

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, July 22, 2013 in the Board Room of the Port of Lake Charles located at 751 Bayou Pines, Suite A, Lake Charles, Louisiana.

In attendance and constituting a quorum, were:

- John L. LeBlanc, President
- Elcie J. Guillory, Vice President
- Barbara M. McManus, Secretary/Treasurer
- Daryl V. Burckel, Assistant Secretary/Treasurer
- Dudley R. Dixon, Commissioner
- Michael G. Eason, Commissioner
- Walter M. Sanchez, Commissioner

Absent:

None

Also Present:

- Bill Rase, Executive Director
- Mike Dees, General Counsel
- Louis Colletta, Assistant General Counsel
- Richert Self, Director of Administration and Finance
- Todd Henderson, Director of Operations
- Michelle Bolen, Executive Administrative Assistant

Mr. LeBlanc called the meeting to order at 5:00 P.M. and asked Mr. Dixon to give the invocation. Ms. McManus led the Board and audience in the Pledge of Allegiance.

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

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1. Resolution 2013 – 038 recognizing Commissioner Harry C. Hank for his service to the Port of Lake Charles and the District.
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Mr. LeBlanc stated he and the other Commissioners wanted to recognize Mr. Harry C. Hank for his dedication and service to the District. He commended Mr. Hank for mentoring him and expressed his appreciation as a leader amongst the Commissioners.

Mr. Sanchez offered a motion to adopt Resolution 2013 – 038 commending Harry C. Hank for his service to the District and community as Commissioner from September 17, 2004 until June 30, 2013 and President of the Board of Commissioners from July 1, 2008 – June 30, 2009 and July 1, 2012 – June 30, 2013. Ms. McManus seconded the motion and it carried unanimously.

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2. Resolution 2013 – 044 authorizing the Executive Director, in consultation with General Counsel, to execute needed revisions or amendments to any agreements or execute any and all other agreements necessary to provide for the dedication of servitudes for certain sewer and water lines within the L’Auberge Lake Charles and Ameristar Lake Charles casino resorts; provide for reciprocal servitudes of passage over privately owned roadways within the resorts and; further, adjust the lease boundaries of Pinnacle Lake Charles, LLC and Creative Casinos, LLC or the terms and conditions of the settlement agreement between the District and Pinnacle Entertainment, Inc. providing for the exchange of certain properties to allow for the road infrastructure needs of the Ameristar Lake Charles casino resort and otherwise provide for a revised road way system in connection with the planned Cove Lane/I-210 road improvements and otherwise to provide with respect thereto.
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Mr. LeBlanc stated there was one item to be added to the agenda. The item is Resolution 2013 – 044 authorizing the Executive Director, in consultation with General Counsel, to execute needed revisions or amendments to any agreements or execute any and all other agreements necessary to provide for the dedication of servitudes for certain sewer and water lines within the L’Auberge Lake Charles and Ameristar Lake Charles casino resorts; provide for reciprocal servitudes of passage over privately owned roadways within the resorts and; further, adjust the lease boundaries of Pinnacle Lake Charles, LLC and Creative Casinos, LLC or the terms and conditions of the settlement agreement between the District and Pinnacle Entertainment, Inc. providing for the exchange of certain properties to allow for the road infrastructure needs of the Ameristar Lake Charles casino resort and otherwise provide for a revised road way system in connection with the planned Cove Lane/I-210 road improvements and otherwise to provide with respect thereto.

A unanimous vote is needed to add the item to the agenda.

Ms. McManus offered a motion to add the item to the agenda. Dr. Burckel seconded the motion and it carried unanimously.

Mr. Sanchez offered a motion to adopt Resolution 2013 – 044 to authorize the Executive Director, in consultation with General Counsel, to execute needed revisions or amendments to any agreements or execute any and all other agreements necessary to provide for the dedication of servitudes for certain sewer and water lines within the L’Auberge Lake Charles and Ameristar Lake Charles casino resorts; provide for reciprocal servitudes of passage over privately owned roadways within the resorts and; further, adjust the lease boundaries of Pinnacle Lake Charles, LLC and Creative Casinos, LLC or the terms and conditions of the settlement agreement between the District and Pinnacle Entertainment, Inc. providing for the exchange of certain properties to allow for the road infrastructure needs of the Ameristar Lake Charles casino resort and otherwise provide for a revised road way system in connection with

the planned Cove Lane/I-210 road improvements and otherwise to provide with respect thereto. Mr. Eason seconded the motion and it carried unanimously.

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- 3. Approval of the June 24, 2013 Regular Meeting Minutes.
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Mr. Guillory offered a motion to approve the June 24, 2013 Regular Meeting Minutes. Ms. McManus seconded the motion and it carried unanimously.

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- 4. Submission 2013 – 039 authorizing and approving the acquisition of approximately 18.5 acres of land near the Industrial Canal and west of the proposed G2X energy lease site from St. Luke Simpson Methodist Church or its appropriate legal entity for \$300,000.00 cash from retained earnings of the District and amending the budget accordingly.
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Mr. Guillory offered a motion to adopt Resolution 2013 – 039 to authorize and approve the acquisition of approximately 18.5 acres of land near the Industrial Canal and west of the proposed G2X energy lease site from St. Luke Simpson Methodist Church or its appropriate legal entity for \$300,000.00 cash from retained earnings of the District and amending the budget accordingly. Ms. McManus seconded the motion and it carried unanimously.

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- 5. Submission 2013 – 040 authorizing the issuance of not to exceed \$100,000,000 Lake Charles Harbor and Terminal District Revenue Bonds, in one or more series; authorizing the filing of an application with the State Bond Commission; providing for employment of Bond Counsel and Financial Advisor; 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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Ms. McManus offered a motion to adopt Resolution 2013 – 040 to authorize the issuance of not to exceed \$100,000,000 Lake Charles Harbor and Terminal District Revenue Bonds, in one or more series; authorize the filing of an application with the State Bond Commission; provide for employment of Bond Counsel and Financial Advisor; authorize the officers and Commissioners of the District to do all things necessary to effectuate this Resolution; and provide for other matters related thereto. Dr. Burckel seconded the motion and it carried unanimously.

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6. Submission 2013 – 041 authorizing the Executive Director to enter into and execute any agreements and documents relating to obtaining any land rights as well as the assignment and transfer of certain right-of-way agreements in connection with the establishment and operation of Port Rail, Inc. as a short line rail operation.
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Mr. Dixon offered a motion to adopt Resolution 2013 – 041 to authorize the Executive Director to enter into and execute any agreements and documents relating to obtaining any land rights as well as the assignment and transfer of certain right-of-way agreements in connection with the establishment and operation of Port Rail, Inc. as a short line rail operation. Mr. Guillory seconded the motion and it carried unanimously.

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7. Submission 2013 – 042 authorizing the Executive Director to amend Resolution 2011 – 003 for engineering services with Infinity Engineering Consultants for the new ship unloader at BT-1, Port project 07-CIP-04.
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Dr. Burckel offered a motion to adopt Resolution 2013 – 042 to authorize the Executive Director to amend Resolution 2011 – 003 for engineering services with Infinity Engineering Consultants for the new ship unloader at BT-1, Port project 07-CIP-04. Mr. Eason seconded the motion and it carried unanimously.

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8. Submission 2013 – 043 authorizing a Second Amendment to Water Tower Lease Agreement with Louisiana Unwired, LLC.
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Mr. Guillory offered a motion to adopt Resolution 2013 – 043 to authorize a Second Amendment to Water Tower Lease Agreement with Louisiana Unwired, LLC. Dr. Burckel seconded the motion and it carried unanimously.

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9. Administration, Audit and Personnel Committee
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Mr. Sanchez stated the Committee met on July 19, 2013 to discuss the Forecast II. Mr. Sanchez asked Mr. Self to present the Forecast II to the Board.

Mr. Self presented the Forecast. No action was taken at the Committee Meeting.

10. Executive Director Quarterly Expenses Briefing Note.

The Briefing Note concerning the Executive Director's Quarterly Expenses was rendered to the Board and is on file in the Executive Offices.

11. Forecast II Briefing Note

The Briefing Note concerning the Forecast II was rendered to the Board and is on file in the Executive Offices.

12. 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.

13. 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.

14. 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.

15. 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.

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

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

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

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19. Executive Session.
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- a. Pending litigation filed by Lake Charles Stevedores, LLC (Tom Flanagan), Fourteenth (14th) Judicial Court, Parish of Calcasieu, State of Louisiana-Suit No. 2013-001091.
- b. Litigation concerning Lake Charles Harbor and Terminal District v. Morris Material Handling, Inc. and Vigilant Insurance Company, No. 2013-2365, Div. E.

Mr. LeBlanc asked for a motion to enter into Executive Session. Ms. McManus offered a motion to enter into Executive Session. Mr. Eason seconded the motion and it carried unanimously. The Board entered into Executive Session at 5:41 p.m. The Board returned from Executive Session at 6:11 p.m.

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20. Other Matters which may properly come before the Board.
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There being no further business to come before the Board, Mr. LeBlanc asked for a motion to adjourn. Ms. McManus offered a motion to adjourn. Mr. Dixon seconded the motion and it carried unanimously. The meeting adjourned at 6:11 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.

JOHN L. LEBLANC, President

ATTEST:

BARBARA M. MCMANUS, Secretary/ Treasurer