

OFFICIAL PROCEEDINGS
ST. BERNARD PORT, HARBOR AND TERMINAL DISTRICT
REGULAR MONTHLY MEETING – OCTOBER 8, 2019

The Board of Commissioners of the St. Bernard Port, Harbor and Terminal District met in regular session on Tuesday, October 8, 2019, at 12:00 p.m. in the boardroom of its office located at 100 Port Boulevard, Chalmette, Louisiana.

After the Pledge of Allegiance, roll was called.

Members present were: Rev. Henry Ballard, Jr., President; Mr. William T. Bergeron, Vice President; Mr. Larry M. Aisola, Jr., Secretary; Ms. Rachel L. Nunez, Treasurer and Mr. Harold J. Anderson, Commissioner.

Also present were Mr. Drew Heaphy, Executive Director; Ms. Denise Kraesig, Executive Assistant; Mr. Ross Gonzales, Director of Administration; Mr. Ted Roche, Director of Operations; Mr. Sal Cusimano, Research and Administrative Assistant; Mr. Tim Bonura, All South Construction; Mr. Paul Wrangler, American Sugar Refining; Mr. Zeljko Franks, Associated Terminals; Mr. Mark Melancon, Intelligent Transportation Systems; Rep. Ray Garofalo, Louisiana House of Representatives; Mr. Pat Meyers, Meyers Warehouse, Inc.; Mr. Jim Simmons, N-Y & Associates; Mr. Ray Lauga, Ray Lauga Inc.; Mr. Mike Thornton, SEMS Inc.; Ms. Ashley Coker and Mr. James Garner, Sher Garner and Mr. Joseph DiFatta, St. Bernard Sheriff's Office.

President Ballard asked if there were any public comment in accordance with R.S. 42:14 (D). Not hearing from anyone, he continued with the meeting.

On motion of Mr. Anderson, seconded by Mr. Bergeron, and after asking for any public comment, the Board unanimously approved the minutes of the regular meeting held on September 10, 2019.

President Ballard informed the Board that Request for Proposals were received in the Port office on Tuesday, September 17, 2019, at 2 p.m. for the Emergency Equipment and Operation Building: Phase 1 – Demolition and Material Mitigation at the Chalmette Terminal. The Proposals were as follows:

Contractor	Amount
SEMSs Inc.	\$ 741,709.00
LLJ Environmental Construction	\$ 775,036.00
Insulation Tech	\$ 960,000.00
US Restoration	\$ 977,470.00
Baker Pile Driver & Site Work	\$1,433,656.00

On motion of Ms. Nunez, seconded by Mr. Aisola, and after asking for any public comment, the Board unanimously approved to award the RFP for the Emergency Equipment and Operation Building: Phase 1 – Demolition and Material Mitigation at the Chalmette Terminal project to SEMSs Inc. in the amount of \$741,709.

President Ballard recognized Mr. Gonzales who gave the Finance Report. Mr. Gonzales discussed the Operating and Capital Budgets, Professional Services Summary and Lessees' Arrears. The Board discussed the Finance Report. President Ballard thanked Mr. Gonzales for his report.

President Ballard recognized Mr. Heaphy who gave the Executive Director's Report. Mr. Heaphy discussed the Port Priority Hearing relating to the Port's recommended project, the receipt of a Delta Regional Authority Grant for the Chalmette Terminal and the developing American Sugar Refining Lease. Mr. Heaphy then recognized Mr. Roche who gave the construction report on current and future projects. The Board discussed the Executive Director's Report. President Ballard thanked Mr. Heaphy for his report.

On motion of Mr. Aisola, seconded by Mr. Anderson, and after asking for any public comment, the Board unanimously approved authorization for the Executive Director to Advertise for Bids for Surplus Items: Pre-Cast Concrete Slabs, Steel "H" Piles and Concrete Piles.

On motion of Ms. Nunez, seconded by Mr. Anderson, and after asking for any public comment, the Board unanimously approved a contract amendment for Kyle & Associates relating to the Chalmette Terminal Warehouse project. Not to exceed \$16,000.

On motion of Ms. Nunez, seconded by Mr. Anderson, and after asking for any public comment, the Board unanimously approved the following resolution indicating the intention of the St. Bernard Port Harbor and Terminal District to proceed with a financing to refinance certain outstanding obligations of the District and to finance certain improvements to be funded through the issuance of revenue and refunding bonds by the Louisiana Local Government Environmental Facilities and Community Development Authority (LCDA) and authorizing the Executive Director to sign all necessary documents:

RESOLUTION

A RESOLUTION INDICATING THE INTENTION OF THE ST. BERNARD PORT, HARBOR AND TERMINAL DISTRICT (THE "DISTRICT") TO PROCEED WITH A FINANCING TO REFINANCE CERTAIN OUTSTANDING OBLIGATIONS OF THE DISTRICT AND TO FINANCE CERTAIN IMPROVEMENTS TO BE FUNDED THROUGH THE ISSUANCE OF REVENUE AND REFUNDING BONDS BY THE LOUISIANA LOCAL GOVERNMENT ENVIRONMENTAL FACILITIES AND COMMUNITY DEVELOPMENT AUTHORITY ON BEHALF OF THE DISTRICT IN AN AMOUNT NOT TO EXCEED \$14,000,000, AND OTHERWISE PROVIDING WITH RESPECT THERETO.

WHEREAS, Chapter 10-D of Title 33 of the Louisiana Revised Statutes of 1950, as amended, comprised of La. R.S. 33:4548.1 through 4548.16, inclusive, is known as the Louisiana Local Government Environmental Facilities and Community Development Authority Act (the "*Act*");

WHEREAS, the Act creates the Louisiana Local Government Environmental Facilities and Community Development Authority (the "*Authority*") for the purpose of assisting political subdivisions, as defined in the Act, and other designated entities in acquiring, financing and refinancing the acquisition and construction of certain facilities, including industrial and economic development facilities and to otherwise establish programs to aid in the financing of local government and economic development projects;

WHEREAS, the St. Bernard Port Harbor and Terminal District (the "*District*") is eligible to become a participating political subdivision of the Authority in accordance with its Act;

WHEREAS, pursuant to Section 4548.4 of the Act, the District desires to become a member of the Authority and to approve the appointment of Drew Heaphy to serve as a Director of the Authority and ratify any action taken heretofore by and on behalf of the member;

WHEREAS, the Authority has previously issued its \$3,520,000 Revenue and Refunding Bonds, Series 2014A (the "*Series 2014A Bonds*"), its \$5,125,000 Revenue and Refunding Bonds (St. Bernard Port, Harbor and Terminal District Project), Series 2014B (the "*Series 2014B Bonds*") and its \$555,000 Taxable Revenue Bonds (St. Bernard Port, Harbor and Terminal District Project) Series 2014C (the "*Series 2014C Bonds*" and, collectively with the Series 2014A Bonds and the Series 2014B Bonds, the "*Prior Bonds*") for the purpose of refinancing prior debt and financing port projects;

WHEREAS, the Prior Bonds are currently outstanding in the aggregate principal amount of [\$7,295,000];

WHEREAS, the District wishes to proceed with a not to exceed \$14,000,000 financing for new and renovated port facilities and improvements on property within the territorial jurisdiction of the District and to refinance all or a portion of the Prior Bonds and to finance additional facilities and improvements (collectively, the “*Project*”); and

WHEREAS, the District desires to request that the Authority proceed with the Project and to provide for other matters related thereto.

NOW, THEREFORE, BE IT RESOLVED, by the St. Bernard Port, Harbor and Terminal District, as follows:

Section 1. Under the authority of Section 4548.4 of the Act, it is hereby declared to be the express intention St. Bernard Port, Harbor and Terminal District to become a participating political subdivision and member of the Authority and the appointment of Drew Heaphy to serve as a Director of the Authority for a term of two (2) years from the date hereof is hereby approved.

Section 2. The District hereby requests that the Authority proceed with the issuance of its not to exceed \$14,000,000 in aggregate amount of Revenue and Refunding Bonds, in one or more series, taxable or tax-exempt (the “*Bonds*”), to refinance all or a portion of the Prior Bonds and to finance new and renovated port facilities and improvements on property owned by the District, within the territorial jurisdiction of the District, provided the terms and conditions of any borrowing shall be presented to the District for final approval. The proceeds of the Bonds shall be loaned to the District pursuant to a Loan Agreement (the “*Loan Agreement*”) for the foregoing purposes. Pursuant to the Loan Agreement, the Board will agree to make payments (the “*Payments*”) in such amounts and at such times as is necessary to pay debt service on the Bonds from all lawfully available funds of the District. The Bonds shall mature not later than twenty (20) years from the date of their issuance and shall bear interest at a fixed or variable rate not to exceed five percent (5%) per annum.

Section 3. The employment of Stifel, Nicolaus & Company, Incorporated, Baton Rouge, Louisiana, as underwriters/placement agents in connection with the Bonds is hereby approved.

Section 4. The District hereby authorizes and directs its Executive Director, President, Secretary and such other officers of the District to do any and all things necessary and incidental to carry out the provisions of this Resolution and to assist the Authority in carrying out its functions in connection with the financing, including obtaining the approval of the Louisiana State Bond Commission and all other approvals necessary in connection with such financing.

Section 5. This resolution shall take effect immediately and a certified copy hereof shall be forwarded to the offices of the Authority.

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

<u>Commissioner</u>	<u>Yea</u>	<u>Nay</u>	<u>Absent</u>	<u>Abstaining</u>
Henry Ballard	X			
William Bergeron	X			
Larry Aisola	X			
Rachel Nunez	X			
Harold Anderson	X			

And the resolution was declared adopted on this 8th day of October, 2019.

/s/ Larry Aisola, Secretary

/s/ Henry Ballard, President

President Ballard recognized the arrival of Rep. Garofalo to the meeting.

On motion of Mr. Anderson, seconded by Mr. Bergeron, and after asking for any public comment, the Board unanimously approved to enter Executive Session at 12:27 p.m. to discuss the expropriation of the Violet Dock Port, 34th Judicial District Court, Case #116-860 and United States District Court Case #2:19-cv-11586-ILRL-DMD.

On motion of Ms. Nunez, seconded by Mr. Bergeron, the Board unanimously approved to reconvene Regular Session at 1:36 p.m.

President Ballard asked if there was any Old Business, not hearing from anyone, he continued with the meeting.

President Ballard asked if there was any New Business. not hearing from anyone, he continued with the meeting.

On motion of Ms. Nunez, seconded by Mr. Aisola, the meeting was adjourned.

/s/ Larry M. Aisola, Jr., Secretary