OFFICIAL PROCEEDINGS

ST. BERNARD PORT, HARBOR AND TERMINAL DISTRICT

REGULAR MONTHLY MEETING – MAY 14, 2013

The Board of Commissioners of the St. Bernard Port, Harbor and Terminal District met for a public hearing on Tuesday, May 14, 2013, at 12:00 noon in the boardroom of its office located at 100 Port Boulevard, Chalmette, Louisiana.

After the Pledge of Allegiance, roll was called.

Members present were: Mr. Harold J. Anderson, President; Mr. Bradley J. Cantrell, Vice President; Mr. Elton J. LeBlanc, Secretary; Mr. P. James DiFatta, Treasurer and Mr. Robin H. Ruffino, Commissioner. Also present were Dr. Robert J. Scafidel, Executive Director; Ms. Denise Griffin, Executive Secretary; Mr. Drew Heaphy, Director of Administration; Mr. Jerry Graves, Director of Operations; Mr. Ted Roche, Project Manager; Mr.’s David Fennelly, Zeljko Franks and Gary Poirrier, Associated Terminals of St. Bernard; Mr. Suresh Shah, Burk-Kleinpeter, Inc.; Mr. Jim Simmons, N-Y & Associates and Judge Manuel Fernandez, 34th Judicial District Court.

President Anderson announced that a public hearing for the purpose of adopting the millage rate for 2013 was scheduled for this time. Anyone wishing to speak on the subject would be recognized by the Board. No public comments were made. The hearing was adjourned.

The Board of Commissioners of the St. Bernard Port, Harbor and Terminal District met in regular session on Tuesday, May 14, 2013, at 12:15 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: Mr. Harold J. Anderson, President; Mr. Bradley J. Cantrell, Vice President; Mr. Elton J. LeBlanc, Secretary; Mr. P. James DiFatta, Treasurer and Mr. Robin H. Ruffino, Commissioner. Also present were Dr. Robert J. Scafidel, Executive Director; Ms. Denise Griffin, Executive Secretary; Mr. Drew Heaphy, Director of Administration; Mr. Jerry Graves, Director of Operations; Mr. Ted Roche, Project Manager; Mr.’s David Fennelly, Zeljko Franks and Gary Poirrier, Associated Terminals of St. Bernard; Mr. Suresh Shah, Burk-Kleinpeter, Inc.; Mr. Jim Simmons, N-Y & Associates and Judge Manuel Fernandez, 34th Judicial District Court.

President Anderson asked if there were any public comments in accordance with R.S. 42:5(D). Not hearing from anyone, he continued with the meeting.

President Anderson recognized Judge Manuel Fernandez who administered the Oath of Office to Dr. Robert Scafidel for his appointment to the Louisiana Board of International Commerce.

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On motion of Mr. LeBlanc, seconded by Mr. Cantrell, and after asking for any public comment, the Board unanimously approved the minutes of the regular meeting held on April 9, 2013.

On motion of Mr. DiFatta, seconded by Mr. Cantrell, and after asking for any public comment, the Board unanimously approved the following resolution to adopt Millage:

St. Bernard Port, Harbor and Terminal District

St. Bernard Parish

RESOLUTION

BE IT RESOLVED, that the following millage (s) are hereby levied on the 2013 tax roll on all property subject to taxation by the St. Bernard Port, Harbor and Terminal District:

MILLAGE

Ad Valorem 3.66

BE IT FURTHER RESOLVED that the proper administrative officials of the Parish of St. Bernard, State of Louisiana, be and they are hereby empowered, authorized, and directed to spread said taxes, as hereinabove set forth, upon the assessment roll of said Parish for the year 2013, and to make the collection of the taxes imposed for and on behalf of the taxing authority, according to law, and that the taxes herein levied shall become a permanent lien and privilege on all property subject to taxation as herein set forth, all collection thereof shall be enforceable in the manner provided by law.

The foregoing resolution was read in full, the roll was called on the adoption thereof, and the resolution was adopted by the following votes:

YEAS: 5

NAYS: 0

ABSTAINING: 0

ABSENT: 0

/s/ Elton J. LeBlanc, Secretary

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On motion of Mr. LeBlanc, seconded by Mr. Ruffino, and after asking for any public comment, the Board unanimously approved a new lease with Hamilton Enterprises, Inc. for 25, 211 sq. ft of storage space (bldg. 173), 8,500 sq. ft. of storage space (bldg. 172 & 173) and 640 sq. ft. of laydown area (bldg. 173) located in the Chalmette Terminal.

On motion of Mr. LeBlanc, seconded by Mr. Ruffino, and after asking for any public comment, the Board unanimously approved a vessel mooring agreement with Weeks Marine, Inc. to moor a 350 ton Derrick Barge at Berth 4 located in the Violet Terminal.

On motion of Mr. Cantrell, seconded by Mr. LeBlanc, and after asking for any public comment, the Board unanimously approved Change Order No. 2 for Barriere Construction Co., LLC relating to the North Boasso Site Asphalt Repairs and Replacement project. An overrun of $629,878.54 and adding sixty-three (63) days to the contract.

On motion of Mr. Cantrell, seconded by Mr. LeBlanc, and after asking for any public comment, the Board unanimously approved Change Order No. 2 for Kostmayer Construction, LLC relating to the Rehabilitation of Dock No. 1 at Chalmette Slip- Repair Section A project. An overrun of $96,542.40.

On motion of Mr. Cantrell, seconded by Mr. Ruffino, and after asking for any public comment, the Board unanimously approved Change Order No. 1 for Weeks Marine, Inc. relating to the Turning Dolphin Replacement project. An underrun of $111,103.30.

President Anderson announced that bids were received in the Port office on Tuesday, May 7, 2013 at 2:00 p.m. for the 2nd Floor Build-Out, Administration Building, 100 Port Boulevard project. The Bids were as follows:

Contractor Base Bid

Delvalle Services $186,930.00

Southern Construction of Metairie $196,800.00

Fleur De Lis Construction $207,658.00

Picou Fradella $215,934.00

B & K Construction $229,310.00

Pontchatrain Partners, LLC $254,268.00

Boasso Construction, Inc. $267,800.00

Cuzan Services, LLC (Bidder Rescinded Bid)

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On motion of Mr. LeBlanc, seconded by Mr. Cantrell, and after asking for any public comment, the Board unanimously approved to award the project to Devalle Services in the amount o $186,930.00.

Mr. LeBlanc asked if Bidders were required to attend Pre-bid meetings. Dr. Scafidel explained that they are not, but the Board could vote to make it mandatory. After discussion, Dr. Scafidel informed the Board that the motion to make it mandatory for bidders to attend pre-bid meetings would be added to the June agenda, so the Board could vote on the issue.

On motion of Mr. Cantrell, seconded by Mr. DiFatta, and after asking for any public comment, the Board unanimously approved the following resolution to request LCDA to enter into an agreement with the Port to provide funds for the purpose of financing The Project, including refinancing the Prior Obligations to be secured by a Loan Agreement with the LCDA pledging lawfully available funds of the District as security for the Bonds, not to exceed $10,000,000:

**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 AND ACQUISITIONS TO BE FUNDED THROUGH THE ISSUANCE OF REVENUE BONDS (THE “BONDS”) BY THE LOUISIANA LOCAL GOVERNMENT ENVIRONMENTAL FACILITIES AND COMMUNITY DEVELOPMENT AUTHORITY; AND OTHERWISE PROVIDING WITH RESPECT THERETO.

WHEREAS, the St. Bernard Port, Harbor and Terminal District a political subdivision of the State of Louisiana pursuant to the authority of Chapter 14 of Title 34 of the Louisiana Revised Statutes of 1950, as amended (La. R.S. 34:1701 through 1714) (the “District”) desires to refinance certain obligations of the District (the “Prior Obligations”) and to finance additional facilities and improvements (collectively, the “Project”);

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WHEREAS, Chapter 10-D of Title 33 of the Louisiana Revised Statutes of 1950, as amended, and other constitutional and statutory authority (collectively, the “Act”) creates the Louisiana Local Government Environmental Facilities and Community Development Authority (the “LCDA”) for the purpose of assisting political subdivisions, as defined in the Act, and other designated entities to aid in the financing of local government projects; and

WHEREAS, the District desires that not to exceed $10,000,000 Revenue Refunding and Revenue Bonds (the “Bonds”) be issued through the LCDA to provide funds to the District to for the purpose of financing the Project, including refinancing the Prior Obligations, to be secured by a Loan Agreement with the LCDA pledging lawfully available funds of the District as security for the Bonds.

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

Section 1. The District hereby requests the LCDA to proceed with the issuance of its not to exceed $10,000,000 Revenue Refunding and Revenue Bonds, in one or more series, to finance the Project, including refinancing the Prior Obligations, all to be repaid from lawfully available funds of the District provided the terms and conditions of any borrowing shall be presented to the District for final approval.

Section 2. By virtue of applicant/issuer’s application for, acceptance and utilization of the benefits of the Louisiana State Bond Commission’s approval(s) resolved and set forth herein, it resolves that it understands and agrees that such approval(s) are expressly conditioned upon, and it further resolves that it understands, agrees and binds itself, its successors and assigns to, full and continuing compliance with the “State Bond Commission Policy on Approval of Proposed Use of Swaps, or other forms of Derivative Products Hedges, Etc.”, adopted by the Commission on July 20, 2006, as to the borrowing(s) and other matter(s) subject to the approval(s), including subsequent application and approval under said Policy of the implementation or use of any swap(s) or other product(s) or enhancement(s) covered thereby.

Section 3. The District hereby requests that Jones Walker LLP be appointed bond counsel by the LCDA to handle this bond issuance.

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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 LCDA 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 wit such financing.

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

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

Commissioner Yea Nay Absent Abstaining

Harold J. Anderson X

Bradley J. Cantrell X

P. James DiFatta X

Elton J. LeBlanc X

Robin H. Ruffino X

And the resolution was declared adopted on this 14th day of May, 2013.

/s/ Elton J. LeBlanc, Secretary /s/ Harold J. Anderson, President

President Anderson recognized Mr. Heaphy who gave the Finance Report. Mr. Heaphy reported on the operating and capital budgets, 2013-2014 Budget, professional services and Lessees Arrears. The Board discussed the Finance Report. President Anderson thanked Mr. Heaphy for his report.

On motion of Mr. Cantrell, seconded by Mr. LeBlanc, and after asking for any public comment, the Board voted in a 4 to 1 vote: Yea – Anderson, Cantrell, LeBlanc and Ruffino Abstaining – DiFatta to approve the 2013/2014 Budget.

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On motion of Mr. LeBlanc, seconded by Mr. Cantrell, and after asking for any public comment, the Board unanimously approved authorization for the Executive Director to pay the Port’s member contribution in the amount of $9,375.00 to the Lower Mississippi River Port-Wide Strategic Security Council for the settlement agreement with the previous Executive Director.

On motion of Mr. LeBlanc, seconded by Mr. Cantrell, and after asking for any public comment, the Board unanimously approved authorization for the Executive Director to pay the Port’s member contribution in the amount of $9,375.00 to the Lower Mississippi River Port-Wide Strategic Security Council for the settlement agreement with the previous Executive Director.

On motion of Mr. Cantrell, seconded by Mr. LeBlanc, and after asking for any public comment, the Board unanimously approved authorization for the Executive Director to procure and award security sensitive project tasks, intended to be part of a larger, regional and comprehensive program being developed by the LMRPWSSC in conjunction with the local AMSC and U.S. Coast Guard, as approved by the Department of Homeland Security and the Lower Mississippi River Port-Wide Strategic Security Council for the Port Security Grant Programs round 2008-GBT8-K093 and 2009-PU-T9-K040 grants in compliance with security information that is controlled under 49CFR parts 15 and 1520.

On motion of Mr. LeBlanc, seconded by Mr. Cantrell, and after asking for any public comment, the Board unanimously approved authorization for the Executive Director to enter into a professional services contract with Burk-Klienpeter, Inc. for preparation of the 2013 TIGER Grant Application, not to exceed $13,500.

On motion of Mr. Ruffino, seconded by Mr. Cantrell, and after asking for any public comment, the Board unanimously approved authorization for the Executive Director to enter into a professional services contract with Eagle Environmental Services, Inc. for a preliminary cost estimate for a site assessment work plan and site investigation of the Violet Dock Port property, not to exceed $20, 000. If there is a remediation evaluation, an additional $10,000 will be assessed.

On motion of Mr. LeBlanc, seconded by Mr. Ruffino, and after asking for any public comment, the Board unanimously approved authorization for the Executive Director to accept an Act of Donation, in the amount of $60,000, from Associated Terminals relating to the 2nd Floor Build-Out, Administration Building, 100 Port Boulevard project.

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President Anderson recognized Dr. Scafidel who gave the Executive Directors report. Dr. Scafidel reported on Construction, Hamilton Enterprises, Volkert’s Chalmette Slip Study and Personal Disclosure due date of May 15, 2013. President Anderson thanked Dr. Scafidel for his report.

On motion of Mr. LeBlanc, seconded by Mr. Ruffino, the meeting was adjourned.

/s/ Elton J. LeBlanc, Secretary