

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, September 24, 2012, 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:

Harry C. Hank, President
John L. LeBlanc, Vice President
Elcie J. Guillory, Secretary/Treasurer
Daryl V. Burckel, Commissioner
Dudley R. Dixon, Commissioner
Walter M. Sanchez, Commissioner

Absent:

Barbara M. McManus, Assistant Secretary/Treasurer

Also Present:

Bill Rase, Executive Director
Richert Self, Director of Administration and Finance
Channing Hayden, Director of Navigation/ Security
Donald Brinkman, Director of Engineering, Maintenance and Development
Todd Henderson, Director of Operations
Michelle Bolen, Executive Administrative Assistant

Mr. Hank called the meeting to order at 5:03 P.M. and asked Mr. LeBlanc to give the invocation. Dr. Burckel led the Board and audience in the Pledge of Allegiance.

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

- 1. Approval of the August 24, 2012 Regular Meeting Minutes.

Mr. Dixon offered a motion to approve the August 24, 2012 Regular Meeting Minutes. Dr. Burckel seconded the motion and it carried unanimously.

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2. Submission 2012 – 053 approving Mr. William J. Rase, III, Executive Director, as the District’s Official Representative at the 2012 American Association of Port Authorities Annual Convention.
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Mr. LeBlanc offered a motion to adopt Resolution 2012 – 053 to approve Mr. William J. Rase, III, Executive Director, as the District’s Official Representative at the 2012 American Association of Port Authorities Annual Convention. Mr. Sanchez seconded the motion and it carried unanimously.

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3. Submission 2012 – 054 authorizing Commissioners Harry C. Hank, Elcie J. Guillory and Dudley Dixon to attend the 2012 AAPA Annual Conference Mobile, AL.
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Mr. Sanchez offered a motion to adopt Resolution 2012 – 054 to authorize Commissioners Harry C. Hank, Elcie J. Guillory and Dudley Dixon to attend the 2012 AAPA Annual Conference in Mobile, AL. Dr. Burckel seconded the motion and it carried unanimously.

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4. Submission 2012 – 055 authorizing the District to enter into an agreement 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.
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Mr. Guillory offered a motion to adopt Resolution 2012 – 055 to authorize the District to enter into an agreement 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. Mr. Dixon seconded the motion and it carried unanimously.

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5. Submission 2012 – 056 authorizing the issuance of not to exceed \$309,000,000 Lake Charles Harbor and Terminal District Revenue Bonds (Lake Charles Clean Energy LLC Project) series 2012; approving the forms of and authorizing the execution and delivery of a Trust Indenture and a Fifth Amendment to Financing and Lease Agreement; authorizing the execution and delivery of a Preliminary Official Statement, an Official Statement and a Bond Purchase Agreement; authorizing the execution and delivery of other documents required in connection with the issuance of the Bonds; authorizing the execution of an Amended and Restated Trust Indenture relating to the \$1,000,000 Lake Charles Harbor and Terminal District Revenue Bonds (Lake Charles Cogeneration LLC Project) series 2011; authorizing the Officers and Commissioners of the District to do all things necessary to effectuate this Resolution; and providing for other matters related thereto.
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Dr. Burckel offered a motion to adopt Resolution 2012 – 056 to authorize the issuance of not to exceed \$309,000,000 Lake Charles Harbor and Terminal District Revenue Bonds (Lake Charles Clean Energy LLC Project) series 2012; to approve the forms of and authorize the execution and delivery of a Trust Indenture and a Fifth Amendment to Financing and Lease Agreement; authorize the execution and delivery of a Preliminary Official Statement, an Official Statement and a Bond Purchase Agreement; authorize the execution and delivery of other documents required in connection with the issuance of the Bonds; authorize the execution of an Amended and Restated Trust Indenture relating to the \$1,000,000 Lake Charles Harbor and Terminal District Revenue Bonds (Lake Charles Cogeneration LLC Project) series 2011; authorize the Officers and Commissioners of the District to do all things necessary to effectuate this Resolution; and provide for other matters related thereto. Mr. Leblanc seconded the motion and it carried unanimously.

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6. Submission 2012 – 057 authorizing the creation of a special dedicated reserve fund into which the Port will, subject to certain conditions and subsequent events, annually budget and fund the sum of \$1.0 million beginning in 2012, up to a maximum amount of \$3.0 million, for the purpose of partially funding the building of the national Hurricane Museum and Science Center in accordance with the terms and conditions of a cooperative agreement to be negotiated and subsequently finally approved by the Board of Commissioners.
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Dr. Burckel offered a motion to adopt Resolution 2012 – 057 to authorize the creation of a special dedicated reserve fund into which the Port will, subject to certain conditions and subsequent events, annually budget and fund the sum of \$1.0 million beginning in 2012, up to a maximum amount of \$3.0 million, for the purpose of partially funding the building of the national Hurricane Museum and Science Center in accordance with the terms and conditions

of a cooperative agreement to be negotiated and subsequently finally approved by the Board of Commissioners. Mr. Guillory seconded the motion and it carried unanimously.

7. July 2012 Financials Briefing Note.

The Briefing Note on the District's July 2012 Financials was rendered to the Board and is on file in the Executive Offices.

8. 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.

9. 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.

10. Monthly Staff report from Director of Operations.

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

11. 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.

12. 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.

13. 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.

14. 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.

15. Executive Session.

- a. Threatened litigation in writing by the *M/V Advantage* relating to possible damages at Berth 6.
- b. Threatened litigation related to the Bag House Lease termination.

Mr. Hank asked for a motion to enter into Executive Session. Mr. Sanchez offered a motion to enter into Executive Session. Mr. Dixon seconded the motion and it carried unanimously.

The Board entered into Executive Session at 5:14 p.m.

The Board returned from Executive Session at 6:09 p.m. No action was taken.

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

There being no further business to come before the Board, Mr. Hank asked for a motion to adjourn. Mr. Sanchez offered a motion to adjourn. Mr. Guillory seconded the motion and it carried unanimously. The meeting adjourned at 6:17 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.

H.C. HANK, President

ATTEST:

ELCIE J. GUILLORY, Secretary/ Treasurer