OFFICIAL PROCEEDINGS

ST. BERNARD PORT, HARBOR AND TERMINAL DISTRICT

SPECIAL MEETING – JANUARY 29, 2013

 The Board of Commissioners of the St. Bernard Port, Harbor and Terminal District met in special session on Tuesday, January 29, 2013, at 12:00 noon in the boardroom of its office located at 100 Port Boulevard, Chalmette, Louisiana for the sole purpose to discuss and approve a 2nd Amendment to the Executive Director’s contract, resolution for the Cooperative Endeavor Agreement for the Rehabilitation of Dock #1, Section A Seawall project and resolutions and contract for B.P. Oil Spill claim.

 After the Pledge of Allegiance, roll was called.

 Members present were: Mr. Harold J. Anderson, President, Mr. Elton J. LeBlanc, Secretary and Mr. P. James DiFatta, Treasurer. Absent was Mr. Bradley J. Cantrell, Vice President. Also present were Mr. Drew Heaphy, Director of Administration; Ms. Denise Griffin, Executive Secretary; Mr. Mr. Jerry Graves, Director of Operations and Mr. Sal Cusimano.

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

 On motion of Mr. LeBlanc, seconded by Mr. DiFatta, and after asking for any public comment, the Board unanimously approved the minutes of the regular meeting held on January 8, 2013.

 On motion of Mr. LeBlanc, seconded by Mr. DiFatta, and after asking for any public comment, the Board approved in a 2 to 1 vote: Yeas – Anderson and LeBlanc Nays – DiFatta to approve a 2nd Amendment to the Executive Director’s contract.

 On motion of Mr. LeBlanc, seconded by Mr. DiFatta, and after asking for any public comment, the Board unanimously approved the following resolution authorizing the Executive Director to sign the Cooperative Endeavor Agreement with the Division of Administration, Facility Planning and Control, for the Rehabilitation of Dock #1 Section A Seawall project (No. 36-P20-12-01):

 Parish of St. Bernard

FP&C Project No. 36-P20-12-01

RESOLUTION

ST. BERNARD PORT, HARBOR AND TERMINAL DISTRICT

 WHEREAS, the St. Bernard Port, Harbor and Terminal District of the State of Louisiana recognizes the granting by the State of Louisiana funds to improve the Port of

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St. Bernard; Rehabilitation of Dock #1 Section A Seawall, Planning and Construction (St. Bernard), FP&C Project No. 36-P20-12-01, and

 WHEREAS, the economic development of the entire area will be enhanced, and benefit the Parish of St. Bernard and the State of Louisiana, and

 WHEREAS, the Board of Commissioners of the St. Bernard Port, Harbor and Terminal District acting as the governing authority of said District, empowers its Executive Director to sign the Cooperative Endeavor Agreement between the State of Louisiana, Division of Administration, Office of Facility Planning and Control and the St. Bernard Port, Harbor and Terminal District for Rehabilitation of Dock #1 Section A Seawall, Planning and Construction (St. Bernard), FP&C Project No. 36-P20-12-01, and

 NOW THEREFORE BE IT RESOLVED, that the Executive Director is further authorized and empowered, for and on behalf of the District and in its name to take any other action and sign request for State disbursements and any other documents which he may deem appropriate .

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

YEAS: 3

NAYS: 0

ABSTAINING: 0

ABSENT: 1

 And this resolution was declared adopted on this the 29th day of January, 2013.

 /s/ Elton J. LeBlanc, Secretary

On motion of Mr. LeBlanc, seconded by Mr. DiFatta, and after asking for any public comment, the Board unanimously approved a legal services contract with Leger & Shaw relative to BP/Deepwater Horizon oil spill claim.

On motion of Mr. LeBlanc, seconded by Mr. DiFatta, the Board unanimously approved the following resolution confirming the authority of the Executive Director to make presentment of a claim under the Oil Pollution Act of 1990, 33 U.S.C. 2701, et seq.:

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 **ST. BERNARD PORT, HARBOR AND TERMINAL DISTRICT**

 **BOARD RESOLUTION**

A resolution confirming the authority of the Executive Director to make presentment of a claim under the Oil Pollution Act of 1990, 33 U.S.C. §2701, et seq.:

 **WHEREAS,** on April 20, 2010 , the DEEPWATER HORIZON offshore drilling vessel, operated by Transocean, Ltd. on behalf of BP, exploded in the Gulf of Mexico (hereinafter the “BP Oil Spill”), causing the largest accidental marine oil spill in the U.S. history; and

 **WHEREAS,** as a direct result of the BP Oil Spill, certain businesses and industries in and around parishes along the Gulf Coast, including St. Bernard Parish and the area involving the St. Bernard Port, Harbor and Terminal District suffered economic losses which resulted in reduced tax collections and possibly other damages; and

 **WHEREAS,** said economic losses adversely impacted tax revenues that are collectible by the St. Bernard Port, Harbor and Terminal District, an entity authorized by the constitution and laws of the State of Louisiana to collect certain property and use taxes in the St. Bernard Parish; and

 **WHEREAS,** certain economic studies have indicated and loss of past tax revenues and future tax revenues; and

 **WHEREAS**, it is the opinion of this board that it is obligated to pursue such losses and damages by appropriate legal action;

 **NOW, THEREFORE, BE IT RESOLVED** that the Board of Commissioners of the St. Bernard Port, Harbor and Terminal District does hereby acknowledge and affirm that it’s Executive Director does in fact and did have authority to make “presentment” under the Oil Pollution Act of 1990,33 U.S.C. §2701, et seq., of a “sum certain” when he did so on January 17, 2013 in an amount approved by him in his discretion; and

 **BE IT FURTHER RESOLVED** that, alternatively, the actions of the Executive Director in making “presentment” under the Oil Pollution Act of 1990, 33 U.S.C. §2701, et seq., of a “sum certain” when he did so on January 17, 2013, are hereby confirmed, adopted, approved, and or ratified.

 This resolution having been submitted to a vote, the vote thereon was unanimous.

 PASSED AND ADOPTED AT a meeting of the Board of Commissioners of the St. Bernard Port, Harbor and Terminal District, Chalmette, Louisiana, on this 29 day of January, 2013.

**Board of Commissioners, St. Bernard Port, Harbor and Terminal District**

/s/ Harold J. Anderson, President

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On motion of Mr. LeBlanc, seconded by Mr. DiFatta, and after asking for any public comment, the Board unanimously approved the following resolution authorizing a contingency fee agreement between the St. Bernard Port, Harbor and Terminal District and its special counsel, Leger & Shaw, relative to BP/Deepwater Horizon oil spill claim:

 **ST. BERNARD PORT, HARBOR AND TERMINAL DISTRICT**

 **BOARD RESOLUTION**

A resolution authorizing a contingency fee agreement between the St. Bernard Port, Harbor and Terminal District and its Special Counsel, Leger & Shaw, relative to BP/Deepwater Horizon oil spill claims:

**WHEREAS,** on April 20, 2010 , the DEEPWATER HORIZON offshore drilling vessel, operated by Transocean, Ltd. on behalf of BP, exploded in the Gulf of Mexico (hereinafter the “BP Oil Spill”), causing the largest accidental marine oil spill in the U.S. history and

**WHEREAS,** as a direct result of the BP Oil Spill, certain businesses and industries in and around parishes along the Gulf Coast, including St. Bernard Parish and the St. Bernard Port, Harbor and Terminal District suffered economic losses which resulted in reduced tax collections and possibly other damages; and

**WHEREAS,** said economic losses adversely impacted tax revenues that are collectible by the St. Bernard Port, Harbor and Terminal District, an entity authorized by the constitution and laws of the State of Louisiana to collect certain property, sales and use taxes in the St. Bernard Port, Harbor and Terminal District; and

**WHEREAS,** the St. Bernard Port, Harbor and Terminal District requires competent and experienced counsel to represent its interests and to assert on its behalf any and all claims or causes of action that may lie against BP and/or other parties, derived from or related to the BP Oil Spill; and

**WHEREAS,** the law firm of Leger & Shaw represents the interests of the Parish of Orleans, St. Bernard, Lafourche, Terrebonne and St. Tammany and other local government entities relative to the BP Oil Spill and has been fully involved in the BP Oil Spill litigation since shortly after the spill;

**WHEREAS,** the St. Bernard Port, Harbor and Terminal District desires to engage the legal services of Leger & Shaw to assert on its behalf any and all claims or causes of action may lie against BP and/or other parties, derived from or related to the BP Oil Spill; and

**WHEREAS, the** St. Bernard Port, Harbor and Terminal District continues to operate under the tight financial constraints and does not have adequate financial resources to pay the hourly fees and expert expenses necessary to pursue effectively its claims against BP; and

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**WHEREAS,** Leger & Shaw is willing to represent the St. Bernard Port, Harbor and Terminal District on a contingency fee basis and to advance all expenses related to the Authority’s BP Oil Spill claims subject to reimbursement by the Authority out of any eventual recovery; and

**WHEREAS,** the St. Bernard Port, Harbor and Terminal District believes Leger & Shaw has the requisite experience, expertise, availability and financial resources to represent the Authority effectively; and

**NOW, THEREFORE, BE IT RESOLVED** by the St. Bernard Port, Harbor and Terminal District that it does hereby employ Leger & Shaw to assert on its behalf any and all claims or causes of action that may lie against BP and/or other parties, derived from or related to the BP Oil Spill; and

**BE IT FURTHER RESOLVED** that Leger & Shaw shall be paid on a contingency basis, in the event of any recovery by the St. Bernard Port, Harbor and Terminal District in an amount not to exceed twenty-five percent (25%) at a maximum of the total recovery to Leger & Shaw and the remaining seventy-five percent (75%) of the total recovery to the Port minus costs and expense of litigation pursuant to the terms of a legal services contract to be executed by the Executive Director.

**BE IT FURTHER RESOLVED** that a copy of this resolution be submitted to the Attorney General for the State of Louisiana for approval.

This resolution having been submitted to a vote, the vote thereon was unanimous.

PASSED AND ADOPTED AT a meeting of the Board of Commissioners of the St. Bernard Port, Harbor and Terminal District, Chalmette, Louisiana, on this 29 day of January, 2013.

**Board of Commissioners, St. Bernard Port, Harbor and Terminal District**

/s/ Harold J. Anderson, President

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

/s/ Elton J. LeBlanc, Secretary