

Minutes of the Regular Meeting of the Board of Commissioners of the Lake Charles Harbor and Terminal District held at 5:00 P.M., Monday, January 28, 2008, in the Board Room of the Port of Lake Charles located at 150 Marine Street, Lake Charles, Louisiana.

In attendance and constituting a quorum, were:

David J. Darbone, President
Harry C. Hank, Vice President
Stephen L. Hebert, Secretary/Treasurer
Mark T. Abraham, Commissioner
Kay C. Barnett, Commissioner
Fred R. Godwin, Commissioner
C. Wade Shaddock, Jr., Commissioner

Absent:

None

Also Present:

R. Adam McBride, Port Director
Mike Dees, General Counsel
Richert Self, Director of Administration and Finance
Donald Brinkman, Director of Engineering, Maintenance and Development
Bill Rase, Director of Operations
Dan Loughney, Director of Marketing and Trade Development
Channing Hayden, Director of Navigation/Security

Mr. Darbone called the meeting to order at 5:00 P.M. and Mr. Abraham gave the invocation. Ms. Barnett led the Board and audience in the Pledge of Allegiance.

Mr. Darbone made a statement reminding the Public of the Port's procedure for the Public to address an agenda item to the Board.

Mr. Darbone stated the March 24, 2008 Regular Board meeting will be moved to March 31, 2008.

- 1. Approval of the December 17, 2007 Regular Meeting Minutes.

Mr. Shaddock offered a motion to approve the December 17, 2007 Regular Meeting Minutes as written. Mr. Godwin seconded the motion and it carried unanimously.

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2. Submission 2008 – 001 authorizing the Port Director to fund additional compensation to Randy Goodloe, AIA for the design of BT-1 office and shop building as an amendment to Resolution 2006 – 039.
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Mr. Abraham offered a motion to adopt Resolution 2008 – 001 to authorize the Port Director to fund additional compensation to Randy Goodloe, AIA for the design of BT-1 office and shop building as an amendment to Resolution 2006 – 039. Mr. Godwin seconded the motion and it carried unanimously.

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3. Submission 2008 – 002 authorizing the Port Director to enter into an agreement with the State of Louisiana, Division of Administration, Facility Planning and Control under the Louisiana Capital Outlay Program for assistance in the implementation of a port improvement project.
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Mr. Hebert offered a motion to adopt Resolution 2008 – 002 to authorize the Port Director to enter into an agreement with the State of Louisiana, Division of Administration, Facility Planning and Control under the Louisiana Capital Outlay Program for assistance in the implementation of a port improvement project. Ms. Barnett seconded the motion and it carried unanimously.

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4. Submission 2008 – 003 approving the creation of five scholarships to SOWELA Technical Community College.
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Mr. Shaddock offered a motion to adopt Resolution 2008 – 003 to approve the creation of five scholarships to SOWELA Technical Community College. Mr. Hebert seconded the motion and it carried unanimously.

Mr. Darbone recognized Dr. Andrea Miller, Chancellor of SOWELA Technical Community College, to address the Board. Dr. Miller stated SOWELA does not have many scholarships and these will definitely benefit the students and the college. She thanked the Board for their approval of the scholarships.

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5. Submission 2008 – 004 authorizing the Port to enter into a Local Services Agreement with the Calcasieu Parish Police Jury.
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Mr. Hank offered a motion to adopt Resolution 2008 – 004 to authorize the Port to enter into a Local Services Agreement with the Calcasieu Parish Police Jury. Ms. Barnett seconded the motion and it carried unanimously.

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6. Submission 2008 – 006 authorizing the Port Director to enter into a Letter of Intent with IFG Port Holdings, LLC.
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Ms. Barnett offered a motion to adopt Resolution 2008 – 006 to authorize the Port Director to enter into a Letter of Intent with IFG Port Holdings, LLC. Mr. Hank seconded the motion and it carried unanimously.

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7. Submission 2008 – 007 approving necessary documents for issuance of not to exceed \$1,000,000,000 Lake Charles Harbor and Terminal District Revenue Bonds (Lake Charles Cogeneration, LLC Project) in one or more series (the Bonds); ratification of the role of General Counsel as local Counsel for issuance of the Bonds and other matters relating to the issuance of the Bonds.
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Mr. Hebert offered a motion to adopt Resolution 2008 – 007 to approve necessary documents for issuance of not to exceed \$1,000,000,000 Lake Charles Harbor and Terminal District Revenue Bonds (Lake Charles Cogeneration, LLC Project) in one or more series (the Bonds); ratification of the role of General Counsel as local Counsel for issuance of the Bonds and other matters relating to the issuance of the Bonds. Mr. Godwin seconded the motion and it carried unanimously.

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8. Business, Intergovernmental and Governmental Committee
January 14, 2008
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Mr. Abraham stated the Committee met on January 14, 2008 to discuss the Port's policy on bidding practices.

Mr. Hebert stated he wanted to change the minutes of the committee meeting to state the Port would use the state's Facility, Planning and Control fees as criteria for selection and when the fee is percent of construction instead of negotiated it will be based on the state's Facility Planning and Control fee.

Mr. Hebert offered a motion to approve the policy on bidding practices with the amendments. Mr. Abraham seconded the motion and it carried unanimously as amended.

- 9. Port Director Quarterly Expenses ending December 31, 2007
Briefing Note

The Briefing Note regarding the Port Director's quarterly expenses ending December 31, 2007 was rendered to the Board and is on file in the Executive Offices.

- 10. Labor Issues Briefing Note.

The Briefing Note regarding the Labor Issues Review was rendered to the Board and is on file in the Executive Offices.

Mr. Darbone asked Mr. Abraham, Chairman of the Business, Intergovernmental and Governmental Committee, to schedule another meeting to follow up on the labor issues.

- 11. December 2007 Financials Briefing Note.

The Briefing Note regarding the December 2007 financials was rendered to the Board and is on file in the Executive Offices.

- 12. Monthly Staff report from General Counsel.

The General Counsel's Monthly Staff Report was rendered to the Board and is on file in the Executive Offices.

- 13. Monthly Staff report from Director of Administration and Finance.

The Director of Administration and Finance's Monthly Staff Report was rendered to the Board and is on file in the Executive Offices.

- 14. Monthly Staff report from Director of Navigation and Security.

The Director of Navigation and Security's Monthly Staff Report was rendered to the Board and is on file in the Executive Offices.

15. Monthly Staff report from Director of Terminal Operations.

The Director of Terminal Operations' Monthly Staff Report was rendered to the Board and is on file in the Executive Offices.

16. Monthly Staff report from Director of Marketing and Trade Development.

The Director of Marketing and Trade Development's Monthly Staff Report was rendered to the Board and is on file in the Executive Offices.

17. Monthly Staff report from Director of Engineering, Maintenance, and Development.

The Director of Engineering, Maintenance, and Development's Monthly Staff Report was rendered to the Board and is on file in the Executive Offices.

18. Monthly Staff report from the State Port Lobbyist.

The State Port Lobbyist's Monthly Staff Report was rendered to the Board and is on file in the Executive Offices.

19. Monthly Staff report from the National Port Lobbyist.

The National Port Lobbyist's Monthly Staff Report was rendered to the Board and is on file in the Executive Offices.

20. Executive Session.

- a. West Cameron Port Authority Litigation
- b. Discussion of Potential Litigation with F. Miller and Sons, LLC., et al

Mr. Darbone asked for a motion to enter into Executive Session. Mr. Godwin offered a motion to enter into Executive Session. Ms. Barnett seconded the motion and it carried unanimously. The Board entered into Executive Session at 5:51 p.m.

The Board returned from Executive Session at 7:06 p.m.

No action was taken.

19. Other Matters which may properly come before the Board.

There being no further business to come before the Board, on a motion made by Mr. Hebert, seconded by Mr. Abraham and approved unanimously among those present the meeting adjourned at 7:06 p.m.

All discussions held on the above items were recorded on Compact Disc Number 1, and filed in the Executive Offices of the District.

Please note that when the votes are shown as unanimous, it is the policy of the Board that the President does not vote except in the event of a tie vote by the rest of the Board and/or unless otherwise indicated.

David J. Darbone, President

ATTEST:

Stephen L. Hebert, Secretary/ Treasurer