, Judy Songy, Whitney Hickerson, P. Joey Murray, Kelly Buckwalter, D. Paul Robichaux

**NAYS** None

**ABSTAIN** Robert Roussel

**ABSENT** Patrick Sellars, Joseph Scontrino, III

**ITEM 8. COMMITTEE REPORTS**

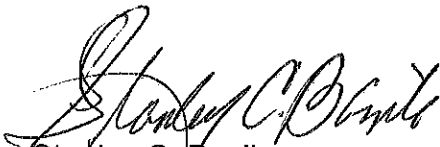
Mr. Robichaux      Any Committee Reports?    No.


**ITEM 9. ADJOURNMENT**

A Motion was offered by Mr. Murray and seconded by Mr. Roussel that the Meeting be adjourned.

<b>YEAS</b>	Stanley Bazile, Judy Songy, Whitney Hickerson, P. Joey Murray, Kelly Buckwalter, Robert Roussel, D. Paul Robichaux
<b>NAYS</b>	None
<b>ABSTAIN</b>	None
<b>ABSENT</b>	Patrick Sellars, Joseph Scontrino, III

The meeting adjourned at 5:44p.m.

  
Stanley C. Bazile  
Secretary

  
D. Paul Robichaux  
President

August 15, 2018

**PORT OF SOUTH LOUISIANA**  
**August 15, 2018**

The following resolution was offered by Commissioner Murray and seconded by Commissioner Buckwalter:

**RESOLUTION**

A resolution authorizing the Port of South Louisiana to acquire certain property located near Mt. Airy, Louisiana, in St. John the Baptist Parish consisting of approximately 7.16 acres of river bature property by means of private sale and, if required, through expropriation; and providing for other matters in connection therewith.

**WHEREAS**, the Port of South Louisiana (the "*Port*") is a political subdivision of the State of Louisiana (the "*State*") and a port, harbor, and terminal district created and existing pursuant to Chapter 30 of Title 34 of the Louisiana Revised Statutes of 1950, as amended (La. R.S. 34:2471 through 2477, inclusive), and other relevant constitutional and statutory authority (the "*Port Statutes*");

**WHEREAS**, the Port currently owns property located within the jurisdiction of the Port near Mt. Airy, Louisiana, in St. John the Baptist Parish (the "*Parish*"), which it leases to Pin Oak Terminals, LLC (the "*Company*") pursuant to a long-term lease for the operation of a liquids storage tank facility (the "*Pin Oak Facility*");

**WHEREAS**, the Company has expressed to the Port its desire to expand its operations through the construction and operation of a dock facility in furtherance of its liquids storage tank facility (the "*Project*");

**WHEREAS**, the current Pin Oak Facility is insufficient to accommodate the Project;

**WHEREAS**, the Port has identified additional property, consisting of approximately 7.16 acres of river bature property, adjacent to the Pin Oak Facility that is currently unoccupied and not used for any commercial or residential purposes, which is more fully described on Exhibit A attached to this Resolution (the "*Additional Property*"), which the Port would seek to acquire and lease to the Company pursuant to a long-term lease in substantially the form of, and subject to the terms contained in, the Agreement to Lease attached to this Resolution as Exhibit B (the "*Agreement to Lease*");

**WHEREAS**, the Port's acquisition of the Additional Property and lease to the Company would be consistent with the Port's mission and provide a strategic advantage to the Port in the promotion of industrial development within its territorial jurisdiction;

**WHEREAS**, La. Const. Art. VII, §14(C) provides that for a public purpose, political subdivisions of the State may engage in cooperative endeavors with any public or private association, including the Company;

**WHEREAS**, economic development has been declared to be a valid public purpose and the economic benefits to the Port and St. John the Baptist Parish resulting from the Port's acquisition of the Additional Property and entering into the Agreement to Lease, namely increased employment, payroll and tax revenue are projected to exceed the value of the obligations of and incentives undertaken by the Port.

**WHEREAS**, the Board of Commissioners of the Port of South Louisiana (the "*Board*"), and its officers, board of directors, and agents, have determined that acquisition, and the industrial development, of the Additional Property by the Port, and leasing the Additional Property to the Company will provide a positive economic impact to the Parish and the State of Louisiana, and is necessary to enhance and maintain commerce and the economic well-being of the Port, the Parish and the State of Louisiana;

**NOW THEREFORE, BE IT RESOLVED** by the Board of Commissioners of the Port of South Louisiana, acting as governing authority of the Port of South Louisiana, that:

SECTION 1. Whereas Clauses Adopted. The foregoing whereas clauses are hereby adopted as set forth in the preamble to this Resolution.

SECTION 2. Approvals. The Board hereby approves the Port's acquisition of the Additional Property.

SECTION 3. Authorization. The Board hereby authorizes the either President, Secretary of the Board and/or Executive Director (each an "*Authorized Officer*"), or any one of them, on behalf of the Port to undertake the following, and hereby ratifies any and all actions previously taken by such Authorized Officers on behalf of the Port with respect thereto:

1. continue to conduct through third party consultants and advisors, all necessary due diligence with respect to the proposed acquisition of the Additional Property;
2. enter into negotiations with all persons holding an ownership interest in the various parcels of immovable property that comprise the Additional Property with respect to the voluntary sale and purchase of the Additional Property at prices that are not less than the lowest appraised value of such property and not greater than the highest appraised value of such property;
3. with respect to any voluntary sale and purchase, to enter into such agreements as are necessary to acquire such portion(s) of the Additional Property from all persons holding an ownership interest in the various parcels of immovable property that comprise the Additional Property in accordance with the terms of negotiations with such parties;

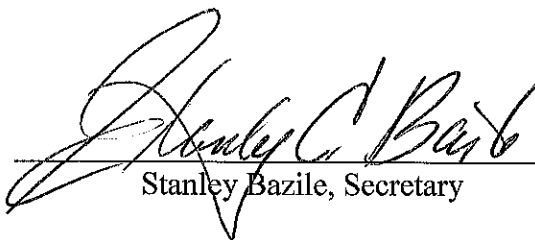
4. to the extent good faith efforts to acquire the Additional Property, or any portion thereof, by voluntary sale and purchase are unsuccessful, to institute expropriation, or eminent domain, proceedings in a court of competent jurisdiction to acquire such portions of the Additional Property, and to perform all actions necessary as ordered by the court in order to complete acquisition of such portions of the Additional Property;
5. with respect to any portion of the Additional Property for which all persons holding an ownership interest in the such parcel of immovable property have not been identified or located, to request a court of competent jurisdiction to appoint one or more judicial curators, succession representatives and/or provisional administrators for such parties as provided by applicable law in order to proceed with the acquisition of such portions of the Additional Property, and to perform all actions necessary as ordered by the court in order to complete acquisition of such portions of the Additional Property
6. to enter into the Agreement to Lease with the Company substantially on the terms set forth in Exhibit B, but authorizing each Authorized Officer to modify the terms of the Agreement to Lease prior to its initial execution for reasons that are in the best interest of the Port;
7. to take all actions that each Authorized Officer believes is necessary and reasonable in furtherance of the foregoing, including the authority to execute any and all other documents, certificates, instruments, and writings as may be necessary to carry out the purposes of this Resolution;
8. to contract with or engage all legal counsel, consultants or other advisors as may be necessary to carry out the purposes of this Resolution;
9. to expend funds of the Port in order to acquire the Additional Property and pay all third party expenses incurred therewith, in accordance with the purposes of this Resolution; and
10. to enter into a Cooperative Endeavor Agreement with respect to the above-described project substantially on the terms set forth in the Cooperative Endeavor Agreement Exhibit C attached to this Resolution, but authorizing each Authorized Officer to modify the terms of the Cooperative Endeavor Agreement prior to its initial execution for reasons that are in the best interest of the Port.

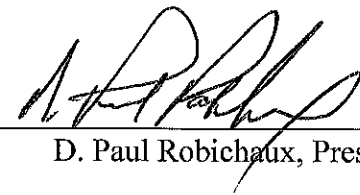
SECTION 4. The Authorized Officers are hereby authorized to do any and all things necessary and incidental to carry out the provisions of this Resolution.

This resolution having been submitted to a vote, the vote thereon was as follows:

<u>Member</u>	<u>Yea</u>	<u>Nay</u>	<u>Absent</u>	<u>Abstaining</u>
D. Paul Robichaux	X			
Joseph M Scontrino, III			X	
P. Joey Murray, III	X			
Stanley Bazile	X			
Kelly Buckwalter	X			
Patrick C. Sellars			X	
Robert "Poncho" Roussel				X
Judy B. Songy	X			
Whitney Hickerson	X			

And the resolution was declared adopted on this, the 15th day of August, 2018.

  
 Stanley Bazile, Secretary

  
 D. Paul Robichaux, President

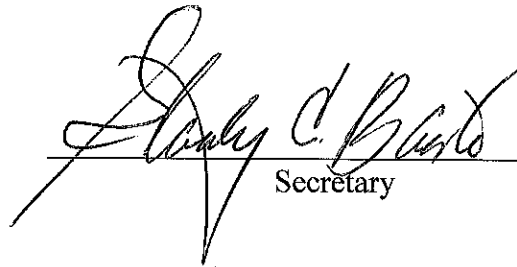
STATE OF LOUISIANA

PARISH OF ST. JOHN THE BAPTIST

I, the undersigned Secretary of the Port of South Louisiana, do hereby certify that the foregoing Resolution (3) pages (not counting attachments) constitute a true and correct copy of a resolution adopted on May 16, 2018, authorizing and providing for other matters in connection therewith.

IN FAITH WHEREOF, witness my official signature and the impress of the official seal of said Port at LaPlace, Louisiana, on this, the 15th day of August, 2018.

(SEAL)

  
Secretary