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, November 22, 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

Kevin D. Guidry, 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 (by phone)

Todd Henderson, Director of Operations

Channing Hayden, Director of Navigation

Therrance Chretien, Director of Cargo and Trade Development

Michelle Bolen, Executive Administrative Assistant

Mr. Krielow called the meeting to order at 5:00 P.M. and gave the invocation. Mr. Guidry 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 October 25, 2021 Regular Meeting Minutes.

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Mr. Darbone offered a motion to approve the October 25, 2021 Regular Meeting Minutes. Mr. Dixon seconded the motion and it carried unanimously.

Mr. Ringo stated Mr. Prudhomme has an item he would like to offer and to go ahead and do that before they get too far down the road. If they are going amend the agenda they need to go ahead and do it.

Mr. Prudhomme offered a motion to amend the agenda to add the following item for discussion and appropriate action for an agreement to engage outside counsel to represent the Board's interest in drafting new employment contracts for the General Counsel and Executive Director. Mr. Lorenzi seconded the motion. Mr. Ringo stated he wanted to add that it must be a unanimous consent to add the item. The motion passed unanimously. Mr. Ringo said the motion carries and the agenda item is added and the Board can take it up at their leisure. They will take it up when they do the committee report.

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2. Submission 2021 – 055 making certain findings with respect to the issuance of not to exceed $360,000,000 Lake Charles Harbor and Terminal District Revenue Bonds (Big Lake Fuels LLC. Project) in one or more series; approving the forms of and authorizing the execution and delivery of a trust indenture and a financing; 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 officers and trustees of the District to do all things necessary to effectuate this Resolution; and providing for other matters related thereto.

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Mr. Self stated staff seeks approval to enter to agreements with G2X and other financial institutions required for the issuance of revenue bonds for the project on district property on the turning basin. In 2015, the Port entered into an agreement with Big Lake Fuels for about 200 acres for a project that they have near the Industrial Canal. In 2018, they received an allocation from the State Bond Commission for some bonds. The Port is the conduit for those bonds and representation is here from both G2X and their bond counsel. They would like to give a presentation for the Board.

Mr. Steve Hirsch from Big Lake Fuels addressed the Board. It has been a couple years since they have been here last and figured they would like to give a little update on where they are and why they are looking to extend these bonds that the Port has graciously been the conduit for this.

Mr. Hirsch stated he is the managing director of business development for Proman, Proman owns 100% of G2X, which owns 100% of Big Lake Fuels, so he is giving a presentation on behalf of the company. They have Port’s counsel, JonesWalker, here if there are any questions.

There are only three slides.

As a as a brief recap, the project is a natural gas to methanol plant. That is a critical part of Proman’s long-term growth strategy. They are the second largest producer of methanol in the world. In 2018, they ended up deferring the project here in Lake Charles in lieu of a more advanced project in Beaumont. That project is up and running in Beaumont and Lake Charles still is an important part for them for a long-term strategy. The project is still what he calls shovel ready in terms of permitting and right-of-ways and so forth. They are looking to extend these bonds and keep the volume cap allocation so they can use that to help fund the project in the future.

One other point, while the Port has no obligations or costs, this will cost Pro-man or Big Lake Fuels somewhere in the neighborhood of $5 - 10 million to do this transaction, thus increasing their commitment to the project in Lake Charles. What they have done over the last 24 months, probably since the last time he has been here, is they have acquired an additional 55 acres with the Port under the lease. They have made a whole lot of payments on right-of-ways in the in the neighborhood to keep everything current on the permit side. They have made some additional amendments and secured the US Corps amendment for additional land, including wetlands mitigation for their pipeline and utilities right away. They also got approval for their soil management plan. So, they have been busy and have been spending some more money in this area on the permitting.

In addition, one benefit that they had for postponing the project is on the technology side. They now have done an extensive review of the technology selection and have selected the most efficient and environmentally friendly technology, which is now part of their new permit, so that will when they do build it, it will be the methanol plant with the lowest environmental impact.

Furthermore they have been working with Entergy over the last few months. In addition to finishing the Class Three Study, they have also been working with them to coordinate permitting and right-of-way transfer such that they can complete their transmission line across the property. A lot of work has been going on in the last 24 months. Most people haven't seen it, but there has been work done. A lot of different factors go into the timing of the of the project. Of course funding is one key component, which of course the bonds will help them long term for the funding but also long-term methanol demand and supply balance is important over the last couple of years. In three years, the U.S. Gulf Coast has seen an increase of capacity of methanol plants, including one of their own in Beaumont, but as well as one on the Mississippi river, The US is a net exporting country of methanol when in the past it was an importer, which is fine because they have such a wonderful deep-water port here. They would be very happy to export even from Lake Charles Methanol. Prices have rebounded in 2019 and 2020. It hit significant lows, much like many commodities around the globe, but prices have rebounded and hope to stay strong into the future.

One of the things that Pro-man is working on is actually creating their own demand that is not accounted for in specifically in the shipping industry. Methanol is a really strong candidate for a clean fuel, both fuel generated from natural gas or beyond. They have invested in six methanol fueled ships to go with the fleet of 13 ships that they have floating in the in the world right now, which they will start receiving in 2022 and 2023. The picture on the right is their first ship that was floated just a couple of weeks ago. They are proud to see that at least it floated and it went well. They hope to receive that in early 2022 and then five more over the next couple of years. It is going to also help improve the demand for methanol as a clean fuel for.shipping as well as ferries and tugboats. They think that is actually a pretty important part of the future growth and so those are things they have been working on to help improve demand and help expand into Lake Charles and build up capacity for that new demand.

The last point is they have been working with the Port for several years now. It is a shame that the only time they come here is talking to the Board of why they were delayed. They would love to be here next time cutting the ribbon, but they definitely are still committed to the Lake Charles area and the State of Louisiana and hope these bonds go a long way to get them to the finish line.

Mr. Dixon offered a motion to adopt Resolution 2021 – 055 making certain findings with respect to the issuance of not to exceed $360,000,000 Lake Charles Harbor and Terminal District Revenue Bonds (Big Lake Fuels LLC. Project) in one or more series; approving the forms of and authorizing the execution and delivery of a trust indenture and a financing; 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 officers and trustees of the District to do all things necessary to effectuate this Resolution; and providing for other matters related thereto.

Mr. Krielow asked a gentleman if he was the bond attorney? Mr. John Morris stated he was with JonesWalker, Bond Counsel for the Port. Mr. Krielow asked regarding the bonds, will they go to the commission or have they gone to the bond commission. Mr. Morris replied that they went to the Bond Commission last week and it received unanimous approval without discussion.

Mr. Krielow said although these bonds are being issued they're going to be escrowed and the Port is basically a conduit for this issuance of the bonds and there's no liability for the Port. Mr. Morris said that is correct. There is no liability for it

Mr. Prudhomme seconded the motion and it carried unanimously.

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3. Submission 2021 – 056 authorizing a purchase agreement to buy property owned by Dennis Dunnehoo and authorizing the final purchase of said property.

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Mr. Self said approval is sought to enter to a purchase agreement with the Dunnehoo family to purchase their parcel along Sallier Street to facilitate the Sallier Lead Rail Relocation. The Port signed an agreement with DOTD and is obligated to expend up to $1 million on the rail relocation for Sallier. This is all related to the bridge project. The rail is to be moved so that it doesn't block traffic. As they move it to the other side of Sallier Street, they are obligated to spend up to $1 million. This piece is estimated at a cost of $177,219. Previously, they purchased the Groft property so that the Groft property and this is going toward that $1 million cap.

Ms. McCleary offered a motion to adopt Resolution 2021 – 056 authorizing a purchase agreement to buy property owned by Dennis Dunnehoo and authorizing the final purchase of said property. Mr. Guidry seconded the motion and it carried unanimously.

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4. Submission 2021 – 057 authorizing the Port to enter into an agreement for Owner Representative, Field Technical, and QA/QC services from River West Enterprises, Inc. for services in 2022.

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Mr. Self said staff recommends that the Board of Commissioners authorized an agreement for Owner Representative and inspection services with River West for various Port construction projects during fiscal year 2022. Previously River West has done QA/QC work for the Port for the past 16 years. They work with Mr. Pestello on a lot of the capital projects. Staff has previously had two engineers. Mr. Pestello is the Port’s sole engineer now, so having River West work closely with him on these projects is going to be very important. They have a lot of repair projects from Hurricanes Laura and Delta and the freeze. It is estimated to cost $225,000 for 2022.

Mr. Darbone offered a motion to adopt Resolution 2021 –057 to authorize the Port to enter into an agreement for Owner Representative, Field Technical, and QA/QC services from River West Enterprises, Inc. for services in 2022. Mr. Lorenzi seconded the motion.

Mr. Dixon asked if Abshire was still working. Mr. Pestello replied that he does. Ms. McCleary asked if this is allowing up to $225,000. It is not a hard number? Mr. Pestello said no, it is all based on rates they are coding to each project that they actually work on.

The motion passed unanimously.

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5. Submission 2021 – 058 authorizing the Port to enter into a professional services agreement for Port Project CP21011 Reconstruction of Shed 7 at City Docks.

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Mr. Self said staff requests the Board of Commissioners authorize the Executive Director to enter to a professional services agreement with Meyer and Associates Incorporated for the design and preparation of bid documents for reconstruction of Shed 7 at City Docks. Previously, a few months ago, the Board authorized staff to enter into an agreement to have Shed 7 demolished. That is a Transit shed that was badly damaged from Hurricane Laura. It is going to be demolished and then they are going to engineer Meyer and Associates. With the Board’s approval, they will engineer a new building to improve coverage storage at City Docks. They are recommending the acceptance of the qualifications of Meyer. They did do a SOQ. They received three responses. Staffs recommends Meyer at a cost of $600,000 plus a $100,000 contingency for a total of $700,000.

Mr. Dixon offered a motion to adopt Resolution 2021 – 058 to authorize the Port to enter into a professional services agreement for Port Project CP21011 Reconstruction of Shed 7 at City Docks. Mr. Guidry seconded the motion and it carried unanimously.

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6. Administration, Personnel and Audit Committee

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Mr. Prudhomme offered a motion for the Commissioners of the Port Board enter into an agreement with outside counsel, on terms acceptable in the discretion of the Board for representing the Board and drafting new employment agreement contracts for both the Executive Director and General Counsel. Mr. Lorenzi seconded the motion and it carried unanimously.

Mr. Lorenzi stated the Committee met on November 22, 2021 and entered into Executive Session to discuss the Executive Director and General Counsel performance evaluations.

After the Committee came back from Executive Session there was a vote taken and the committee voted to make a finding and to make a report that both Mr. Self and Mr. Ringo exceeded expectations in their evaluations.

Mr. Prudhomme offered a motion to adopt the recommendations of the committee. Mr. Dixon seconded the motion and it carried unanimously.

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11. October 2021 Financials Briefing Note.

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

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

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Mr. Landry stated he and staff are working to finalize any changes to the budget which will be presented to you all that next month's meeting and as for hurricane recovery roughly $4.4 million is currently obligated in Louisiana part of which they received another $772, 000 earlier this month bringing our current receipts so far to about $1.1 million.

Mr. LaFond is joining the meeting via zoom if anyone has any questions. Mr. Landry passed out Mr. LaFond’s report, which shows a breakdown they always receive.

Ms. McCleary asked what good things have happened and what are still some of the obstacles both from FEMA as well as from the state from GOSHEP. He said he would start with the obstacles because Port management and he have been dealing a lot with it lately. FEMA, suddenly, a year into this disaster decided to enforce a policy they have. It is called Consensus-Based Codes and Standards. It has kind of slowed things down, so they are trying to work our way through that. They have had a lot of meetings with them and had one minor victory and will shoot for some more to keep the projects rolling here. It seemed like they were just getting going well and they came out of this. It slowed us down some, but it is not going to keep them from going forward.

Some good news is both the loaders at BT-1 are nearly obligated. That is going to add another $27 million to the nearly $5 million they have obligated now. That will be a good jump in increase there. Hopefully a good chunk of that money will go towards paying off the insurance deductions that FEMA needs to make in order to not have duplicate funding for the insurance proceeds that the Port received.

Ms. McCleary asked that the minor victory for consensus based dollar wise, what did that translate into? Mr. LaFond said about $350,000. It was the shed parking lot of BT-7. It was our argument since that building was destroyed that they should not have to produce, we being the Port, should have to produce Consensus Based Codes and Standards for a building that is not going to be repaired nor replaced. Instead, once the Port determines where they are going to use the funding for that building, once it is obligated, at that point the Port would present the Consensus Based Codes and Standards for the new project. It makes sense for most of the things that he is currently arguing on the Port’s behalf. That was one that they did agree with. It was probably the most egregious error that they were they were trying to get us to do, so at least they finally recognized you know the foolishness of asking for the consensus as a standards on a building that is not going to be replaced or repaired. Also, it would require the Port to pay to have those codes produced twice, which nobody wants to do to pay for anything twice.

Ms. McCleary asked if that is no longer being used on any project or just that project? Mr. LaFond said that project they agreed with him that we do not have to produce the CBCSS, but they're still holding and have their heels done in on the rest of them that he is currently going around with them . Ms. McCleary asked how many dollars would that account for here. Mr. LaFond it is a lot of money. Sheds 4, 5 and 6 are going to be one of the projects. That is the $16 million project. All the technic buildings are 428 projects, which means realizing section 428 is FEMA lingo for you are able to use that money elsewhere. In other words, you are not going to repair the buildings on a technique. They're asking for those. That is another couple million. Shed 7, the FMT building. The Port is definitely in the $20 million range.

Ms. McCleary said the Board is aware that our congressional delegation, specifically Congressman Higgins, has been an advocate. Do you feel that will be that he is continuing to do that? Mr. LaFond replied that he was going to bring that up. He is very grateful to have the congressman and staff arguing on our behalf and hopefully they will keep applying the pressure and somebody at some level there will see that it does not make any sense to provide those twice and then definitely not provide them for a building that is not going to be repaired or replaced. Regarding the FEMA standard they have invoked now they're starting to enforce, one of the major rules reasons for it is to help with resiliency in regards to repairing or building new buildings. They want to make sure we get them you know the strongest buildings possible so they are not constantly paying for the same buildings to be repaired after each storm, which is understandable, but it is not understandable to ask for them to be used or requested for them on a building that's not being repaired it's not going to be replaced.

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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13. Monthly Staff report from Director of Navigation.

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Mr. Hayden said the Lake Charles Harbor and Terminal District is the local sponsor for the sensor array that's been put on the channel by the National Oceanic and Atmospheric Administration(NOAA). Last May the Board approved adding another sensor out in the Gulf. It was a current sensor. That has been installed and it has proven its worth already. The existing current sensor was on buoy 36. The new current meter was put on buoy 35. They come in pairs. After the new sensor was installed, the Coast Guard decided they needed to change out Buoy 36. NOAA had to take the current meter off of 36 and then the project to replace buoy 36 got delayed by the Coast Guard. If they had not had the meter on 35 already, they would have lost all that data until the Coast Guard gets to replace that buoy. He just wanted to let you all know that was a really good decision that you made to put that extra current meter out there.

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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14. Monthly Staff report from Director of Operations.

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Mr. Henderson said at City Docks staff has unloaded three barges of aluminum trihydrate. IFG loaded another bulk rice shipment at another 30, 000 tons.

They did a cargo transfer of about 4,000 tons.

City Docks received a couple more hydrate barges and about a 10,000 cubic meter lumber ship that sailed from Germany on around November 11.

At BT-1, starting about the middle of last week they received a large number of vessels that are arriving. They are about to finish up a barite ship. It is about 42, 000 tons and a coke ship with about 38,000 tons.

They have three ships anchored out waiting to arrive. They have a green coke ship. It is about 8,000 tons, another barite ship that is about 20,000 tons, a calcine ship that is 8 300 tons, a rutile ship that is 10,000 tons, an ALCOA raw coke ship that is 33, 000 tons, a Phillips66 raw coke ship that is 55,000 tons, a CITGO raw coke ship that is 49,000 tons, a calcine ship that is about 3,000 tons and a rutile ship is 15, 000 tons.

This is all going to be right around 300, 000 tons of cargo that they going to have to handle from about the middle of November through the end of the year.

He wanted to thank all the guys at BT-1. They are working extremely short-handed. They have about 20 employees right now that are able to work at BT-1. Normally have around 28. They have gone out for advertisements for bulk terminal specialists and are on our sixth time this year. They are averaging around three, four, or five applicants at a time where in the past we would get 50, 60 or 70 applicants. He really wanted to thank those guys. They are working hard and will be working through the holidays. They will not work Christmas Day or New Year's Day, but will work thanksgiving and through the through the weekend so those guys are putting in some long hours. He just want to thank them.

The Director of Operations’ 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 Director of Cargo and Trade Development.

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Mr. Chretien said the Port is featured in the business and industry edition of the Lagniappe Magazine that is going to print this week.

They are also submitting the Industrial Park East property to LED for Project Bison. Project Bison is a company looking for a location to manufacture turf maintenance equipment primarily for the sale in the United States.

They are co-sponsoring and participating in a transportation session for the Rice Outlook conference put on by the US Rice Federation.

They continue to work on the 2022 permits for the stevedoring vessel agency line handlers and tugboat operator licenses

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

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Mr. Pestello said in the last week they have held pre-construction meetings on two significant projects at City Docks. The first being the reconstruction of Berths 2 and 3, which is their CMAR project that they have recently brought to the Board with a guaranteed max price with Boh Brothers Construction. They are procuring materials now and plan to officially begin demo on January 3rd. This project will replace the two oldest remaining berths at City Docks.

The second pre-construction meeting was actually today for the roof replacement of Sheds 16-17. This is in regards to hurricane damage from Hurricane Laura. These two sheds are 100, 000 square feet each, so it is going to be repairing these roofs for significant storage space. Those buildings are currently rented. There appears to be a lot of funding coming out through the infrastructure bills. He, along with all directors, have been monitoring, researching and attending webinars and phone calls trying to get a handle on all this funding and what may be available for Lake Charles. They will continue to monitor and apply where they can to try to get some additional funding that was all any questions any questions

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

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Mr. Krielow stated the Board would not enter into Executive Session.

* 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.
* LCHTD vs Reynolds Metals Company – Case 2:17-cv-01114 US District Court, Western District of Louisiana, Lake Charles Division.

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. Lorenzi seconded the motion and it carried unanimously. The meeting adjourned at 5:38 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