

**PORT OF IBERIA DISTRICT BOARD OF COMMISSIONERS
SPECIAL MEETING AGENDA
FRIDAY, JULY 10, 2020
PORT ADMINISTRATIVE OFFICE – 12:00 P.M.
MINUTES**

The Special meeting of the Port of Iberia District Board of Commissioners was called to order by Commissioner Mark Dore', Board President, at the Port of Iberia Administrative Office, on Friday, July 10, 2020, at 12:13 P.M.

In attendance were Commissioners, Mark Dore', President, Danny J. David, Sr., Vice-President, Roy A. Pontiff, Secretary – Treasurer, and Simieon d. Theodile.

Commissioners Shane Walet, Elbridge "Smitty" Smith III, and Larry Rader were absent.

Also present were Craig Romero, Executive Director, Tracy Boudreaux, Bookkeeper-Secretary, Ray Allain, Port Attorney, Ashley Philen, Allain and Allain, and Shari Landry.

Thus, with a quorum being acknowledged, Commissioner Danny J. David, Sr. recited the opening prayer and the Pledge of Allegiance.

I. Discuss/Consider Texas Gas Transmission, LLC & the Port of Iberia District Reimbursement Agreement Regarding the POI's Dredging Activities to Deepen the Commercial Canal Associated with Phase I of Port of Iberia's AGMAC Project.

The Port Attorney presented a Reimbursement Agreement for the Board's review and discussion. The Port Attorney reported to the Board that although it's been a long road, an acceptable Reimbursement Agreement has been reached. The Reimbursement Agreement has been reviewed and approved by the Attorney General's Office.

The Port Attorney pointed out that the Port has the right to verify the expenditures that are incurred in the course of the work. The Port will reimburse Texas Gas for the actual cost; however there is a "safety valve" which gives the Port the opportunity to verify the invoices that Texas Gas submits and GIS Engineering will have the opportunity to review and report if the invoices are reasonably equivalent to the value of the work performed. If the Port were to determine the invoices are unreasonable or out-of-line, the Port can object and there is a non-binding mediation process that's set up to be able to discuss and make the argument as to whether the charges are reasonable or not. The Port Attorney asked the Board to approve the Reimbursement Agreement and authorize the

Board President to execute said Agreement. The Port Attorney noted that the estimated cost of the relocation is \$4.987 Million. The estimated cost may go up or down and there is a mechanism for revising the estimated cost and there is a mechanism for reviewing, approving, and verifying the actual invoices submitted.

A motion was made by Commissioner Simieon d. Theodile, and seconded by Commissioner Danny J. David, Sr. to adopt the following:

**RESOLUTION
BOARD OF COMMISSIONERS
PORT OF IBERIA DISTRICT**

WHEREAS, a Special Meeting of the Board of Commissioners of the PORT OF IBERIA DISTRICT was held on the 10th day of July, 2020, at New Iberia, Louisiana; and

Upon motion duly made, seconded and approved, it was

RESOLVED that MARK T. DORE', Board President, be and is hereby authorized to execute and sign on behalf of the PORT OF IBERIA DISTRICT, appearing through its governing authority, the Board of Commissioners, a Reimbursement Agreement between Texas Gas Transmission, LLC and The Port of Iberia District Board of Commissioners regarding the relocation of a 26" Natural Gas Pipeline, crossing the Commercial Canal, owned by Texas Gas Transmission, LLC dated July 6, 2020.

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

Yeas: Mark Dore', Roy A. Pontiff, Danny J. David, Sr., and Simieon d. Theodile.

Nays: None.

Absent at Voting: Shane Walet, Elbridge "Smitty" Smith, III, and Larry Rader.

And the Resolution was therefore adopted on this the 10th day of July, 2020.

II. Discuss/Consider Shell Pipeline Company, LP Invoice Number 57F013021 Regarding Recoverable Service for Lowering of Pipeline for AGMAC Project.

Shell Pipeline Company, LP Invoice Number 57F013021 in the amount of \$33,683.34 was presented for review and consideration. The Port Attorney explained to the Board that early on, the Executive Director had spoken with representatives of Shell during a weekly scheduled AGMAC Pipeline conference call conducted every Tuesday. Shell Pipeline did not have in their budget any funding to apply for the necessary permits, etcetera. In good faith, in order to expedite the Project to move forwards, the Executive Director verbally indicated to Shell that the POI would assist them in an amount up to \$50,000.00 (which is what Shell identified as a recoverable service for projects).

The Port Attorney feels that the Board could approve the invoice contingent upon a Reimbursement Agreement being signed by Shell Pipeline Company, LP; however, the

POI would require verification of Shell's expenditures as it is in accordance with the language of the Reimbursement Agreement. The sufficient detail should entail what work was performed and also that the Port's engineer (GIS Engineering) agrees with the backup documentation and that the work was actually performed.

The Port Attorney also pointed out that the invoice includes a 20% overhead fee in the amount of \$5,613.89 for Shell Project Management, which was not part of the verbal commitment. Lengthy discussion ensued.

A motion was made by Commissioner Simieon D. Theodile, and seconded by Commissioner Roy A. Pontiff to approve the verbal agreement made by the Executive Director with Shell Pipeline Company, LP for the reimbursement of certain costs incurred prior to the date of this meeting, provided that those costs are supported by sufficient documentation which identifies the work performed and the results of such work, have been verified by the Port of Iberia's engineer (GIS Engineering), and that the payment made will be subject to the terms of and part of the Ultimate Reimbursement Agreement due to Shell under the Reimbursement Agreement to be executed between the Port of Iberia District and Shell Pipeline Company, LP.

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

Yeas: Mark Dore', Roy A. Pontiff, Danny J. David, Sr., and Simieon d. Theodile.

Nays: None.

Absent at Voting: Shane Walet, Elbridge "Smitty" Smith, III, and Larry Rader.

And the motion was therefore passed on this the 10th day of July, 2020.

III. EXPANSION OF AGENDA

A motion was made by Commissioner Roy Pontiff, and seconded by Commissioner Danny David, Sr. to expand the Port of Iberia District Board of Commissioners Special Board Meeting Agenda of Friday, July 10, 2020 to discuss: {1} Tim's Air Conditioning & Refrigeration, Inc. proposal dated July 9, 2020 regarding the replacement of the Executive Director's Air Conditioning/Air Handler Unit; and {2} Authorization for Board President to execute a Buy/Sell Agreement between the Port of Iberia District and Bernard Properties, LLC and Bernard Holdings, LLC as it relates to the Port of Iberia District Millennium Expansion Phase III Project; and {3} Gulf Coast Aqua Dam's letter received on July 9, 2020 regarding the POI Aqua Dam.

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

Yeas: Mark Dore', Roy A. Pontiff, Danny J. David, Sr., and Simieon d. Theodile.

Nays: None.

Absent at Voting: Shane Walet, Elbridge "Smitty" Smith, III, and Larry Rader.

And the motion was therefore passed on this the 10th day of July, 2020.

IV. Discuss/Consider Proposal dated July 9, 2020 from Tim's Air Conditioning & Refrigeration, Inc. Regarding the Replacement of the Executive Director's Air Conditioning/Air Handler Unit.

A proposal dated July 9, 2020 from Tim's Air Conditioning & Refrigeration, Inc. was presented for review. The Executive Director's unit has gone out and needs to be replaced. A Carrier 3-Ton Comfort 14 Unit in the amount of \$6,590.00 is being proposed. Discussion ensued.

A motion was made by Commissioner Simieon d. Theodile, and seconded by Commissioner Roy A. Pontiff, to approve and authorize the Executive Director to replace the existing Air Conditioning Unit which heats and cools his office, at a price not to exceed \$6,590.00; and motion further authorizes that One (1) more quote be obtained in addition to the proposal submitted.

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

Yeas: Mark Dore', Roy A. Pontiff, Danny J. David, Sr., and Simieon d. Theodile.

Nays: None.

Absent at Voting: Shane Walet, Elbridge "Smitty" Smith, III, and Larry Rader.

And the motion was therefore passed on this the 10th day of July, 2020.

V. Discuss/Consider Authorization for Board President to Execute a Buy/Sell Agreement Between the Port of Iberia District and Bernard Port Properties, LLC and Bernard Holdings, LLC.

The Port Attorney explained to the Board that there will be Two (2) Buy/Sell Agreements that will need to be signed being Bernard Port Properties, LLC and the Port of Iberia District; and the other being Bernard Holdings, LLC and the Port of Iberia District.

Bernard Holdings, LLC is comprised of a 27.0 acre tract in which an examination of the title would need to be performed before the closing of the sale. If the title is clear and the POI proceeds, the POI will pay \$448,166.75 for this tract. A \$5,000.00 deposit will be required, which will be held in the closing Attorney's Account until the closing.

Bernard Port Properties, LLC is comprised of a 12.221 acre tract in which an examination of the title would need to be performed before the closing of the sale. If the title is clear and the POI proceeds, the POI will pay \$129,333.25 for this tract. A \$5,000.00 deposit will be required, which will be held in the closing Attorney's Account until the closing.

The total combined property acquisition will be approximately 39.221 acres in which the property is located behind the Port Administrative Office extending out to Port Road. The Port Attorney explained that the plan is to dredge a channel and extend the Bernard Channel which is on the West Side of the Channel and the Port's 50-acre tract is on the East Side of the new channel.

A motion was made by Commissioner Roy A. Pontiff, and seconded by Commissioner Danny J. David, Sr., to adopt the following:

RESOLUTION
BOARD OF COMMISSIONERS
PORT OF IBERIA DISTRICT

A Special meeting of the Board of Commissioners of the PORT OF IBERIA DISTRICT was held on the 10th day of July, 2020, at New Iberia, Louisiana. Upon motion duly made, seconded and approved, it was RESOLVED that MARK T. DORE', Board President, be and is hereby authorized to execute and sign on behalf of the PORT OF IBERIA DISTRICT, appearing through its governing authority, the Board of Commissioners, a Buy Sell Agreement between Bernard Holdings, LLC, and The Port of Iberia District Board of Commissioners, for the purchase of 27 acres, more or less, located in Section 2, T 13 SW, R 6 E, Iberia Parish, for the sum of Four Hundred Forty Eight Thousand One Hundred Sixty Six and 75/100 (\$448,166.75) DOLLARS, on the terms and conditions contained in that certain Buy Sell Agreement executed by Port on July __, 2020.

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

Yeas: Mark Dore', Roy A. Pontiff, Danny J. David, Sr., and Simieon d. Theodile.

Nays: None.

Absent at Voting: Shane Walet, Elbridge "Smitty" Smith, III, and Larry Rader.

And the Resolution was therefore adopted on this the 10th day of July, 2020.

A motion was made by Commissioner Simieon d. Theodile, and seconded by Commissioner Danny J. David, Sr., to adopt the following:

RESOLUTION
BOARD OF COMMISSIONERS
PORT OF IBERIA DISTRICT

A Special meeting of the Board of Commissioners of the PORT OF IBERIA DISTRICT was held on the 10th day of July, 2020, at New Iberia, Louisiana. Upon motion duly made, seconded and approved, it was RESOLVED that MARK T. DORE', Board President, be and is hereby authorized to execute and sign on behalf of the PORT OF IBERIA DISTRICT, appearing through its governing authority, the Board of Commissioners, a Buy Sell Agreement between Bernard Port Properties, LLC and The Port of Iberia District Board of Commissioners, for the purchase of 12.221 acres, more or less, located in Section 2, T 12 SW, R 6 E, Iberia Parish, for the sum of One Hundred Twenty Nine Thousand Three Hundred Thirty Three and 25/100 (\$129,333.25) DOLLARS, on the terms and conditions contained in that certain Buy Sell Agreement executed by Port on July __, 2020.

**This Resolution having been submitted to a vote, the vote thereon was as follows:
Yeas: Mark Dore', Roy A. Pontiff, Danny J. David, Sr., and Simieon d. Theodile.
Nays: None.
Absent at Voting: Shane Walet, Elbridge "Smitty" Smith, III, and Larry Rader.
And the Resolution was therefore adopted on this the 10th day of July, 2020.**

{1} Discuss/Approve Authorization for Board President to Execute the Navigational Servitude Between the Port of Iberia District and: Bernard Port Properties, LLC; Marine Industrial Fabricators, Inc.; MB/CD Property, LLC; Redguard, LLC; Henry A. Bernard, Jr.; Timothy Paul Thibodeaux and Belinda Dupuis.

The Port Attorney reported to the Board that he is pleased to announce that all of the Navigational Servitudes have been executed regarding the Bernard Canal in order for the Port of Iberia District to move forwards with the Port Millennium Expansion Phase III Project.

A motion was made by Commissioner Simieon d. Theodile, and seconded by Commissioner Danny J. David, Sr., to adopt the following:

RESOLUTION
BOARD OF COMMISSIONERS
PORT OF IBERIA DISTRICT

A Special meeting of the Board of Commissioners of the PORT OF IBERIA DISTRICT was held on the 10th day of July, 2020, at New Iberia, Louisiana. Upon motion duly made, seconded and approved, it was RESOLVED that MARK T. DORE', Board President, be and is hereby authorized to execute and sign on behalf of the PORT OF IBERIA DISTRICT, appearing through its governing authority, the Board of Commissioners, a Navigation Servitude granted to the PORT OF IBERIA DISTRICT by MARINE INDUSTRIAL FABRICATORS, INC., for the purposes of improving, maintaining, and an extending, Bernard Port Properties Canal, a private canal, known alternately as Port of Iberia Channel C-14 (hereinafter referred to as "Channel C-14") in connection with the Port of Iberia's MILLENNIUM EXPANSION, PHASE III Project, on the terms and conditions contained in that certain NAVIGATION SERVITUDE executed by MARINE INDUSTRIAL FABRICATORS, INC.. on January 21, 2020.

**This Resolution having been submitted to a vote, the vote thereon was as follows:
Yeas: Mark Dore', Roy A. Pontiff, Danny J. David, Sr., and Simieon d. Theodile.
Nays: None.
Absent at Voting: Shane Walet, Elbridge "Smitty" Smith, III, and Larry Rader.
And the Resolution was therefore adopted on this the 10th day of July, 2020.**

A motion was made by Commissioner Simieon d. Theodile, and seconded by Commissioner Danny J. David, Sr., to adopt the following:

RESOLUTION
BOARD OF COMMISSIONERS
PORT OF IBERIA DISTRICT

A Special Meeting of the Board of Commissioners of the PORT OF IBERIA DISTRICT was held on the 10th day of July, 2020, at New Iberia, Louisiana. Upon motion duly made, seconded and approved, it was RESOLVED that MARK T. DORE', Board President, be and is hereby authorized to execute and sign on behalf of the PORT OF IBERIA DISTRICT, appearing through its governing authority, the Board of Commissioners, a Navigation Servitude granted to the PORT OF IBERIA DISTRICT by REDGUARD LLC. for the purposes of improving, maintaining, and an extending, Bernard Port Properties Canal, a private canal, known alternately as Port of Iberia Channel C-14 (hereinafter referred to as "Channel C-14)" in connection with the Port of Iberia's MILLENNIUM EXPANSION, PHASE III Project, on the terms and conditions contained in that certain NAVIGATION SERVITUDE executed by REDGUARD LLC. on June 22, 2020.

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

Yeas: Mark Dore', Roy A. Pontiff, Danny J. David, Sr., and Simieon d. Theodile.

Nays: None.

Absent at Voting: Shane Walet, Elbridge "Smitty" Smith, III, and Larry Rader.

And the Resolution was therefore adopted on this the 10th day of July, 2020.

A motion was made by Commissioner Simieon d. Theodile, and seconded by Commissioner Danny J. David, Sr., to adopt the following:

RESOLUTION
BOARD OF COMMISSIONERS
PORT OF IBERIA DISTRICT

A Special Meeting of the Board of Commissioners of the PORT OF IBERIA DISTRICT was held on the 10th day of July, 2020, at New Iberia, Louisiana. Upon motion duly made, seconded and approved, it was RESOLVED that MARK T. DORE', Board President, be and is hereby authorized to execute and sign on behalf of the PORT OF IBERIA DISTRICT, appearing through its governing authority, the Board of Commissioners, a Navigation Servitude granted to the PORT OF IBERIA DISTRICT by TIMOTHY PAUL THIBODEAUX, and BELINDA DUPUIS, for the purposes of improving, maintaining, and an extending, Bernard Port Properties Canal, a private canal, known alternately as Port of Iberia Channel C-14 (hereinafter referred to as "Channel C-14)" in connection with the Port of Iberia's MILLENNIUM EXPANSION, PHASE III Project, on

the terms and conditions contained in that certain NAVIGATION SERVITUDE executed by TIMOTHY PAUL THIBODEAUX, and BELINDA DUPUIS. on June 5, 2020.

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

Yeas: Mark Dore', Roy A. Pontiff, Danny J. David, Sr., and Simieon d. Theodile.

Nays: None.

Absent at Voting: Shane Walet, Elbridge "Smitty" Smith, III, and Larry Rader.

And the Resolution was therefore adopted on this the 10th day of July, 2020.

A motion was made by Commissioner Simieon d. Theodile, and seconded by Commissioner Danny J. David, Sr., to adopt the following:

RESOLUTION
BOARD OF COMMISSIONERS
PORT OF IBERIA DISTRICT

A Special Meeting of the Board of Commissioners of the PORT OF IBERIA DISTRICT was held on the 10th day of July, 2020, at New Iberia, Louisiana.

Upon motion duly made, seconded and approved, it was RESOLVED that MARK T. DORE', Board President, be and is hereby authorized to execute and sign on behalf of the PORT OF IBERIA DISTRICT, appearing through its governing authority, the Board of Commissioners, a Navigation Servitude granted to the PORT OF IBERIA DISTRICT by HENRY BERNARD, JR.. for the purposes of improving, maintaining, and an extending, Bernard Port Properties Canal, a private canal, known alternately as Port of Iberia Channel C-14 (hereinafter referred to as "Channel C-14)" in connection with the Port of Iberia's MILLENNIUM EXPANSION, PHASE III Project, on the terms and conditions contained in that certain NAVIGATION SERVITUDE executed by HENRY BERNARD, JR. on , 2020.

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

Yeas: Mark Dore', Roy A. Pontiff, Danny J. David, Sr., and Simieon d. Theodile.

Nays: None.

Absent at Voting: Shane Walet, Elbridge "Smitty" Smith, III, and Larry Rader.

And the Resolution was therefore adopted on this the 10th day of July, 2020.

A motion was made by Commissioner Simieon d. Theodile, and seconded by Commissioner Danny J. David, Sr., to adopt the following:

RESOLUTION
BOARD OF COMMISSIONERS
PORT OF IBERIA DISTRICT

A Special Meeting of the Board of Commissioners of the PORT OF IBERIA DISTRICT was held on the 10th day of July, 2020, at New Iberia, Louisiana. Upon motion duly made, seconded and approved, it was RESOLVED that MARK T. DORE', Board President, be and is hereby authorized to execute and sign on behalf of the PORT OF IBERIA DISTRICT, appearing through its governing authority, the Board of Commissioners, a Navigation Servitude granted to the PORT OF IBERIA DISTRICT by BERNARD PORT PROPERTIES, LLC for the purposes of improving, maintaining, and an extending, Bernard Port Properties Canal, a private canal, known alternately as Port of Iberia Channel C-14 (hereinafter referred to as "Channel C-14)" in connection with the Port of Iberia's MILLENNIUM EXPANSION, PHASE III Project, on the terms and conditions contained in that certain NAVIGATION SERVITUDE executed by BERNARD PORT PROPERTIES, LLC on , 2020.

This Resolution having been submitted to a vote, the vote thereon was as follows:
Yeas: Mark Dore', Roy A. Pontiff, Danny J. David, Sr., and Simieon d. Theodile.
Nays: None.

Absent at Voting: Shane Walet, Elbridge "Smitty" Smith, III, and Larry Rader.
And the Resolution was therefore adopted on this the 10th day of July, 2020.

A motion was made by Commissioner Simieon d. Theodile, and seconded by Commissioner Danny J. David, Sr., to adopt the following:

RESOLUTION
BOARD OF COMMISSIONERS
PORT OF IBERIA DISTRICT

A Special Meeting of the Board of Commissioners of the PORT OF IBERIA DISTRICT was held on the 10th day of July, 2020, at New Iberia, Louisiana. Upon motion duly made, seconded and approved, it was RESOLVED that MARK T. DORE', Board President, be and is hereby authorized to execute and sign on behalf of the PORT OF IBERIA DISTRICT, appearing through its governing authority, the Board of Commissioners, a Navigation Servitude granted to the PORT OF IBERIA DISTRICT by MB/CD PROPERTY, LLC for the purposes of improving, maintaining, and an extending, Bernard Port Properties Canal, a private canal, known alternately as Port of Iberia Channel C-14 (hereinafter referred to as "Channel C-14)" in connection with the Port of Iberia's MILLENNIUM EXPANSION, PHASE III Project, on the terms and conditions contained in that certain NAVIGATION SERVITUDE executed by MB/CD PROPERTY, LLC on , 2020.

This Resolution having been submitted to a vote, the vote thereon was as follows:
Yeas: Mark Dore', Roy A. Pontiff, Danny J. David, Sr., and Simieon d. Theodile.
Nays: None.

Absent at Voting: Shane Walet, Elbridge "Smitty" Smith, III, and Larry Rader.
And the Resolution was therefore adopted on this the 10th day of July, 2020.

VI. Discuss Gulf Coast Aqua Dams Letter Received on July 9, 2020 Regarding POI Aqua Dam.

A letter was received by the Port of Iberia District on July 9, 2020 from Mr. Larry J. Campisi, President of Gulf Coast AquaDams regarding the Port's installation contract with Gulfcoast Aquadams. The letter provides immediate Notice of Cancellation of the Contract between Moscamp, Inc. d/b/a Gulfcoast Aquadams dated November 19, 2019 due to the fact that the Agreement does not have a termination date, nor does it address the requirements for cancellation. The Contract may be cancelled upon reasonable notice.

In his letter, Mr. Campisi assures that they stand ready to begin negotiations on a new Contract, which addresses increases in the installation price and new consideration given to unforeseen contingencies which may affect pricing for certain events.

The Port Attorney indicated that he has reviewed the Three (3) Contracts the Port has with Gulf Coast Aqua Dams which includes the Contract for the Purchase of the Aqua Dam, the Contract for the Installation of the Aqua Dam, and the Contract for the Storage of the Aquadam. The Port Attorney reported that the installation price of the Aquadam is \$1,800.00 per occurrence. The Port Attorney will do additional research. Lengthy discussion ensued.

It was the consensus of the Board that the Executive Director speak with Mr. Larry Campisi and report back to the Board at their July Regular Monthly Board Meeting. The Port Attorney will research past Board Minutes and previous discussions of this topic and provide an opinion to the Board.

VII. ADJOURNMENT.

On a motion made by Commissioner Roy A. Pontiff, and seconded by Commissioner Danny J. David, Sr., the meeting was adjourned at 1:32 p.m.

**ROY A. PONTIFF
SECRETARY/TREASURER**

**MARK DORE'
BOARD PRESIDENT**