

AGENDA

December 23, 1997

1. Call to Order
2. Roll Call
3. Pledge of Allegiance
4. Adopt Resolution in connection with the Deep Draft Berthing Facility
5. Approve C-Port, LLC lease
6. Any other business
7. Adjournment

OFFICIAL PROCEEDINGS OF THE GREATER LAFOURCHE PORT COMMISSION
DECEMBER 23, 1997

The Board of Commissioners of the Greater Lafourche Port Commission met in special session in the Conference Room of the Commission Administration Building in Galliano, Louisiana, on Tuesday, December 23, 1997 at 11:30 AM pursuant to the provision of due notice in writing to each and every member thereof and duly posted in the manner prescribed by law.

President Doucet called the meeting to order and requested that Secretary Cheramie call the roll.

PRESENT: Harrison Cheramie, Jr., Rodney Terrebonne, Johnny Melancon, Tomey Doucet, Donald Vizier, Dudley Bernard and Larry Griffin

ABSENT: Vinton Crosby and Robert Champagne

Also present were Ted Falgout, Executive Director; and Louverda Duet, Port Secretary.

President Doucet led in the recitation of the Pledge of Allegiance.

The following resolution was offered by Johnny Melancon, who moved for its adoption, seconded by Larry Griffin, and unanimously adopted:

RESOLVED, that the Board of Commissioners of the Greater Lafourche Port Commission does hereby affirm and ratify the action of its President, Tomey Doucet, in executing the following instruments on behalf of said Commission:

1. Contract of Lease made and entered into effective as of August 1, 1997 between the Commission, as Lessor, and C-Port, L.L.C., as Lessee (Tract A Lease) and amendment thereto dated December 22, 1997;
2. Contract of Lease made and entered into effective as of August 1, 1997 between the Commission as Lessor, and C-Port, L.L.C., as Lessee (Tract A-1);
3. Contract of Lease made and entered into effective as of June 1, 1997 between the Commission, as Lessor, and C-Port, L.L.C. as Lessee (Tract B Lease) and amendment thereto dated December 22, 1997;
4. Contract of Lease made and entered into effective as of March 1, 1997 between the Commission, as Lessor, and C-Port, L.L.C., as Lessee (Tract C Lease) and amendment dated December 22, 1997;
5. Contract of Lease made and entered into effective as of February 15, 1997 between the Commission, as Lessor, and C-Port, L.L.C., as Lessee (Tract D, E, F Lease) and amendment thereto dated December 22, 1997; and
6. Tri-Party Agreement made and entered into as of December ____, 1997 among the Commission, C-Port, L.L.C. and UMB Bank, N.A. (the Trustee).

The following resolution was offered by Rodney Terrebonne, who moved for its adoption, seconded by Dudley Bernard, and unanimously adopted:

WHEREAS, the Greater Lafourche Port Commission has submitted an application for funding of the Deep Draft Berthing Facility, Port Fourchon, Louisiana port improvement project under the Port Construction and Development Priority Program; and

WHEREAS, the State's share of the project funds has been made available and the Greater Lafourche Port Commission has available its local matching share of the project funds in an amount of not less than ten (10%) percent; and

WHEREAS, at the request of the Greater Lafourche Port Commission, Larry Picciola has prepared plans and specifications for said project, which plans and specifications are designated by State Project No. 578-29-0008 Phase III; and

WHEREAS, the Greater Lafourche Port Commission has reviewed the final plans, specifications and cost estimate and accepts them as submitted and certified to by the Port's Consulting Engineer and the Department of Transportation and Development has reviewed the final plans, specifications and cost estimate and has determined that they comply with the scope of the project and 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 the Greater Lafourche Port Commission and the titles thereto are valid and indefeasible; and

WHEREAS, the Greater Lafourche Port Commission has obtained all necessary permits required for the construction of this project; and

WHEREAS, the Greater Lafourche Port Commission 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 Greater Lafourche Port Commission is The Daily Comet, whose mailing address is P.O. Box 5238, Thibodaux, LA 70302, and whose telephone number is 504-448-7600; and

WHEREAS, the Greater Lafourche Port Commission 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 Greater Lafourche Port Commission, and furnish engineering services during the progress of the work.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Greater Lafourche Port Commission in special session assembled on this 23rd day of December, 1997, that the Department of Transportation and Development be and hereby is requested to authorize the Greater Lafourche Port Commission to advertise for competitive bids in accordance with LRS 38:2212, et seq. for the award of a contract in the name of the Greater Lafourche Port Commission, covering the aforesaid improvements, and furnish engineering services during the progress of the work.

BE IT FURTHER 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 the Greater Lafourche Port Commission, and the titles thereto are valid and indefeasible and the Greater Lafourche Port Commission expressly agrees to defend any action for the failure of any servitude, right-of-way, right of ingress or egress, and the Greater Lafourche Port Commission does hereby assume complete responsibility for providing engineering services during construction and for the maintenance and upkeep of the project after construction.

BE IT FURTHER RESOLVED, that the Department of Transportation and Development be and hereby is assured that all required permits have been obtained by the Greater Lafourche Port Commission.


BE IT FURTHER RESOLVED, that the Department of Transportation and Development be and hereby is assured that the Greater Lafourche Port Commission has available its local matching funds in an amount not less than ten (10%) percent of the construction cost to insure construction of this project.

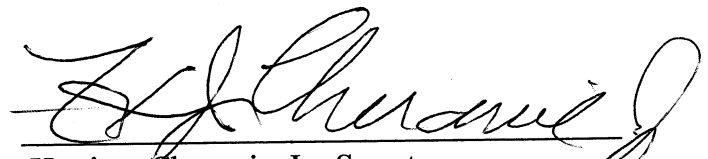
BE IT FURTHER RESOLVED that the Greater Lafourche Port Commission will and hereby does assume complete responsibility for all utilities, fence, and other facilities relocations and alterations made necessary by this project.

BE IT FURTHER RESOLVED, that the Greater Lafourche Port Commission 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 and Development, and pay any judgment which may result from said suit as it relates to this project.

There being no further business, upon motion by Larry Griffin, seconded by Donald Vizier and unanimously passed, the meeting adjourned.

ATTEST:


Dudley Bernard, Vice President


Harrison Ceramic, Jr., Secretary