OFFICIAL PROCEEDINGS

ST. BERNARD PORT, HARBOR AND TERMINAL DISTRICT

REGULAR MONTHLY MEETING – JANUARY 14, 2014

 The Board of Commissioners of the St. Bernard Port, Harbor and Terminal District met in regular session on Tuesday, January 14, 2014, 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. Bradley J. Cantrell, Vice President; Mr. Elton J. LeBlanc, Secretary and Mr. P. James DiFatta, Treasurer. Absent was Mr. Harold J. Anderson, President. Also present were Dr. Robert J. Scafidel, Executive Director; Ms. Denise Griffin, Executive Secretary; Mr. Drew Heaphy, Director of Administration; Mr. Sal Cusimano, Agreement Analyst, Mr. Jim Lawler, AON; Mr.’s David Fennelly and Gary Poirrier, Associated Terminals of St. Bernard; Mr. Jim Simmons, N-Y & Associates; Ms. Ashley Coker and Mr. James Garner, Sher Garner and Mr. Manuel Fernandez.

 The Board recognized a Moment of Silence in remembrance of Irwin Ruiz, past employee and executive director of the Port.

 Vice President Cantrell announced that the floor was open for nominations for the office of President.

 Mr. DiFatta nominated Mr. Cantrell for the office of President. Mr. LeBlanc seconded the nomination. Vice President Cantrell closed nominations and after asking for public comment, called for the vote.

 The Board voted two (2) yeas and one (1) abstaining to elect Mr. Cantrell President by acclamation.

Vice President Cantrell announced that the floor was open for nominations for the office of Vice President.

Mr. DiFatta nominated Mr. LeBlanc for the position of Vice President. Mr. Cantrell seconded the nomination. Vice President Cantrell closed nominations and after asking for public comment, called for the vote.

The Board voted two (2) yeas and one (1) abstaining to elect Mr. LeBlanc Vice President by acclamation.

Vice President Cantrell announced that the floor was open for nominations for the office of Secretary.

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Mr. Cantrell nominated Mr. Anderson for the position of Secretary. Mr. DiFatta seconded the nomination. Vice President Cantrell closed nominations and after asking for public comment, called for the vote.

The Board voted two (2) yeas and (1) abstaining to elect Mr. Anderson Secretary by acclamation.

 Vice President Cantrell announced that the floor was open for nominations for the office of Treasurer.

 Mr. LeBlanc nominated Mr. DiFatta for the position of Treasurer. Mr. Cantrell seconded the nomination. Vice President Cantrell closed nominations and after asking for public comment, called for the vote.

 The Board voted two (2) yeas and one (1) abstaining to elect Mr. DiFatta Treasurer by acclamation.

 President Cantrell asked if there were any public comments 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 December 10, 2013.

On motion of Mr. LeBlanc, seconded by Mr. DiFatta, and after asking for any public comment, the Board unanimously approved to Advertise for Bids for the Procurement and Installation of Fenders for Arabi Turning Dolphin project.

The Board recognized Mr. Lawler who spoke on the Port’s renewal options relating to insurance.

On motion of Mr. LeBlanc, seconded by Mr. DiFatta, and after asking for any public comment, the Board unanimously approved authorization for the Executive Director to accept the renewal Insurance Package for policies ending January 29, 2014, upon the recommendation of the Agent of Record (AON).

 The Board recognized Mr. Fennelly who discussed the uses of port facilities.

 On motion of Mr. LeBlanc, seconded by Mr. DiFatta, and after asking for any public comment, the Board unanimously approved authorization for the Executive Director to commence with the utilization of the facility in Violet, La.

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

On motion of Mr. LeBlanc, seconded by Mr. DiFatta, and after asking for any public comment, the Board unanimously approved the following resolution making certain findings with respect outstanding obligations of the District and to finance certain improvements and acquisitions to be funded through the issuance of revenue bonds by the Louisiana Local Government Environmental Facilities and Community Development Authority:

**RESOLUTION**

A RESOLUTION MAKING CERTAIN FINDINGS WITH RESPECT 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 and to finance additional facilities and improvements (collectively, the “Project”);

 **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;

 **WHEREAS**, the District adopted a resolution on May 14, 2013 (the “Resolution”) authorizing the issuance of the Bonds to finance the Project; and

 **WHEREAS**, the District desires to supplement the Resolution to set forth the parameters of the Bonds and to more clearly identify the prior obligations of the Port.

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

 Section 1. The Bonds are to be issued on one or more series, taxable or tax-exempt, or both, in an aggregate amount not to exceed $10,000,000, mature not later than 30 years from the date of their issuance and bear interest at a fixed or variable rate not to exceed ten percent (10%) per annum.

 Section 2. The prior obligations consist of (i) the LCDA’s Revenue Bonds, Series 2010A and Revenue Refunding Bonds, Series 2010B issued on behalf of the Port in the initial aggregate amount of $19,140,000 and (ii) the District’s loan through the Louisiana Public Facilities Authority Pooled Loan Program, Series 2003C in the initial amount of $1,300,000.

 Section 3. 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 4. This resolution shall take effect immediately and all provisions set forth in the Resolution remain in full force and effect.

 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

 And the resolution was declared adopted on this 14th day of January, 2014.

/s/ Harold J. Anderson, Secretary /s/ Bradley J. Cantrell, President

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The Board recognized Mr. Heaphy who gave a report on Volkert, Inc. and their findings at the Chalmette Slip.

President Cantrell recognized Dr. Scafidel who gave the Executive Director’s Report. Dr. Scafidel discussed construction, the 2nd Floor renovations and the Board’s requirement to fill out the Personal Disclosure forms and submit them by May 15, 2014. The Board thanked Dr. Scafidel for his report.

On motion of Mr. LeBlanc, seconded by Mr. DiFatta, and after asking for any public comment, the Board unanimously approved to convene Executive Session to discuss litigation relating to the expropriation of the Violet Dock Port at 12:39 p.m.

On motion of Mr. LeBlanc, seconded by Mr. DiFatta, and after asking for any public comment, the Board unanimously approved to reconvene regular session at 1:10

p. m.

President Cantrell asked if there were any Old Business. On motion of Mr. DiFatta, seconded by Mr. LeBlanc, the Board reconsidered Agenda Item No. 9 and amended it to add actively seek all potential tenants for the facility.

On amended motion of Mr. DiFatta, seconded by Mr. LeBlanc, and after asking for any public comment, the Board unanimously approved authorization for the Executive Director to commence with the utilization of the facility in Violet, La and actively seek all potential tenants for the facility.

President Cantrell asked if there were any New Business. On motion of Mr. DiFatta, seconded by Mr. LeBlanc, the Board unanimously approved to add to the agenda 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 for Command & Control projects: Surveillance Sites, Operational Support, Mobile Tower Equipment and C2 Support purchased using Mariner’s GSA Schedule (GS-35F-0286Y MOD 02 Approved 1/22/2013). Grants are in compliance with security information that is controlled under 49CFR parts 15 and 1520.

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 On motion of Mr. DiFatta, 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 for Command & Control projects: Surveillance Sites, Operational Support, Mobile Tower Equipment and C2 Support purchased using Mariner’s GSA Schedule (GS-35F-0286Y MOD 02 Approved 1/22/2013). Grants are in compliance with security information that is controlled under 49CFR parts 15 and 1520.

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

/s/ Harold J. Anderson, Secretary