PROCEEDINGS OF A REGULAR MEETING OF

**THE BOARD OF COMMISSIONERS OF**

**THE MORGAN CITY HARBOR AND TERMINAL DISTRICT**

**December 10, 2018**

The Board of Commissioners (“Board”) of the Morgan City Harbor and Terminal District (“District”) met in regular session at the District’s office at 7327 Highway 182, Morgan City, Louisiana on December 10, 2018 at 5:00 p.m. Duane Lodrigue, President, convened the meeting with Commissioners Thomas Ackel, Joseph Cain, Tim Matthews, Sr., Ben Adams, Adam Mayon, Lee Dragna and Pete Orlando in attendance. Commissioner Deborah Garber was absent. Also present at the meeting were Raymond Wade, Executive Director; Tori Henry, Office Manager; Cindy Cutrera, Manager of Economic Development; Jennifer Reasoner and Gerard Bourgeois, Board Attorneys; Executive Officer Elizabeth Newton, United States Coast Guard (“USCG”); Clay Breaud, GSE/Providence Engineering; Councilmen Louis Tamporello, City of Morgan City; Councilwoman Jacki Ackel, Town of Berwick; Scott Thomas, InterMoor; along with members of the media and general public.

The meeting was called to order and the presence of a quorum was noted. Mr. Wade led the invocation and the Pledge of Allegiance was recited.

It was moved by Mr. Dragna and seconded by Mr. Ackel that the minutes of the Regular Meeting of November 12, 2018 be approved and adopted, with said motion carrying unanimously.

It was moved by Mr. Ackel that the report of receipts and disbursements for the month of November 2018 be received and accepted and that all invoices presented to the Board for the month of November 2018 be paid. Mr. Orlando seconded that motion, which carried unanimously.

Elizabeth Newton reported that: (i) there were 2,821 total transits for the month of November; (ii) they are making great strides with the move into the building and are looking to do a ribbon cutting in the next few months; (iii) Mr. Dragna asked Ms. Newton to review the plans for the rock placement at LAD because of his concern about the anchor spread. She agreed to follow up with waterways and the Captain of the Port.

Tim Connell reported via telephone conference that: (i) we have received an additional $3 million to go towards the Bayou Chene project. The next contract to be awarded is for the Bayous Boeuf, Chene and Black reaches but they are still doing cost analysis at this time. (ii) As of a week ago there was no commitment that Brice would beat the contractual 150-day mark to arrive for dredging operations; (iii) 1st impacts to navigation due to the bumper job at Bayou Boeuf Locks won’t be until late February, with a 14-month impact; (iv) Bayou Sorrel is still closed, but still on track to open December 15th.

Clay Breaud reported that: (i) the HVAC system work is complete as of last week and Andrea will check off her punch list before authorizing release of retainage; (ii) they have completed the plans and specs and sent them to DOTD for approval of the railroad maintenance port priority project. It was moved by Mr. Dragna and seconded by Mr. Mayon that said resolution be adopted, authorizing advertisement, which motion carried unanimously.

RESOLUTION

WHEREAS, Morgan City Harbor and Terminal District has submitted an application for funding of the Morgan City Rail and Dock Rehab, Rail Track Repair and Maintenance port improvement project under the Port Construction and Development Priority Program; and

WHEREAS, Morgan City Rail and Dock Rehab, Rail Track Repair and Maintenance has been recommended to the Louisiana Joint Legislative Committee of Transportation, Highways, and Public Works by the Department of Transportation and Development for funding by the Port Construction and Development Priority Program; and

WHEREAS, no funds have been made available by the State for construction of the project and the Morgan City Harbor and Terminal District has available local funds in an amount of not less than one hundred (100%) percent to insure construction of the project; and

WHEREAS, Morgan City Harbor and Terminal District desires to utilize its own funds for the construction of this Project and to be reimbursed by the Port Construction and Development Priority Program once funding becomes available, in accordance with R.S. 34:3457.

WHEREAS, at the request of Morgan City Harbor and Terminal District, Providence Engineering and Design, LLC has prepared plans and specifications for said project, which plans and specifications are designated by State Project No. H.013795 (321); and

WHEREAS, this Morgan City Harbor and Terminal District has reviewed the final plans, specifications and cost estimate and has submitted them to the Department of Transportation and Development. The Morgan City Harbor and Terminal District will accept the final plans and specifications **contingent** on the Department of Transportation and Development’s final approval inasmuch as they comply with the requirements of the Port Construction and Development Priority Program; and

WHEREAS, all necessary servitudes, rights-of-way, spoil disposal areas, rights of ingress and egress and the means thereof have been acquired by this Morgan City Harbor and Terminal District, and the titles thereto are valid and indefeasible; and

WHEREAS, this Morgan City Harbor and Terminal District has obtained all necessary permits required for the construction of this project; and

WHEREAS, Morgan City Harbor and Terminal District has agreed to accomplish all necessary utilities, fence and other facilities relocations and alterations made necessary by this project; and

WHEREAS, the Official Journal for the Morgan City Harbor and Terminal District is The Daily Review, whose mailing address is Post Office Box 948, Morgan City, LA 70381, and whose telephone number is 985-384-8370; and

WHEREAS, this Morgan City Harbor and Terminal District desires to advertise for competitive bids, in accordance with LRS 38:2212, et seq., for the award of a contract in the name of the Morgan City Harbor and Terminal District, and furnish engineering services during the progress of the work.

NOW, THEREFORE, BE IT RESOLVED by the Morgan City Harbor and Terminal District, in Regular session assembled on this 10th day of December, 2018, that the Department of Transportation and Development be and hereby is requested to authorize the Morgan City Harbor and Terminal District to advertise for competitive bids in accordance with LRS 38:2212, et seq., for the award of a contract in the name of Morgan City Harbor and Terminal District, covering the aforesaid improvements.

BE IT RESOLVED that the Department of Transportation and Development be and hereby is assured that all necessary servitudes, rights-of-way, rights of ingress and egress and the means thereof have been obtained by Morgan City Harbor and Terminal District, and the titles thereto are valid and indefeasible and Morgan City Harbor and Terminal District expressly agrees to defend any action for the failure of any servitude, right-of-way, right of ingress or egress, and Morgan City Harbor and Terminal District does hereby assume complete responsibility for providing engineering services during construction and the maintenance and upkeep of the project after construction.

BE IT RESOLVED that the Department of Transportation and Development be and hereby is assured that all required permits have been obtained by Morgan City Harbor and Terminal District.

BE IT RESOLVED that the Department of Transportation and Development be and hereby is assured that Morgan City Harbor and Terminal District has available its local matching funds in an amount not less than one hundred (100%) percent of the total project cost to insure construction of this project.

BE IT RESOLVED that Morgan City Harbor and Terminal District will and hereby does assume complete responsibility for all utilities, fence, and other facilities relocations and alterations made necessary by this project.

BE IT RESOLVED that Morgan City Harbor and Terminal District does hereby save and hold harmless the Department of Transportation and Development against any loss or damage of any kind incident to or occasioned by Activities undertaken in pursuance of this agreement and expressly agrees to defend any suit brought against the Department of Transportation & Development, and pay any judgment which may result from said suit as it relates to this project.

Cindy Cutrera reported that: (i) Mr. Wade attended the WEDA Conference, Workboat Show and CWPPRA Technical Committee meeting and she attended the LIDEA Conference. (ii) She also attended a meeting at BTNEP for the Regional 2023 Master Plan workshop. At the end of the workshop they voted on draft proposals to be considered by CPRA and the long-distance sediment delivery from Atchafalaya to Terrebonne received the most votes and will be modeled for inclusion in the master plan. She also requested an update on the convey Atchafalaya to Terrebonne diversion from Micaela Coner of CPRA. Mr. Orlando requested that CPRA come to our board meeting and give an update ASAP. Mr. Wade noted that Johnny Bradberry is no longer with CPRA and Chip Klein will replace him. (iii) ULI sent a draft review and requested comments, with the final report to be released mid-January. (iv) our Facebook page went live last week, where we will post meeting agendas and other Port news. Mr. Wade also noted that Charles Brittingham is working hard on our 2020 O&M funding.

Gerard Bourgeois reported: (i) InterMoor has agreed to repay LED $1.5 million advanced for site development work, as a result of InterMoor’s failure to reach employment goals. They are requesting a rescission of the Port’s purchase of $1.5 million worth of site development work, as a return of the improvements to InterMoor but does not affect the terms of our lease. Scott Thomas noted that he is waiting on his legal team to for final approval. Mr. Dragna moved to authorize said recession, contingent upon accounting approval, which was seconded by Mr. Mayon and carried unanimously.

RESOLUTION

**WHEREAS,** the Morgan City Harbor and Terminal District(“District”) has purchased 23.394 acres of land for the development of business into the Morgan City Port, and

**WHEREAS,** the Louisiana Department of Economic Development (“LDED”) loaned $1.5 million pursuant to an Economic Development Awards Program, which the District used to purchase site improvements for property leased by InterMoor, Inc. (“InterMoor’), and

**WHEREAS,** InterMoor has assumed the burden of full repayment of grant funds provided by LDED in their entirety, and

**WHEREAS**, the District purchased certain rights and title to facility development preparatory work and improvements pursuant to a Cash Deed executed on or about the 18th day of February, 2010 from Intermoor, Inc., which act shall be referred to herein as “Sale”;

**WHEREAS**, the act has caused or may cause InterMoor unforeseen and unintended accounting consequences;

**WHEREAS**, the District believes that a revocation, rescission and dissolution of said Sale would be beneficial to both parties;

**THEREFORE BE IT RESOLVED**, that the Morgan City Harbor and Terminal District does hereby authorize the execution of an Act of Transfer returning such improvements to InterMoor, with the understanding that the transfer does not affect the rights of the District to said improvements at the termination of any lease.

**BE IT FURTHER RESOLVED** that Raymond M. Wade, Executive Director, be and is hereby authorized and directed to do any and all acts and things on behalf and in the name of the District that he deems necessary, proper, or that may be required to carry out and accomplish the intent and terms of the transfer and the transactions contemplated thereby, including but not limited to paying all sums necessary to acquire or transfer the said immovable property as well as surveying, abstracting fees, title insurance, and other closing costs necessary for the acquisition of said property.

(ii) a lease between the District and United States Coast Guard has been signed. Mr. Wade noted is went into effect December 1, 2018 and is a twenty-year lease through 2039; (iii) he is still waiting on comments from Providence’s attorney regarding the three (3) engineering agreements between the District and Providence Engineering and Design, LLC for services related to the projects funded through Port Priority; (iv) he thought by now we would have a resolution with Crosby Tugs on the damages caused to the NOAA Meteorological Station #2.

Mr. Wade presented a Memorial Resolution in honor of Mr. Gary J. Duhon, Sr. Mr. Wade reiterated the many years Mr. Duhon served this Port and this community. Mr. Cain moved, Mr. Mayon seconded, and motion carried unanimously.

**MEMORIAL RESOLUTION**

*WHEREAS, Almighty GOD, in HIS infinite wisdom, bestowed seventy-two years of earthly life upon GARY JOSEPH DUHON, SR., who departed this earth on November 24, 2018.*

*WHEREAS, GARY JOSEPH DUHON, SR. is survived by his wife, Carolyn Beauregard Duhon; his children, Cherie Garrett and husband Richey of Youngsville, Melissa Deshotels and husband James of Baton Rouge, Gary Duhon Jr. and wife Kristi of Stillwater, Oklahoma, James Duhon of Thibodaux, Christina Harrison and husband Blaze of Berwick, and stepchildren, Amy Rahlf and husband Nils, and Leah Davis; and his grandchildren, Megan Garrett Quebedeaux and husband Cy; Chase, Jennifer, and Jude Garrett; Ava, Sam, and Sophia Deshotels; Kaitlynn Vanmol; Lauren and Alison Duhon, Jenna and Abby Duhon; Blaze, Alyse, and Parker Harrison; and Vasilij and Yuri Rahlf; and great-grandchildren, Adaline and Ryder Quebedeaux.*

*WHEREAS, GARY JOSEPH DUHON, SR. will be remembered as having a great love for his family and community with public service as a priority throughout his life and for the numerous civic and community contributions made to our area including served as a member of the Amelia Volunteer Fire Department holding positions of President and Assistant Chief, was a member of the St. Mary Parish Fire Association, was a member of Farm Bureau’s Young Farmers and Ranchers Organization, and was a Fourth Degree member of the Knights of Columbus, served as a member of the St. Mary Parish Levee Board, later became Vice-President of the Morgan City Harbor and Terminal District’s Board of Commissioners and was a Commissioner for fifteen years, and served two terms as a St. Mary Parish Councilman.*

*WHEREAS, GARY JOSEPH DUHON, SR. was a strong supporter of youth athletics, coaching football and baseball with the Pop Warner and Sheriff League programs in St. Mary Parish, was a big fan of LSU football, enjoyed an active membership in local social and cultural organizations, was a member of the Krewe of Hephaestus, served as King Hephaestus in 2011, was a Duke in the Krewe of Galatea and received the honor of being chosen to represent Morgan City as the King of the Shrimp and Petroleum Festival in 2008.*

*WHEREAS, GARY JOSEPH DUHON, SR. was a graduate of Morgan City High School and followed into the family farming business, and later became self-employed as a general contractor serving South Louisiana, building roads, levees, pumping stations and assisting in coastal erosion efforts.*

*THEREFORE, BE IT RESOLVED that the Board of Commissioners of the Morgan City Harbor and Terminal District and its entire staff, regret and lament that GARY JOSEPH DUHON, SR., has been taken from our midst.*

*BE IT FURTHER RESOLVED that the Commissioners and staff of the Port Commission extend their heartfelt sympathy to GARY JOSEPH DUHON, SR.’s family; and*

*BE IT FURTHER RESOLVED that a copy of this Resolution, adopted in regular session by the Board of Commissioners of the Port Commission on the 10th day of December, 2018, be presented to GARY JOSEPH DUHON’s family.*

*ADOPTED: December 10, 2018*

*Board of Commissioners of the Staff of the Morgan City Harbor and Terminal*

*Morgan City Harbor and Terminal District: Terminal District:*

*Thomas Ackel Deborah Garber Raymond Wade, Executive Director*

*Tim Matthews, Sr. Joseph Cain*

*Duane Lodrigue Peter Orlando Cindy Cutrera,*

*Ben Adams Adam Mayon Economic Development Manager*

*Lee Dragna Tori Henry, Office Manager*

Mr. Dragna moved and Mr. Adams seconded to table the Election of Officers to January’s meeting, where the new commissioners appointed can vote. Motion carried with Mr. Cain and Mr. Orlando objecting.

Mr. Wade thanked and presented Mr. Ackel and Mr. Lodrigue plaques for their 10 years of service to the Port.

With no further business to come before the Board, the meeting was adjourned.

Attest:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Timothy Matthews, Sr., Secretary