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, May 24, 2021 in the Boardroom of the Port of Lake Charles located at 1611 West Sallier St., Lake Charles, Louisiana.

In attendance and constituting a quorum, were:

Carl J. Krielow, President

Thomas L. Lorenzi, Vice President

M. Keith Prudhomme, Secretary/Treasurer

Judy A. McCleary, Assistant Secretary/Treasurer

David J. Darbone, Commissioner

Dudley R. Dixon, Commissioner

Michael G. Eason, Commissioner

Absent:

None

Also Present:

Richert Self, Executive Director

Jon Ringo, General Counsel

Cameron Landry, Director of Administration and Finance

Nick Pestello, Director of Engineering and Maintenance

Therrance Chretien, Director of Cargo and Trade Development

Todd Henderson, Director of Operations

Channing Hayden, Director of Navigation

Michelle Bolen, Executive Administrative Assistant

Mr. Krielow called the meeting to order at 5:02 P.M. and gave the invocation. Mr. Darbone led the Board and audience in the Pledge of Allegiance.

Mr. Krielow 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. Approval of the April 26, 2021 Regular Meeting Minutes.

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Ms. McCleary offered a motion to approve the April 26, 2021 Regular Meeting Minutes. Mr. Dixon seconded the motion and it carried unanimously.

Mr. Krielow asked Mr. Dan Callens, COO of Cameron LNG, to address the Board on behalf of Farad Ahrabi, CEO of Cameron LNG.

Mr. Callens thanked the Board members for allowing him to talk to them about Cameron LNG. He brought some material with him that describes how they established Cameron LNG as a reasonable and prudent operator.

There are areas that are relevant to the discussion that he has for the Board regarding their emergency response and license to operate. It talks about their environmental stewardship in the community.

Cameron LNG has been around as a re-gas facility since the mid 2000’s. Most recently, they have added liquification capabilities in the form of three LNG trains. Those trains were under construction from 2014 through 2020, at which time all three trains began commercial operations.

They really value the relationship they have with the Harbor and Terminal District. Over that time, their safety record has been second to none. They have recently been awarded the Safe Project award for the period of 2014 to 2020. They amassed over 89 million man-hours without a lost time incident. Those work hours did not happen by accident, but by their commitment to safety.

He welcomes the Board to come tour their facility. They have built a technology center, where they are hosting the Stem programs. It is a 3D model of their plant that gives one a really good flavor of their operations.

When you come to Cameron LNG, safety is not their priority. Safety is a core value. Priorities change and core values are who you are and how you operate. It is foundational to everything they do. What you will see in their values is what they call “Safety above all.” When you look at what they call their culture wheel that defines their core values, safety is on the bottom. Why is that? It is because safety is foundational to everything they do.

He tells everyone that joins Cameron LNG is no business objective is so important that it will be accomplished at the sacrifice of safety. That is how they have achieved the safety records they have.

They also have an emergency response team that is made up of their core workforce. They go through rigorous training. They use Texas A&M’s fire school to be prepared. They periodically do drills throughout the year to ensure that they are prepared to protect not just facility and the people, but also the environment.

They also carry quite a bit of insurance. They carry over $200 million in casualty insurance. They are backed by really strong shareholders such as Sempra Energy. They also have four other shareholders who are Mitsubishi, Total, Mitsui and NYK. They are all deeply LNG experienced and financially back Cameron LNG. They also have long-term contracts their customers.

With Cameron LNG, he would like to describe their commitment protect the environment, the expression he uses to the workforce is, “We do not inherit the environment from their parents, we borrow it from our children.” As such, they respect that obligation to protect the environment and everything they do.

He concluded by saying he will leave the documentation with the Board that talks about their management systems and training and competency programs that they us to train all of their operators.

Regarding their social responsibility, he has a community impact report for the Board as well.

He expressed his willingness to have the Board come to Cameron LNG for a tour and thanked the Board for letting him speak.

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2. Submission 2021 – 017 authorizing the Executive Director to amend the Ground Lease Agreements with Cameron LNG to allow for a reduction in the amount of the required Letters of Credit.

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Mr. Self said in 2013 the Port entered into a lease agreement with Cameron LNG for their facility. Included in that agreement were letters of credit that were required to be maintained that ratcheted down over a period of time. Cameron LNG has requested a reduction of that. They are a very credit worthy company and have investors from Sempra, Mitsui, Mitsubishi and NYK, who are all very solid companies. They have a rating of A by SMP. They have a rating of A3 by Moody’s and A- by Fitch. They are all very credit worthy investment ratings.

Cameron LNG has requested as a reduction of their letter of credit on one track is $25 million for the main plant and $8 million for track 8A. They are asking to reduce this to $4 million.

Mr. Darbone offered a motion to adopt Submission 2021 – 017 to authorize the Executive Director to amend the Ground Lease Agreements with Cameron LNG to allow for a reduction in the amount of the required Letters of Credit. Mr. Eason seconded the motion.

Mr. Eason commented that clearly they recognize Cameron LNG’s $10 billion investment into the community, but he also wanted to cite them for something that he recognized very quickly is that they give back very philanthropically to the community. He appreciates that and it has not gone unnoticed.

Mr. Lorenzi said he wanted to clarify that the reduction amount is to the amount of $4 million. Mr. Self replied that was correct.

The motion carried unanimously.

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3. Submission 2021 – 018 authorizing the District to enter into a Professional Services Agreement for Construction Management At-Risk pre-construction services with Cajun Industries, LLC.

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Mr. Self stated Hurricane Laura badly damaged transit sheds 4, 5 and 6. Earlier this year, the director of engineering, Mr. Pestello, issued an advertisement for a statement of qualifications. They received 11 submittals. This is for preconstruction services of a CMAR project. The process is fairly regimented and is spelled out by state statute. They had a committee of five members that reviewed the proposals submitted. They narrowed it down to three. All submittals were from very good companies, but they asked three to come in to give presentations. From those recommendations, staff is recommending Cajun Industries, LLC for the project.

Ms. McCleary offered a motion to adopt Submission 2021 – 018 to authorize the District to enter into a Professional Services Agreement for Construction Management At-Risk pre-construction services with Cajun Industries, LLC. Mr. Dixon seconded the motion.

Mr. Lorenzi asked for clarification of the name of the company. Mr. Self replied that it is Cajun Industries.

Mr. Krielow said regarding the CMAR project, regarding the way the process is done is there is staff and outside independent people that review. Mr. Self replied that was correct and they had an outside engineer and outside contractor along with three Port staff members review the submittals.

The motion carried unanimously.

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4. Submission 2021 – 019 approving the NOAA PORTS® Operations and Maintenance Agreement.

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Mr. Self stated in 2007, Congress provided funding for the equipment and initial first years’ operation of maintenance on a PORTS® system. PORTS® system is an acronym for Physical Oceanographic Real-time System.

When the equipment was installed, the Port began collecting from the pilots a fee, which is collected from the vessels. The Port was acting as agent and was paying that fee to NOAA.

The pilots have requested a secondary meter. The meters measure everything such as air gap, salinity, wave action, barometric pressure and things such as that that are really vital for the pilots. This is been a be a redundant meter that will provide more reliable information for the pilots. There is no cost to the Port because the fee is collected by the vessels, which is paid by the pilots and remitted to the Port. The Port then pays NOAA.

Mr. Dixon offered a motion to adopt Submission 2021 – 019 to approve the NOAA PORTS® Operations and Maintenance Agreement. Mr. Lorenzi seconded the motion and it carried unanimously.

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5. Submission 2021 – 020 authorizing the Executive Director to prepare and submit an application to the Louisiana Port Construction and Development Priority Program for the implementation of a port improvement project; providing for the necessary documentation of the need for the port improvement; and providing for all other matters in connection therewith.

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Mr. Self stated this was essentially part of the Ports Priority Program. The Port is applying for funding. It is a merit-based. You have to meet certain thresholds and ratios for the Ports Priority to provide funding for the project. As part of the process, staff submits it to the Board for approval and then will submit it to Ports Priority. It is then compared to other ports’ projects in the state.

The Port is requesting $15 million towards transit sheds 4, 5 and 6 project.

Mr. Eason offered a motion to adopt Submission 2021 – 020 to authorize the Executive Director to prepare and submit an application to the Louisiana Port Construction and Development Priority Program for the implementation of a port improvement project; providing for the necessary documentation of the need for the port improvement; and providing for all other matters in connection therewith. Mr. Dixon seconded the motion and it carried unanimously.

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6. Submission 2021 – 021 accepting the proposal and entering into contract with B&J, Inc. for the Industrial Canal Waterfront repairs and amending the Capital Budget.

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Mr. Self said after Hurricanes Laura and Delta, Moffat & Nichol performed a waterfront damage assessment at several of the port’s facilities. One was at the industrial Canal. Staff issued an RFP for the repairs to the revetment. The best value came back as B&J Inc. Staff is recommending B&J Inc. with a total cost of $249,000. That includes the contingency. It is for revetment work and a fender system at industrial Canal.

Mr. Darbone offered a motion to adopt Submission 2021 – 021 to accept the proposal and entering into contract with B&J, Inc. for the Industrial Canal Waterfront repairs and amending the Capital Budget. Mr. Prudhomme seconded the motion.

Ms. McCleary asked if this $249,000 was going to be included the Port’s FEMA request. Mr. Pestello stated it was. She asked that if it was approved would this be at 90%. Mr. Pestello said it would.

The motion carried unanimously.

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7. Submission 2021 – 022 accepting the proposal and entering into a contract with M&C Oilfield Services, Inc. for the BT-1 dock repairs and amending the Capital Budget.

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Mr. Self said this was also part of Moffat and Nichol’s waterfront damage assessment. There were damages to the BT-1 fender pile, cat walk and the crane stops. Regarding part of the assessment that they did, staff estimated the repairs and issued an RFP. The best value proposal came back from M&C Oilfield Services Inc. for $237,000. It also includes the contingency.

Ms. McCleary offered a motion to adopt Submission 2021 – 022 to accepting the proposal and entering into a contract with M&C Oilfield Services, Inc. for the BT-1 dock repairs and amending the Capital Budget. Mr. Eason seconded the motion and it carried unanimously.

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8. April 2021 Financials Briefing Note.

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The April 2021 Financials Briefing Note was rendered to the Board and is on file in the Executive Offices.

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9. Monthly Staff report from Director of Administration and Finance.

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Mr. Landry stated his main priority right now is working on the year-end audit, which will be presented at next month’s meeting.

They also received a dividend check from Louisiana’s Workers Compensation Corporation in the amount of $177,000.

They also received $1.1 million from the Corps of Engineers related to the energy port funding under the Water Resources Development Act (WRDA).

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

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10. Monthly Staff report from Director of Navigation.

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Mr. Hayden said he had two points from his report.

They are coming to the end of their funding discussions with the Corps of Engineers. They have one remaining appointment in DC with the Office of Management and Budget. They are still trying to get the President’s budget details out. They are continuing to try to schedule a meeting.

They had their meeting with the Corps of Engineers New Orleans district last week. They have a request in for a meeting with the Mississippi Valley division, which is in process.

The regional dredging contract that the Corps has issued is a pilot program that the Corps of Engineers has been testing out for the past several years where they combine various ports and issue dredging contracts that will allow the dredge assigned to various channels. This year, for the first time, they have included Calcasieu in that process and combined Calcasieu with the Mississippi River. In the past, the Corps has, when needed, when there is an emergency on the Mississippi River have taken dredges from the Calcasieu and money from the Calcasieu to divert over to the Mississippi River. Industry is concerned that this may be a formalization of this old program. They have not done this several years. However, they are keeping an eye on this. During their discussion with the district last week on funding, he brought this up as a point and advised them they cannot take Calcasieu’s money and dredges.

Mr. Dixon asked that when Mr. Hayden told the Corps that they would no longer be able to take money away from Calcasieu what did they tell him. Mr. Hayden replied that they said they did not intend to take any money. He said they did not intend to years ago either.

Mr. Lorenzi said they did though. Mr. Hayden said that if an emergency came up along the Mississippi River, they can take money from wherever they want to and they have.

Mr. Lorenzi asked that when that happens, is the money ever replaced. Mr. Hayden replied that it is not. The Corps has a fixed budget. Mr. Lorenzi said he understands that but wondered when future budget requests get made, does that get remembered or does it just fall off the table. Mr. Hayden replied that is hard to say. In the past five years, they have done extremely well in funding. They had about $250 million in a big slug of that came in FY 18, when they got $115 million in supplemental funds. It is hard to say whether or not it is remembered. They have been treated a lot better recently than 10 years ago.

Ms. McCleary asked if this works in reverse as well as there have been emergencies on the Calcasieu. Can we assume that with this regional dredging contract, if we had an emergency that money from the Mississippi River would drift over here. Mr. Hayden replied that the Corps stated they would not take the Calcasieu’s money and give it to the Mississippi River. He presumes they will not take the Mississippi River’s money to help Calcasieu out. That is a guess on his part.

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

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11. Monthly Staff report from Director of Operations.

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Mr. Henderson said regarding imports, BT-1 is finishing a bulk coke ship. There is a ship at City Docks that is trying to finish up loading milled rice for USDA.

They are also doing a liquid transfer at City Docks.

Over this past month, they have done two calcine ships, several rutile barges, a coke ship, aluminum hydrate barge, sodium hydroxide ship, project cargo ship and a wind component ship.

In June, they have two coke ships and a calcine ship plus another USDA bagged ship that will be coming in on May 29. There will also be a large lumber shipment coming in, which will be one of the largest shipments the Port has had.

Mr. Lorenzi asked what tonnage is running compared to… Mr. Henderson replied that it depends on which product. Pet coke is down. Certain commodities are down and some are up. He can give Mr. Lorenzi a tonnage breakdown.

Mr. Krielow stated he noticed in his monthly report, Mr. Henderson participated in a conference call with John Martin of Martin Associates. He asked if there was an update on the strategic plan.

Mr. Self stated they are working on it and will get an update this week or next week. He asked Mr. Chuck Stutes to give any additional information.. Mr. Stutes said Mr. Martin is putting together the latest summary of where he is at and will schedule a phone call. After he speaks to staff, he will be ready to make a presentation to the Board soon.

Mr. Lorenzi asked if he had any idea of what point in the process he would be at that stage? Mr. Stutes replied that he might be a little over 50% but he could be as much as 75 or 80% complete. He has a lot of the legwork done. He is now trying to put it all together in an organized format for presentation purposes. Most of the research and legwork and actual physical work is done. Now is matter of putting it into a presentation. He wants to get input from the staff and the Board before he finalizes it.

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

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12. Monthly Staff report from Director of Cargo and Trade Development.

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Mr. Chretien stated they are currently working with a Pittsburgh-based company who is looking to receive and distribute rice hull ash palletized in totes on trucks. They are looking to start at 300 loads and increase from there.

There also working with a Mississippi based company to export logs and wood chips to South America. It would be a three year deal up to 500,000 tons per year.

A Louisiana based aggregate company is looking to start a transload facility on port property to transload aggregate from rail to truck. They are looking for a 5 to 10-year contract as well.

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

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

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Mr. Pestello said that in addition to his normal report, he never listed out his maintenance project and how maintenance is going. He wanted to give a shout out to those people. The ice storm was of big impact on them. The maintenance department has really stepped forward have made those repairs in-house as much as possible with inspections following. Everyone is working really hard. With the storms from last Monday, his guys were out there in that weather working in it.

Additionally, he wanted to let CSRS give an update on the FEMA projects and where they stand.

Mr. Glenn Lafond with CSRS gave an update on the FEMA projects. Regarding the handout he passed out to the Board, the bar graphs are filling up as they move along. It has been a challenging disaster. First there was Hurricane Laura and then Hurricane Delta and now there has been the ice storm. The ice storm itself is approved for category B only - mercy protected measures. What they have done is to participate with the state to work with FEMA to put together damages such as permanent damages, so they can get that also declared. The number he received from Mr. Pestello was about $120,000. He knows the hospitals had around $800,000. People he has spoken to told him that that was what the threshold number is. Hopefully, the Port will also get the permanent damage from the ice storm declared, which will help the Port.

Some of the projects they are working on and the biggest hurdle they are trying to overcome is the insurance. The adjuster’s report has not been received yet. Management is pushing them hard every day trying get it. If they do not get it first, they cannot submit the projects because they will zero out the projects until they receive the full amount of the insurance deduction the Port receives.

Another big hurdle is a virtual disaster. Because of Covid, FEMA is doing almost all of their work from their home offices. It has been very challenging for them to get the site inspections done. To date, there has not been one FEMA person that has set foot on Port property. It is taking a little longer to get the site inspections done. He has to schedule them and they have limited personnel. Obviously, they are working a bunch of other disasters, but it has not deterred him and they keep moving forward. The projects on the second page are ready to go as soon as the insurance issue is solved. There are some other big projects at the bottom of the page. It is another $48 million that will go in very soon as inspections are done.

He included a damage inventory listing. It is still north of $100 million worth of damages for the Port.

Regarding the last page, they are solidly in phase 3, which is the scoping and costing. His team is doing all of the scope and costing that they can. FEMA is doing validation on that. As soon as he gets the insurance issue solved, the project will all get submitted and will come back for phase 4, which is the final reviews and applicant signature.

Mr. Krielow asked if anyone had any idea when insurance will come forward.

Mr. Self stated he had a call with them on Friday. The adjusters were working with the underwriters. The holdup is in London right now on the underwriters’ side. The good news is instead of just $25 million in the second payment, they will get $25.5 million most likely. It is an increase of $500,000. The adjusters feel like the $500,000 is due and the underwriters feel they are not convinced yet. He had a call with them on Friday and they know we need to get it in not only the adjusters report from a FEMA perspective, but for the cash of the second layer.

Mr. Krielow stated that essentially they have roughly $55 million of projects on the threshold as soon as this insurance issue is resolved. Mr. Lafond replied that was correct. He is also working with the manager of the insurance review queue. The CRC is where they review all the projects for mitigation and insurance. He is trying to work out an alternate solution because they have been expecting this for a while and they keep getting delayed. His group is not just sitting still.

If they can come up with an agreement with the insurance, they can push these projects in. He does not want them to come back with zero-dollar projects. That would not be beneficial to the Port.

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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14. 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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15. Monthly Staff report from the Federal Port Lobbyist.

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

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

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There were no other matters to be discussed.

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17. Executive Session and appropriate action in any of the following matters:

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Mr. Krielow asked for a motion to enter into Executive Session. Ms. McCleary offered a motion to enter into Executive Session. Mr. Darbone seconded the motion and it carried unanimously.

The Board entered into Executive Session at 5:39 p.m.

* Stacey A. Ryan, et al, vs no. 2014-004268 Calcasieu Parish Police Jury, LCHTD, et al-14th JDC, State of LA.
* IFG Port Holding, LLC vs LCHTD – Case: 2:16-cv-00146 U S District Court, Western District of Louisiana, Lake Charles Division.
* LCHTD vs IFG Port Holding, LLC – Case: 2:16-cv-00785 U S District Court, Western District of Louisiana, Lake Charles Division
* Discussion and appropriate action regarding the Real Estate Option Agreement with Lake Charles Methanol, LLC.

The Board returned from Executive Session at 6:46 p.m.

There being no further business to come before the Board, Mr. Krielow asked for a motion to adjourn. Mr. Darbone offered a motion to adjourn. Mr. Prudhomme seconded the motion and it carried unanimously. The meeting adjourned at 6:47 p.m.

All discussions held on the above items were recorded using the FTR Gold program.

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.

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CARL KRIELOW, President

ATTEST:

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M. KEITH PRUDHOMME, Secretary/ Treasurer