The Madison Parish Port Commission met in a regular session on Tuesday, May 28, 2024, at the Madison Parish Port Commission Office. The meeting was called to order by Chairperson Donald Frazier and a roll call was taken as follows:

Commissioners present: Donald Frazier, Isaiah Ross, Robert Charles Brown, Latasha Griffin, David Williams and Curt Collins

Commissioners absent: Isaiah Ross and Executive Director Patrick Murphy

Other members present Kimmeka Epps, Secretary/Treasurer

Visitors: Neal Martin -Terral River Service, Bryant Killen- LP Port and Kayla Jacob- BREAZEALE, SACHSE & WILSON, L.L.P

 President Frazier welcomed Curt Collins to the board of the Madison Parish Port.

On motion given by Commissioner Brown and Commissioner Ross approving the previous meeting minutes for Tuesday, March 26, 2024. The minutes were approved with no necessary corrections. Motion carried unanimously.

Epps informed the new board member of some of the line items on the budget. Commissioner Collins questioned LWCC and ZA Construction. Collins also questioned the amount of the General Fund and suggested opening another CD. Epps stated that the move of any monies would be at the discretion of the board. Collins stated that with the rate of 5.4% could provide a lot of interest on the account, like another grant.

On motion given by Commissioner Williams and seconded by Commissioner Brown, the financial reports were approved with no necessary corrections. Motion carried unanimously.

Epps informed the board that pre-bid meeting will be held on May 29, 2024, at 2pm; to begin the electrical project at RailCar Co. Commissioner Collins questioned the bid packet contents for bidders. Epps explained that the bidders must provide all required documentation upon receiving a packet. Commissioner Ross questioned if the roof was included in this phase; Epps responded by saying that priority one was getting the tenant of the generator and that the roof is included in phase 2. Collins questioned the condition of the roof. Epps stated that the roof is in a deplorable state. Commissioner Brown questioned the age of the building.

Epps allowed **Bryant Killen the opportunity to explain the CEA proposal to the board.**

**Killen: We have had great success pairing up all the ports and then going after projects for instance.**

**We put in a Myriad earmark With Letlow office in recent years, just through individual Ports.**

**Unsuccessful. Year, Year in, year out like promise. This year, I combined all three in a request for $8 million and recently got a call saying our projects scored over the forty that were submitted. So, she is going to submit that project to the House Appropriations. So, what that does is. You know, in years past I have been submitting, you know. Five million for this quarter, five million for that quarter. We do not get it, but at least. When we do get it, it is going be you know. 2.75million per port. On top of that. Put an earmark request with Senator Kennedy's office. For ten million.**

**Which would be the multimodal district and the three ports split in 2.5million.**

**A call 2 weeks ago, Senator Kennedy selected us of statewide project. And he is going to submit that to the Senate appropriations, and he sits on that board as well. As Julia sits on the House appropriations. What the cooperative endeavor does is consolidate the management. And it makes it stronger as a region and it sells what we are trying to do and as more of a regional field. Each individual port will maintain their identity. You know if you all want to focus on one thing then Tensas or Lake Providence does not focus on that’s fine, but what this does is pool our match monies resources and our match money to where we can go out for. You know, some other federal bigger federal and when we go to Baton Rouge and this time of year. I have been to Baton Rouge twice a week. It seems like since January. It holds more weight. When you are talking, when you say you know when I go down and say, look. I am managing 3 Ports and a multimodal district.**

**This is what we are doing. This is what our plan is. Everybody is on board. You get their attention.**

**We recently put in a capital outlay deal for 10 million for the multimodal district and priority five. No new projects can be Priority 1, we did get put in Priority 5 with the expectation of next year.**

**Moving about three million to priority one. You cannot do products for that money. You know, and all struggles are the same as our other Ports. You need $3.2 million for a roof. And you find a DRA grant That's 500,000.00 well will you know you are out 2.75 million. Just you know if, you wanted to replace that entire roof so. We are not Baton Rouge, We're not New Orleans, we are in South Louisiana. We know who we are, and we know who we are not. We are never going to get $50 million in Council outlay from Louisiana legislature. But to chip away and get 2-3 million a year.**

**That Would be big! And then on top of that, doing it on the federal level and you know, our members and partners on the federal level have really evolved in and love that we made this more of a regional deal than just Lake Providence and Vidalia. So, we want to include you all in that.**

Commissioner Griffin**:** I do not have any questions, I just read the Cooperative endeavor agreement and so. I'm just waiting for the information from the board. Commissioner Collins how is the project funded? **Killen stated cooperative Endeavour agreement proposal would be with the northeast Louisiana multimodal district and all the ports would have an agreement with the Multimodal district. It would be a contract for a four year rolling term, the fee would be 20% of operating revenue and so we didn't want to do a flat fee as far as that that gives us skin in the game as far as we want to grow each of our Ports and so we can have more money to match with our projects. You know, if you're not growing, you are dying I don't like, you know. We want to do projects. You want to grow and expand and.**

Commissioner Collins questioned 20% of future projects at 20% all our stuff.

 **Killen responded: So, with the 20% of last year's audit of the operating revenue of last year's audit,**

**So right now, it would be 20% of the last year's audit when the new audit comes out.**

**It would be 20% of the New Year's audit for those 12 months. And so, you're working in arrears basically.**

Commissioner Williams stated “So with the 3 Ports that are under your umbrella Right now any increase in revenue or are they at stand still??

**Killen responded So all our ports. Each port has an individual project, sure. There are increased revenues with new projects going on. A lot of our projects start a project.**

**You get put in permitting my last project has been permitting for four years. But I have $20 million sitting waiting to do a slack water slip and I have tenants lined up to lease those spots with contracts to lease. It is just playing the long game and that's in this business. That is what it is. The long game and it is developing those relationships in Baton Rouge and Washington.**

**But like I said. As far as. Getting new projects to bring in new revenue.**

**You must have money. And the way in our financial environment right now, it has got to be big money. And having that share. It would be, you know, when you go. To a senator or you go to a**

**Rep. and you say you have four public ports. Working together, each of them has a different project or components within their Port. It’s not all just one thing, Vidalia has a slack, water slip.**

**Tensas working on a high bulk facility. 9.1 million requested in State money on that.**

**You got another three from the feds on that and Lake Providence has, you know, we have had deferred maintenance for 30 years. So, and we got Full pad repair, our ramp needs repairing, we're going to.**

**Must do something that dock before too long, so there are things that you know.**

**It would be defined in the scope of work that it would be all decision of where you wanted that money. To go to.**

Commissioner Griffin stated, “So, you’re saying that if we unite the groups?

We look stronger and we are more able to get the bigger money as opposed to one small entity or agency or port going after this large sum amount of money and then not being rejected.

So, it's like if we all are, you have 3 billionaires and you've got 200,000 there.

The three billionaires’ money looks better. Look good. And so, it is like all these together. So combined, we have a bigger amount. To deal with. So, the United Front makes it look good when we are for these monies. But I have one. Question for you. At any time when this money is issued like get $10 million. Just say fifteen. You are going to have five ports. Do we always get a percentage of that money?

 **Killen responded: So, the way we would do it if and then the way we have done, with our other ports. We split it out third so it would be when you go in on something like that. It would be one-fourth OK.**

Commissioner Griffin questioned and that is every time?

Commissioner Collins stated, “So what I’m still failing to see? I am trying to figure this Out. Well, what is the company going to give us tomorrow?

**Killen stated to be a management type as far as directing, managing and taking meetings.**

Commissioner Collins questioned What? Who manages it now? Collins questioned the Secretary/Treasurer by asking would they be taking stuff away from you? Or what was it? Is it everything? Is it worth going over you? What is it? That is what we are trying to figure out.

What I'm trying to figure out is that conversations and you know. I want to help you all in any way.

Giving up 20% in the short term, what is the CEA? Figure out where you all fit in here, it’s my first week you know.

Commissioner Griffin stated, “So let's just say for us to go into it four years. Twenty percent for you.

For a year, what are we getting out of it? It's like having a lawyer. We are going to have them on a retainer, so we'll keep him. Keep their business on the side until. Exactly what are we getting immediately. **Killen responded that I was able to get both DRA and EDA in strategic Planning grant.**

**For combined about $450,000. We are currently working, you know, with the value of Tensas Lake Providence and multimodal district. I would pull you all into that.**

**And in that I am getting the state economist is included in that and they're going to provide us numbers too. Really what we have lacked, I'm sure. You all do too. Is the data. When we apply for these. Competitive grants. There is a threshold. Where you must have a benefit cost analysis. You must have all these data points. To meet those requirements, improve, you know they give you $1.00 you are going to make five or six and you must prove that. And it cannot be drawn on a napkin, you know, or sit on tailgate. It must be legit. We are looking at doing site meetings. Early June, I want to say June 12 and 14. And that was something that I was going to say. You know, you will come in on this. That would be the immediate deal. I do not know how old y'all's master plan is, but this is a regional strategic plan. They would come in access. The port and say look.**

**Industry perfectly to market too. And then you could, you know, approach that certain industry if it is a steel mill. If it is a fertilizer plant, you know whatever. Whatever that is, it narrows that by not putting blinders on. OK, this is this is, you know what professionals are telling us about our spot.**

**Is has the most potential to pull their attention and then you can you know sell to, The potential tenant. And then that is yours, you know. Obviously, you must have money to do projects.**

**The money is more for the infrastructure #2 is bringing in the tenant.**

**Everything revenue unless you have ten. Footprint you know, and what we have done in Lake Providence? The top 10 taxpayers and Parish 4 tenants. Three other top ten utility companies servicing Lake Providence Port. So that is what we're doing and Tensas as well. And that is our plan.**

Secretary/Epps informed the board of the conversation she had with Killen, the conversation that Bryant and I had the very first meeting. My question was, what is the CEA? I was not privy to the cost. I just understood that the Ports would be coming in together applying for certain grants, as we did in the past, secondly, after the second meeting my question. What project is this that you would not have presented when the executive director was well and he says Terry had been saying that he is retiring for three or four years now, so. The ports collaborate with each engineer, each consultant, EDA, DRA, everything that he is promising. We have top ten taxpayers from our Port just as well as Lake Providence Port and we are not out of any extra money. Every port can meet with Letlow and Cassidy, each one of us. Yes, those projects that we have on the way.

If we go in together, which will be no cost other than match monies.

As far as taking anything off me, the only thing it would take is the general fund monies.

If you have that kind of relationship with this person. I understand that we are all in region 8.

Is there no point to where you said? Hey, Kim. I talked to Letlow, and she asked about Madison.

But you did not include us. You said. She asked you a question about Madison and you stated well.

If we are working together, we will have the same tenants at our Ports.

When Terry and Wiley communicate, they will communicate about Terral together.

We have two of the same tenants. We have the same tenant in our Ports to try to make sure we are treating each of one of our tenants that we have at the same or equally.

**Killen responded, “Going to do it the way I would do it. And that's the board's decision.**

Epps added: Oh, absolutely.

But I was answering the question and making sure that everything that the port has done and is doing did not come from a whole collaboration that is taken away from its budgeted monies.

You are already paying me a salary just as well as the Executive Director**.**

Commissioner Griffin stated, “So, are you saying to for the CEA, we are not going to benefit? We will lose money in that. I cannot say that.

What are the things that he is providing, or they are willing to provide? Combining us together, you say that this can be done just individually.

Epps added I am not saying that anything will fail should an entity decide to choose either Port, if you have a business that wants to come to Lake Providence or Madison it will come. All of us are vying for tents. All of us are vying for new tenants and all of us are trying to make our current tenants happy.

Commissioner Collins stated Obviously this is not a necessary endeavor that we must take part in. So, the biggest thing I am trying to figure out is if giving up 20% is the benefit is going to be better?

In this way. Right now, I would like to talk more. Because I do not know what 20% of it is, I do not know.

Commissioner Collins I do know it comes to legislature. Oh, number speak. Julia gives a lot. She will come and talk to you. But I just got to find out from you. What?

Do we need numbers that are going to cost the Port money though?

That is what my question is. You got to give up something to get a lot in return.

**Killen added: Providing you submit a project with the ceiling award of up to fifteen billion. It must meet certain criteria and it is on a rolling basis as far as. It is to the governor's discretion how much he funds it every year.**

**And if you are approved, you are put in a queue. It takes about two 2 1/2 years or about three years to get the first 5 million of it. But there is a certain point in there where you can apply again and get back in the queue and just keeping that cycle going is what we have figured out how to do. You must know how to work that program.**

Commissioner Griffin So basically, we will contribute 20% in our monies will be stagnant. We will not have a current flow until you get the projects underway.

**Killen: I am not saying that you signed off on this and next week I am going to bump your revenue.**

**Yeah, but I can tell you I can go in and by the end of the year get. Applications that are in are as close to 100% as I can guarantee that it will get approved for up to $15 million.**

**So. Now it will take three years to get that started. And then in that entry in those three years, that is when we. Go look for the federal money. I go to Washington about 5 or 6 times a year and that stuff just keeps it on their radar, so things do not get done with in e-mail. You must get in front of them, and I finally got in front of them enough.**

Commissioner Griffin: So basically what we're questioning here or I am what is it that you're trying to offer us other than a cooperative Endeavor that what can you do for us that we are not doing here because basically it says that we are not doing We are able to do the exact same things that you're offering and we're not having to put up any money in order to have these same things done.

So, it is like we are hiring you to do a job that you are already doing.

**Killen responded: What are the assets the total assets?**

**I am going to guess twelve ok like this is about this place should be that or above just location it should. I mean just given location. We got a lot more opportunities out there. Given where you. Are as far as Interstate. It is going after those; those big money deals and You know you are combining them. The management of the four ports just enables you. It makes a bigger argument to go after that month. You know, or to secure that money.**

Commissioner Collins Y’all have any kind of influence on dredging. Killen responded: That is a big problem up here. Know as far as getting money? More money to your dredge. Those conversations can be had as far as you know. Getting money added to the. On the professional side too.

Commissioner Brown: Let me ask you this. If we hire you all, do we replace Murphy, or do I mean?

That is the board's decision on that. Commissioner Brown questioned, “I mean, what would we need? If you are going to be doing all of this? For what would we need a director? I am just asking, I do not know.

**Killen responded, “That would be an internal conversation that, you know you all would. And decisions you will have to make.**

**OK.**

Commissioner Brown: Will you be doing most of what he does?

**Killen responded I would be doing the managerial board as far as taking meetings.**

**Looking for funding marketing. You know, I expect, you know, obviously one of.**

**Work with Kim if, if that is what you all choose. As far as you all do sign off on the CEA.**

**And we can lay out some roles as far as who you know, expectations of who is supposed to do what.**

Commissioner Brown: So, we would be getting rid of a Part of our 85, whatever it might, we've been getting rid of that. But we will be paying 20% here, is that correct?

Commissioner Griffin: First, has Murphy stepped down?

Has he retired? So, I just do not feel that I don't feel comfortable with entertaining that with him not being here or we don't have a definite decision about his plans or sports.

Commissioner Brown: Terry is in support of this!

**Killen: He is a supporter.**

Commissioner Griffin I am just saying that he is not here to tell us that if he is not here to speak so.

Commissioner Williams: Well, what is being said is the port is not being run correctly, since the Director has been gone, we have shown some a bit of improvement on the latest year right here under the direction we have been going. Even though we know it is a slow process and his team is ok, this thing is not going to happen overnight. So, I am not in favor of going into CEA and I would like to give her an opportunity. You know, to see what is coming down the pike and let her put her expertise to keep the Port going in that direction until we figure out what is going to happen with Murphy.

Commissioner Griffin: Well, I am not in agreement with the CEA simply because Murphy is not here. What was explained to me or explained to us is that you are going to come in and re- up the duties of Murphy's. That is going to Eliminate Murphy's salary, and then we will pay you 20%. I would just like to have Murphy here so that he can speak for himself. Because you may say one thing and you may come back here and say something. So, I am just not in agreement without knowing what it is because he is our executive director. As of this today and so I would like to hear what he said.

I do not want to overstep my bounds and Go over his head. And this is not something that I am sure that he wants to do. Another drawback is. We are going to give you $50,000 to just have that money with no current flow or just sit there waiting to make a united front with other ports to gain money approximately 3 years from now. As of right now, I am not in agreement with the cooperative. I am not in agreement with Either agreement with the CEA.

Commissioner Collins: According to the agenda, they have just the discussion of the CEA.

Commissioner Griffin: No, that is all we are doing is discussing.

Terry has been in support with the CEA according to Killen, in addition Commissioner Brown stated the same.

Commissioner Griffin stated that the board director is not present at this time, and we cannot speak for him. Commissioner Brown stated that the Port has been here for 40 years, Lake providence has fifteen million and the Port of Madison has four million. He stated that the Port has been doing the same thing for 40-50 years. The port needs to grow. Commissioner Brown stated that the Port has been dealing with this Rail business for 3 years. Commissioner Griffin questioned Commissioner Brown why has the Port not grown in those years? Is it the board or the executive director?

Secretary Epps informed the board that her and Neil were in discussion about the scale at Terral. Epps stated that the Port has not received any revenue from the use of the scale from Terral. Epps allowed Neil to speak with the board about the scale’s condition. Neil stated that she is correct no monies were paid to the port for the use of the rail, but Terral has been maintaining the upkeep of the scale without a cost to the Port. The scale’s maintenance cost to repair is $60,000 and some parts cannot fabricate some parts for the scale. An above ground Scale would be the best option for the tenant. Commissioner Griffin stated that scale is a problem due to the constant issues with the load scales. Neil stated that should Terral purchase the scale the entity would like a reduction in leasing rates. President Frazier stated that Terral used the scale and repair the scale until it reached a condition of non-repair without any monies received from the entity. Neil stated that he never sent a repair bill to the Port. They both agreed that each was admirable. Commissioner Collins questioned the length of the scale. Neil stated that he thinks they all are 70 to 80 inches. Commissioner Williams questioned the lease with the scale leasing terms included. Commissioner Griffin stated that the Port should do something to assist with the scale. Commissioner Ross questioned the best brand for Terral. Neil stated that Terral uses both Fairbanks and Michelli. The new scale would be in the same location as the old scale.

Secretary Epps informed the board that the rail project is complete at Complex Chemical and all the necessary repairs are complete with a little more done in that area.

Secretary Epps reminded the board of the SEADD Project that started in 2019. Epps stated that it is now time for Lake Providence Port and Madison Parish Port to begin their rail project. There are problems with the purchase of the rail from Lake Providence to 7 miles outside of Madison Port. Originally the Port of Madison stated that it wasn’t interested in purchasing and/or managing a railroad. With the purchase of the rail from Lake Providence to Madison Port, the Louisiana-Arkansas would manage the rail upon purchase. Madison Port would double the lead at the Wye with the last phase of the project.

**Public comments:**

On motion given by Commissioner Ross and seconded by Commissioner Brown, to move into executive session. Motion carried unanimously.

A motion given by Commissioner Ross and seconded by Commissioner Williams, to end the executive session and return to the regular session. Motion carried unanimously.

Secretary Epps asked if the board is interested in appointing a Vice-Chair. The board agreed they would like to wait on the appointment.

President Frazier stated that Secretary Epps would provide the contact information of the Board to Attorney Jacobs, and she would contact the board with all correspondence.

 There being no further business brought before the board, Chairperson Frazier declared the meeting adjourned.

Kimmeka Epps Donald Frazier

Secretary/Treasurer President