

**PORT OF IBERIA DISTRICT  
BOARD OF COMMISSIONERS  
REGULAR MEETING – TUESDAY, JULY 17, 2018  
PORT ADMINISTRATIVE OFFICE – 5:30 P.M.  
MINUTES**

The regular meeting of the Port of Iberia District Board of Commissioners was called to order by Commissioner Roy A. Pontiff, Board President, at the Port of Iberia Administrative Office, on Tuesday, July 17, 2018, at 5:52 P.M.

In attendance were Commissioners Roy A. Pontiff, President, Elbridge “Smitty” Smith, III, Vice-President, Simieon d. Theodile, Secretary-Treasurer, and Danny J. David, Sr.,

Commissioners Mark Dore’, Larry G. Rader and Gene L. Jefferies were absent.

Also present were Craig Romero, Executive Director, Joanna Durke, Administrative Assistant, Tracy Boudreaux, Bookkeeper-Secretary, Brandi Landry, Receptionist-Secretary, and Ray Allain, Port Attorney.

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

**I. APPROVAL OF MINUTES – Regular Meeting, May 17, 2018.  
Special Meeting, May 31, 2018.  
Regular Meeting, June 19, 2018.**

**On a motion by Commissioner Elbridge “Smitty” Smith, III, and seconded by Commissioner Danny J. David, Sr., the Commission approved the minutes of the Regular Meeting held on May 17, 2018.**

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

**Yeas: Roy A. Pontiff, Elbridge “Smitty” Smith, III, Simieon d. Theodile, and Danny J. David, Sr.**

**Nays: None.**

**Absent at Voting: Mark Dore’, Larry G. Rader, and Gene L. Jefferies**

**And the motion was therefore passed on this the 17th day of July, 2018.**

**On a motion by Commissioner Elbridge “Smitty” Smith, III, and seconded by Commissioner Simieon d. Theodile, the Commission approved the minutes of the Special Meeting held on May 31, 2018.**

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

**Yeas: Roy A. Pontiff, Elbridge "Smitty" Smith, III, Simieon d. Theodile, and Danny J. David, Sr.**

**Nays: None.**

**Absent at Voting: Mark Dore', Larry G. Rader, and Gene L. Jefferies**

**And the motion was therefore passed on this the 17th day of July, 2018.**

**On a motion by Commissioner Danny J. David, Sr., and seconded by Commissioner Simieon d. Theodile, the Commission approved the minutes of the Regular Meeting held on June 19, 2018.**

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

**Yeas: Roy A. Pontiff, Elbridge "Smitty" Smith, III, Simieon d. Theodile, and Danny J. David, Sr.**

**Nays: None.**

**Absent at Voting: Mark Dore', Larry G. Rader, and Gene L. Jefferies**

**And the motion was therefore passed on this the 17th day of July, 2018.**

**II. DISCUSS AND/OR DISTRIBUTE THE FOLLOWING:**

**(a) Budget Summary for Twelve (12) Months Ending June 2018.**

**(b) Listing of Tenant Lease Billings.**

**(c) Listing of Boat Stall Tenant Lease Billings.**

**{1} Update on Port Attorney's Procedures Regarding the Removal of the Abandoned Vessel in Slip #3.**

**\*\*\*Publication of Notice Abandoned Vessel at Port of Iberia.**

**(d) Approve Payment of Bills & Checks Issued During Interim Period.**

**A motion was made by Commissioner Elbridge "Smitty" Smith, III, seconded by Commissioner Simieon d. Theodile, to approve and authorize the payment of bills for July 2018, and ratify those paid during the interim period.**

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

**Yeas: Roy A. Pontiff, Elbridge "Smitty" Smith, III, Simieon d. Theodile, and Danny J. David, Sr.**

**Nays: None.**

**Absent at Voting: Mark Dore', Larry G. Rader, and Gene L. Jefferies**

**And the motion was therefore passed on this the 17th day of July, 2018.**

**(e) Computer Summary of Lease Agreement Activity Sheet.**

**III. RATIFICATION OF RENEWAL OF CERTIFICATE OF DEPOSIT.**

**A motion was made by Commissioner Simieon d. Theodile, seconded by Commissioner Danny J. David, Sr. to approve and ratify the renewal of Certificate of Deposit Number 42000815715 (Dynamic Industries Security Deposit), which**

matured on June 20, 2018 with Iberia Bank, for twelve (12) months at the rate of 0.75% and 0.75% A.P.Y.

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

**Yeas:** Roy A. Pontiff, Elbridge "Smitty" Smith, III, Simieon d. Theodile, and Danny J. David, Sr.

**Nays:** None.

**Absent at Voting:** Mark Dore', Larry G. Rader, and Gene L. Jefferies

And the motion was therefore passed on this the 17th day of July, 2018.

**IV. MR. GERALD GESSER, GESSER GROUP, APC, TO ADDRESS THE BOARD ON:**

- (a) Port of Iberia West Yard (formerly Dynamic West Yard).**

Mr. Gerald Gesser, Gesser Group, APC, reported that Executive Director Craig Romero asked him to evaluate all the buildings at the West Yard and document the necessary repairs in order to put the buildings back into working conditions.

**V. REPORT FROM MR. ONEIL MALBROUGH OF GIS ENGINEERING, LLC ON:**

- (a) Port-Site Bulkhead Relocation Project Phase II B – (Phase II) – Private Bulkhead 11B (Private Property).**

**{1} Update on Construction of Bulkhead 11B.**

Mr. Zack Autin, GIS Engineering, LLC, presented the Board with a Power Point Presentation. On June 8, 2018 a Stop Work Order was issued beginning on June 11, 2018 for a maximum duration of 14 days. The Contractor has completed this work and is now back on the 11B project as of July 2, 2018. The Contractor is nearing completion of installing the rip rap on the Southern bank and the mooring dolphins. The concrete has been pumped into the pipefenders and the mooring dolphins. As the Contractor was excavating the material back, they came across a lot of debris that had to be removed, some of it was broken up concrete pieces, some of it was old tempered bulkhead, and electrical conduit. In the process, the Contractor had to tear back and excavate a lot more material than they were expecting. GIS was hoping the Contractor would be able to use some of the excavated material for the rip rap toe at the bottom of the bank, but the Contractor wasn't able to. Mr. Zack Autin reported that the quantity for rip rap has increased slightly due to this.

Recently, the Contractor submitted RFI #6 regarding the quantity of rip rap on the Southern Bank. Due to over-excavation of the material on this bank, the Contractor was worried that the quantity would go over the contract amount. GIS Engineering, LLC agrees with this assessment and has estimated that the quantity would go over approximately 360 tons, which would be a \$36,000 increase in the project value at the end of the job in the form of a Balancing Change Order. GIS Engineering, LLC thinks this is a necessary and unavoidable cost to the project. The 360 tons is not set in stone yet;

however, the actual amount could be a little more or could be a little less. GIS will not know the actual amount until the Contractor finishes installing the rip rap and does the Post Construction surveys. Mr. Zack Autin stated that he has included some pictures in the Power Point Presentation of the material that was pulled out of the bank, as well as, an existing survey of the bank that was completed after the excavation took place.

Mr. Craig Romero stated that originally there was \$1 M that was estimated for the project. The Contractor's bid that is doing the job came in at a little over \$750,000 and then after Change Order Number 1 the contract amount is approximately \$768,000. Mr. Zack Autin stated that the project is still a little over \$200,000 under the original budget. The \$36,000 added to the contract amount would still have the project under budget.

Mr. Zack Autin, reported that additionally it has been a little over two (2) years since Bulkhead 11A has been completed. A concrete slab was not done on this project, granular back fill and limestone was done since it is a private bulkhead. There have been a couple inches of some subsidence of the limestone behind the bulkhead. The Contractor has already brought rock out to the site. An additional two (2) loads are needed to get the site back to its original condition for the tenant. GIS Engineering, LLC is estimating about 60 cubic yards of limestone to bring the bulkhead back up to grade, which comes out to approximately \$9,000 which would be reflected in the Balancing Change Order.

**{2} Discuss/Approve Contractor Pay App No. 4.**

**A motion was made by Commissioner Simieon d. Theodile, and seconded by Commissioner Elbridge "Smitty" Smith, III, to approve and authorize the payment of Contractor Pay Application No. 4 in the amount of \$48,375.10 to Coastal Construction and Engineering, LLC for the Port-Site Bulkhead Relocation Project Phase II B (Phase II) – Private Bulkhead 11B (Private Property) for June 1, 2018 thru June 30, 2018 regarding Bulkhead 11B which includes installation of geotextile fabric, granular material, steel sheet pile, and 20" pipe piles, in accordance with contract dated December 19, 2017; and motion further stipulates that the Payment Request be forwarded to the LA Department of Transportation & Development for review and approval.**

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

**Yeas: Roy A. Pontiff, Elbridge "Smitty" Smith, III, Simieon d. Theodile, and Danny J. David, Sr.**

**Nays: None.**

**Absent at Voting: Mark Dore', Larry G. Rader, and Gene L. Jefferies**

**And the motion was therefore passed on this the 17th day of July, 2018.**

**{3} Discuss/Approve GIS Engineering, LLC Invoice.**

A motion was made by Commissioner Danny J. David, Sr., and seconded by Commissioner Elbridge "Smitty" Smith, III, to approve and authorize the payment of Invoice Number 70001199 in the amount of \$5,233.50 to GIS Engineering, LLC for the period June 1, 2018 thru June 30, 2018 which includes processing of submittals and RFIs, resident project representation, engineering QA/QC project site visits, review of Pay App No. 3 and tenant coordination; in accordance with contract dated February 16, 2016 and Amendment #3 dated November 15, 2016.

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

**Yeas:** Roy A. Pontiff, Elbridge "Smitty" Smith, III, Simieon d. Theodile, and Danny J. David, Sr.,

**Nays:** None.

**Absent at Voting:** Mark Dore', Larry G. Rader, and Gene L. Jefferies

And the motion was therefore passed on this the 17th day of July, 2018.

**(b) Status of the Louisiana Port Construction & Development Priority Program SPN H.011928 "East & West Yard Expansion & Site Improvements Project."**

Mr. Oneil Malbrough, GIS Engineering, LLC, reported that a quotation from the structural engineers to do some work for Craig was performed on the project to get an opinion to see if the price was fair for the services that was done.

**(c) Port Millennium Expansion Phase III Project.**

**{1} Update on Millennium Expansion Phase III Project.**

Mr. Oneil Malbrough, GIS Engineering, LLC, reported that a meeting was held with Ray, Craig, the surveyor, Mr. Francis Fortier, and himself. Mr. Francis Fortier has completed the metes and bounds description of the Navigation Servitude as was discussed in the Board meeting held on June 19, 2018. Mr. Ray Allain had one minor change to the map.

Mr. Ray Allain stated there was one (1) issue that he ran into with the channel that wasn't disclosed in the preliminary work that was done. The surveyor found it with the examination of the records. The issue is that Geo Marine owns two (2) lots and when they purchased Lots 8 and 9 of the Bernard Property, they purchased the 75 feet of the channel that is immediately South of Lot 8. He found there was a transfer of the 75 feet of the channel below Lot 8 that was made to John L. Gray, Inc. This was acquired by Mr. Gray at a different time that he acquired Lots 8 and 9 and the 75 feet South of Lot 8. When the sale was drawn up from John L. Gray, Inc. to Geo Marine, they used the property description describing Lots 8 and 9 and the 75 feet of the channel under Lot 8 but they didn't pick up the 75 feet under Lot 9. A complete examination of the records discloses that the piece of the channel under Lot 9 is still owned by John L. Gray, Inc.

Mr. Gray is now deceased and his wife is in a nursing home. The Secretary of State's website states the corporation of John L. Gray, Inc. was dissolved as a Corporation in 2013. The company no longer exists, but they are still the owners of the piece of that channel. Mr. Ray Allain contacted the Iberia Parish Assessor Mr. Ricky Huval, a deed and a map was sent to him to show the location of the parcel. Mr. Ricky Huval will put the parcel on the tax rolls under Mr. John L. Gray and send it to the last known address for John L. Gray, Inc. for taxes this year. If the taxes are not paid, it will go up for tax sale and either Mr. Randy Lecompte, Mr. Henry Bernard, or the Port can buy the parcel in a tax sale. In the meantime, Mr. Randy Lecompte will try to contact Mr. John Gray's daughter to see if there is anything they could do. Lengthy discussion ensued and there was no action taken on the above agenda item.

**{2} Discuss/Approve GIS Engineering, LLC Invoice.**

**A motion was made by Commissioner Danny J. David, Sr., seconded by Commissioner Elbridge "Smitty" Smith, III, to approve and authorize the payment of Invoice Number 70001201 in the amount of \$22,325.36 to GIS Engineering for the period February 1, 2018 thru June 30, 2018, regarding the Port Millennium Expansion Phase III project, which includes property delineations and meetings with Port Attorney, Executive Director, and Survey, coordination of surveying of Bernard Slip, drafting and creation of property maps for property delineations, subcontractors – Francis Fortier – Surveys of Bernard Slip; in accordance w/contract effective date of February 1, 2018.**

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

**Yeas: Roy A. Pontiff, Elbridge "Smitty" Smith, III, Simieon d. Theodile, and Danny J. David, Sr.,**

**Nays: None.**

**Absent at Voting: Mark Dore', Larry G. Rader, and Gene L. Jefferies**

**And the motion was therefore passed on this the 17th day of July, 2018.**

**(d) AGMAC Project General Engineering and Consulting Services:  
{1} Update on Status of AGMAC Project.**

Mr. Oneil Malbrough, GIS Engineering, LLC, reported that on July 18, 2018 is the Bond Sale. The Port of Iberia has \$10 M in the bond sale (\$1.5 M in Priority 1, \$3.5 M in Priority 2, and \$5 M in Priority 5). An email was received from LA DOTD asking the Port how it would spend the money so Mr. Oneil Malbrough, Mr. Roy A. Pontiff, and Mr. Craig Romero met to discuss what they think would be the allocation of the money (Preliminary Engineering and Design (PED) to clean out the channel, some pipeline relocations, and \$6 M of construction). This was well received by Mr. Chris Collins.

There is \$1.6 M left from the \$3.5 M from last fiscal year and also the \$5 M from this year so the Port has a total of \$6.6 M in the account and \$5 M in Priority 5.

**{2} Discuss/Approve GIS Engineering, LLC Invoice.**

A motion was made by Commissioner Elbridge "Smitty" Smith, III, seconded by Commissioner Simieon d. Theodile, to approve and authorize the payment of Invoice Number 70001200 in the amount of \$260.00 to GIS Engineering for the period June 1, 2018 thru June 30, 2018 which includes coordination and delivery of survey data of Commercial Canal for a Port Business as well as for Oneil Malbrough's meeting at the Port office, in accordance w/contract effective date of January 20, 2016, Amendment #1 August 16, 2016, Amendment #2 dated December 20, 2016, and Amendment #3 effective December 20, 2017.

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

Yeas: Roy A. Pontiff, Elbridge "Smitty" Smith, III, Simieon d. Theodile, and Danny J. David, Sr.,

Nays: None.

Absent at Voting: Mark Dore', Larry G. Rader, and Gene L. Jefferies

And the motion was therefore passed on this the 17th day of July, 2018.

**VI. REPORT FROM PORT ATTORNEY ON:**

**(a) AWS Lease Agreement & Collection of Unpaid Rental.**

Port Attorney Mr. Ray Allain stated that the Settlement Agreement has been going back and forth between the attorney's. It is now in the hands of the AWS attorney. Mr. Ray Allain stated that the attorney has advised him that he has \$60,000 in a trust account to make the first payment. As soon as Mr. Ray Allain gets back from AWS' attorney, the last revisions that were made to the agreement, it will be brought back to the Board to get signed and the Port will receive the first payment.

**(b) LBC Port Judgment/Collection of Money due the Port of Iberia.**

Port Attorney Mr. Ray Allain stated he met with the sheriff's attorney to help locate Mr. Dale Behan. A Bench Warrant has been issued for his arrest but no one has taken the effort to find him. Captain Hazelwood, head of Criminal Division, stated the he would help the Port.

**VII. REPORT FROM EXECUTIVE DIRECTOR ON:**

**(a) Update on the Port of Iberia District and Goldman Sachs Regarding the Purchase of Approximately 106.72 Acres of Available Property located at 6005 Port Road (former Dynamic Industries West Yard Site).**

Executive Director Craig Romero stated that Mr. Gerald Gesser and Mr. Oneil Malbrough will be working together on this project. Mr. Gerald Gesser has been talking to local

contractors to get pricing ideas on what it would cost to refurbish the high priority areas of the facility.

Port Attorney Ray Allain stated he has been going back and forth with four (4) different revisions of the Proposed Purchase Agreement that was originally received from Goldman Sachs. Mr. Jeff Simon and Mr. Ray Allain have been working together and conveying concerns they believe were crucial. Everything that was suggested and requested was accepted by Goldman Sachs' Attorney. There is one other issue that he has expressed concerns about but were not able to make any changes to and that is the confidentially provisions. A copy of the provisions were handed out to the Board, staff, Architect, and Engineers. There is an exception to the confidentially rules for whatever the Port requires by law to do (open meetings law, public records law, make decisions in open sessions and not go in to Executive Session). The Port is bound to the provisions once the Agreement is signed. After the Agreement is signed, there is a 45-day due diligence period, and after that due diligence period, if the Port determines to purchase the property, the Port has 30 days to close from that date.

**A motion was made by Commissioner Danny J. David, Sr., seconded by Commissioner Simieon d. Theodile, to approve and authorize the Board President to execute the Purchase & Sale Agreement between Goldman Sachs Bank, USA and the Port of Iberia District for the purchase of approximately 106.72 acres of available property located at 6005 Port Road (former Dynamic Industries West Yard Site) as revised this meeting date, July 17, 2018.**

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

**Yeas: Roy A. Pontiff, Elbridge "Smitty" Smith, III, Simieon d. Theodile, and Danny J. David, Sr.,**

**Nays: None.**

**Absent at Voting: Mark Dore', Larry G. Rader, and Gene L. Jefferies**

**And the motion was therefore passed on this the 17th day of July, 2018.**

- (b) Discuss/Consider a Proposal from CASE International for the Evaluation of Bridge Crane Rails and the Concrete Foundation Within the Large "Building B" Located at the Port of Iberia West Yard (formerly Dynamic West Yard).**

A proposal dated July 9, 2018 from Civil and Structural Engineers, Inc. (CASE), regarding the POI West Yard Bridge Crane and Foundation Ratings, was presented for review to the Board.

The general scope of work for the project would involve the evaluation of existing building structures and bridge crane rails which are currently in place at the facility. There are five (5) individual buildings (Building B " Mill Building"; Building C "Fabrication Shop"; Building D "Metal Building"; Building F "Metal Building"; and Building M (Adjacent



to Mill Building B) on the site which are being considered for use with new bridge cranes.

In addition, the project would include testing and evaluation of soil & foundation capacities within Building B "Mill Building". This will entail a Ground Penetrating Radar (GPR) test on concrete areas within Building B "Mill Building" for determination of foundation type, thickness, rebar layout, etc. (This excludes building column supporting foundations); a geotechnical evaluation of soil/limestone area within Building B for the purposes of determining allowable soil bearing capacities within those areas as well as foundation boundary conditions.

CASE offered in its proposal two (2) scenarios consisting of (1) Shallow Foundation: If shallow foundations are found through GPR test, then geotechnical borings would be conducted at 25ft depth, and (2) Deep Foundation: If deep foundations (pile supported) are determined through GPR test, then geotechnical borings would be conducted at 60ft depth. CASE will utilize both GPR and Geotechnical Report information to calculate structural capacities of foundation within the building.

Port Attorney Ray Allain stated he would suggest waiting until the Purchase & Sale Agreement is signed and there is a clean environmental and clear title before the work would be done. Discussion ensued.

**A motion was made by Commissioner Elbridge "Smitty" Smith, III, seconded by Commissioner Danny J. David, Sr., to approve and authorize Civil and Structural Engineers, Inc. (CASE) to provide engineering load rating services for five (5) overhead bridge crane rail systems within the Port of Iberia West Yard Facility (formerly Dynamic West Yard); CASE will also provide foundation and soil capacity information for the largest building on site (Building B); and motion further states that the work to be performed is contingent upon a clean environmental and clear title and the execution of the Purchase & Sale Agreement but no sooner than two (2) weeks after the effective date of the Purchase & Sale Agreement.**

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

**Yeas: Roy A. Pontiff, Elbridge "Smitty" Smith, III, Simieon d. Theodile, and Danny J. David, Sr.,**

**Nays: None.**

**Absent at Voting: Mark Dore', Larry G. Rader, and Gene L. Jefferies**

**And the motion was therefore passed on this the 17th day of July, 2018.**

- (c) **Update on the potential for the Economic Development Project at the Port of Iberia regarding the installation of an 8" gas line at Louisiana CAT.**
  - {1} **Update on Cooperative Endeavor Agreement Between Atmos**

**{2} Energy Corporation and the POI.  
Update on Cooperative Endeavor Agreement Between  
Louisiana Economic Development Corporation, Louisiana  
Machinery Company, LLC, and Port of Iberia District Board of  
Commissioners.**

Port Attorney Ray Allain stated that the Port has a Cooperative Endeavor Agreement with Atmos that was acceptable to all parties. The Port also has a Cooperative Endeavor Agreement with LED that is acceptable to all parties. The only thing that was lacking is the Letter of Credit. Iberia Bank's Compliance Officer stated that because the Port of Iberia is a Public entity there may be issues with getting Bond Commission approval. Mr. Ray Allain stated he spoke to Mr. Jason Akers and it may be 90 days before the Port would be able to address the Bond Commission. Mr. Ray Allain suggested the Port open a separate bank account titled the Port of Iberia Atmos Project and the bank would write a letter informing Atmos that the funds would be held and would not be disbursed until an invoice is submitted confirming the completion of the project and the funds would be disbursed to them. Ms. Mary with Iberia Bank is checking with Iberia Bank to see if this would be acceptable and Ms. Leslie Miller with Atmos is checking with Atmos to see if this would be acceptable to them. Mr. Ray Allain stated that the only other alternative would be to revise the Cooperative Endeavor Agreement and pay Atmos in advance. This is the way Atmos originally presented the project to the Port of Iberia.

**A motion was made by Commissioner Elbridge "Smitty" Smith, III, seconded by Commissioner Danny J. David, Sr. to approve and authorize an Amendment to the Cooperative Endeavor Agreement between the Port of Iberia District and Atmos to provide for the opening of a \$1.2 M Special Account called Port of Iberia Atmos Project and either have the bank issue a letter and satisfy Atmos and pay at completion of project or alternatively, if that's not possible, pay Atmos in cash as an advance payment.**

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

**Yeas: Roy A. Pontiff, Elbridge "Smitty" Smith, III, Simieon d. Theodile, and Danny J. David, Sr.,**

**Nays: None.**

**Absent at Voting: Mark Dore', Larry G. Rader, and Gene L. Jefferies**

**And the motion was therefore passed on this the 17th day of July, 2018.**

**(d) Discuss/Consider Request from The Bayou Companies, LLC  
Regarding Assignment and Assumption of Lease to Bayou Holdco,  
Inc.**

The Executive Director reported that recently there has been some discussion at the Bayou Companies, LLC regarding ownership. The Administrative Assistant reported to the Board that a letter was received on July 2, 2018 from Mr. Evan Russell, Vice-President of The Bayou Companies, LLC notifying the Port that Bayou is contemplating

entering into a transaction with Bayou Holdco, Inc., a Delaware Corporation, pursuant to which Bayou Holdco, Inc. will acquire substantially all of the assets of The Bayou Companies, LLC, and The Bayou Companies, LLC will assign to Bayou Holdco, Inc. all of its interests, and rights under, the leases.

A proposed Consent and Release for each lease with the POI was presented for review and also a request was made for the POI, as Landlord, to execute said instrument which is part of the proposed Assignment and Assumption of Lease Agreement between The Bayou Companies, LLC and Bayou Holdco, Inc.

The Port Attorney reminded the Board that the Port's Policy in the past has been to verify that an assignment is being made for no consideration other than the acceptance of the obligations under the lease. Tenants are not allowed to receive additional consideration for an assignment of Port property to another tenant.

The Administrative Assistant reported that as of this meeting date, an email was received from Mr. Evan Russell advising the Port that The Bayou Companies, LLC is being divested by Aegion to a Private Equity Group. It will be an asset sale and the legal entity has been set up as Bayou Holdco, Inc. d/b/a The Bayou Companies. Furthermore, the email stipulated that there is no consideration being paid by Bayou Holdco, Inc. for the Port leases. The requested assignment is simply to move the leases to the Bayou Holdco, Inc. name. Mr. Russell also states that "All operations and personnel will remain the same."

Discussion ensued and the Port Attorney indicated to the Board that the instrument may be signed by the Board President and that the Instrument is in compliance with Port Policy.

**A motion was made by Commissioner Simieon d. Theodile, and seconded by Commissioner Elbridge "Smitty" Smith III, to approve and authorize the Board President to execute the Consent and Release (between The Bayou Companies, LLC and the Port of Iberia District) whereby the Port of Iberia District approves the Assignment and Assumption of Lease between The Bayou Companies, LLC (Assignor) and Bayou Holdco, Inc. (Assignee) regarding Leases with the Port of Iberia District (Landlord); and motion further acknowledges that there is no consideration being paid by Bayou Holdco, Inc. (Assignee) other than the acceptance of the obligations under the Port leases.**

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

**Yeas: Roy A. Pontiff, Elbridge "Smitty" Smith, III, Simieon d. Theodile, and Danny J. David, Sr.,**

**Nays: None.**

**Absent at Voting: Mark Dore', Larry G. Rader, and Gene L. Jefferies**

And the motion was therefore passed on this the 17th day of July, 2018.

- (e) Discuss/Approve the Authorization for the Board President and Secretary-Treasurer to Execute the Louisiana Compliance Questionnaire (for Audit Engagements of Governmental Agencies) in Connection with the Audit of the POI's Financial Statements as of June 30, 2018, which includes the period July 1, 2017 thru June 30, 2018.

A motion was made by Commissioner Simieon d. Theodile, seconded by Commissioner Elbridge "Smitty" Smith, III, to approve and execute the Louisiana Compliance Questionnaire (for Audit Engagements of Government Agencies) in connection with the audit of the Port of Iberia District's Financial Statements as of June 30, 2018, and the Fiscal Year period July 1, 2017 thru June 30, 2018.

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

Yeas: Roy A. Pontiff, Elbridge "Smitty" Smith, III, Simieon d. Theodile, and Danny J. David, Sr.,

Nays: None.

Absent at Voting: Mark Dore', Larry G. Rader, and Gene L. Jefferies

And the motion was therefore passed on this the 17th day of July, 2018.

- (f) Discuss/Approve Intergovernmental Replacement Agreement Between the State of Louisiana DOTD and the Port of Iberia District Regarding the East and West Yard Expansion and Site Improvements, State Project Number H.011928.

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

RESOLUTION AUTHORIZING A REPLACEMENT AGREEMENT  
AND DESIGNATION OF PERSON AUTHORIZED TO SIGN

STATE PROJECT NO. H.011928  
PARISH OF IBERIA

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

A Resolution authorizing the Port of Iberia District to enter into a Project Replacement Agreement and a Statement of Sponsorship with the State of Louisiana, Department of Transportation and Development under the Louisiana Port Construction and Development Priority Program for assistance in the implementation of a Port improvement project; providing for

the necessary documentation of the need for the Port improvement; and providing for other matters in connection therewith.

**WHEREAS**, the Port of Iberia District Board of Commissioners duly convened at its regular meeting on July 17, 2018; and

**WHEREAS**, the Port of Iberia District has a need for Port improvements; and

**WHEREAS**, the Port of Iberia District has reviewed the application for Port Improvements - East and West Yard Expansion and Site Improvements and agrees with said agreement; and

**WHEREAS**, the Port of Iberia District has applied for State matching funds pursuant to Chapter 47 of Title 34 of the Louisiana Revised Statutes of 1950, as amended, to implement a project to improve its Port operation and the Port of Iberia District is fully aware of its obligations under said Statute; and

**WHEREAS**, the Port of Iberia District is a political body duly organized and existing under the laws of the State of Louisiana and is eligible to apply for funds under said Statute; and

**NOW, THEREFORE, BE IT RESOLVED** by the Port of Iberia District as follows:

**Section 1.** That the Port of Iberia District acknowledges that an application was submitted to the Louisiana Port Construction and Development Priority Program.

**Section 2.** That at the appropriate time and prior to commencement of work on the project the Port of Iberia District agrees to execute a Project Replacement Agreement and a Statement of Sponsorship pursuant to the Statute and hereby authorizes and empowers Commissioner Roy A. Pontiff, Board President, to enter into and execute said agreement with the Louisiana Department of Transportation and Development.

**Section 3.** That Commissioner Roy A. Pontiff, Board President, is hereby the Authorized Representative for the Port of Iberia District to represent the Port with regards to the receipt of funds from the Louisiana Port Construction and Development Priority Program for a Port improvement project.

**Section 4.** That said Authorized Representative shall have the authority to sign and approve all documents that are necessary under the circumstances to accomplish the above project.

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

**Yeas:** Roy A. Pontiff, Elbridge "Smitty" Smith, III, Simieon d. Theodile, and Danny J. David, Sr.,

**Nays:** None.

**Absent at Voting:** Mark Dore', Larry G. Rader, and Gene L. Jefferies

**And the Resolution was therefore adopted on this the 17th day of July, 2018.**

**(g) Update on Henry Bernard Property Located Behind the POI Administrative Office.**

This Agenda item was previously discussed.

**(h) Executive Director's Monthly Report.**

Mr. Oneil Malbrough reported that President Trump has introduced a bill to reorganize the USACE. The projects would now be under the transportation section. The Federal DOTD grants money to the State DOTD as projects get approved.

Mr. Craig Romero stated that he recently went to Houston and met with the owners of Caliche.

On Wednesday, July 18, 2018 representatives from the South Louisiana Community College will meet at the Port, along with Mayor Freddie Decourt and Parish President Larry Richard, to discuss how they could expand the training and course work here in New Iberia.

**(i) Announcements:**

**VIII. ADJOURNMENT.**

On a motion made by Commissioner Danny J. David, Sr., and seconded by Commissioner Simieon d. Theodile, the meeting was adjourned at 7:30 p.m.

  
\_\_\_\_\_  
SECRETARY-TREASURER

  
\_\_\_\_\_  
PRESIDENT