

**THE BOARD OF COMMISSIONERS OF THE PORT OF NEW ORLEANS
MINUTES OF THE BUDGET COMMITTEE MEETING
MONDAY, DECEMBER 16, 2019**

A MEETING OF THE BUDGET COMMITTEE OF THE BOARD OF COMMISSIONERS OF THE PORT OF NEW ORLEANS, HELD IN THE PRESENTATION ROOM ON THE FOURTH FLOOR AT ITS OFFICES LOCATED AT 1350 PORT OF NEW ORLEANS PLACE, NEW ORLEANS, LOUISIANA, WAS CALLED TO ORDER BY *PRO TEMPORE* COMMITTEE CHAIRMAN ARNOLD B. BAKER, AT 1:32 P.M. ON MONDAY, DECEMBER 16, 2019.

COMMITTEE Darryl D. Berger, Committee Chairman
MEMBERS: Arnold B. Baker, *Pro Tempore* Committee Chairman
PRESENT: Tara C. Hernandez, Member
William H. Langenstein, III, Member
Jack C. Jensen, Member
Joseph F. Toomy, Member

ABSENT: Charles H. Ponstein, Member

STAFF: B. Christian, President and Chief Executive Officer
M. Ganon, Vice President, Public Affairs and Chief of Staff
R. Landry, Vice President, Commercial
A. Fant, Vice President, Planning and Facilities
R. Wendel, Chief Financial Officer
A. Evett, Director, Engineering
M. Verderame, Director, Records
P. Herring, Manager, Internal Audit
M. Scelson, General Counsel
C. Coats, Director, Real Estate
J. Ragusa, Manager, Communications
J. Sholar, Director, Human Resources
G. Palermo, Port General Agent
T. Carter, Director, Procurement
C. Alfonso, Manager, Community Relations
J. Mansour, Director, Commercial
A. Aragon Dolese, Director, Communications
J. Escudier, Executive Counsel
S. Gauthier, Jr., Director, Cruise

GUESTS: M. Stolzman, NOPB
T. Haver, NOPB
C. Kocur, NOPB
M. Smith, NOPB
K. Turner, NOPB
M. Miller, NOCS/BHBM

I. Determination of Quorum and Call to Order

In the absence of Committee Chairman Berger, Board Chair Hernandez appointed Commissioner Baker to serve as *Pro Tempore* Committee Chairman for the purposes of convening this meeting. *Pro Tempore* Committee Chairman Baker determined the existence of a quorum and called the meeting to order at 1:32 p.m.

II. Briefing and Discussion Items:

A. Recommend to the Board at its Regular Monthly Meeting the Acceptance of the Consolidated Financial Statements for November 2019.

Mr. Wendel distributed the November 2019 consolidated financial reports to the Committee, a copy of which is made a part of these minutes. He provided an overview of the Board of Commissioners of the Port of New Orleans' ("Port") and the New Orleans Public Belt Railroad Corporation's ("NOPB") expenses, revenues, and budgets on both a monthly, and fiscal year-to-date basis.

Mr. Landry provided an overview of cargo volumes for the Port, noting a decrease in TEU's for the month of November. He noted cargo volumes exceeded the previous year by a substantial amount, and overall a healthy growth rate for fiscal year. He noted there was a decrease in breakbulk volume, which he attributed to continued tariff impacts.

Commissioner Baker questioned whether this trend is expected to continue. Mr. Landry stated he anticipates the decreases in container volume to be a short-term trend, while anticipates breakbulk volume will improve once trade issues are resolved.

Committee Chairman Berger joined the meeting at 1:35 p.m., at which time he assumed the duties of Budget Committee Chairman.

Mr. Wendell noted an increase in overall cruise revenue for the month of November. He noted there was a 3% drop in passenger count, which he attributes to a slow start to the riverine cruise season. Cruise parking revenue continues to remain strong with 2% increase for the month.

Mr. Stolzman provided an overview of volumes for the NOPB. He noted an increase in Class I switching volume for the month, and local switching volume remains steady.

Commissioner Baker asked whether switching volume is anticipated to increase. Mr. Stolzman anticipates continued fluctuations as three of the six Class I railroads continue to implement precision railroading transportation plans.

Mr. Wendel noted the Port's terminal operations revenue came in at \$3.6 million, which is \$336,000 below budget for the month. For the year, revenue is \$1.2 million below budget which he attributes mainly to breakbulk as rentals and dockage being negatively impacted by the tariff situation. Container crane revenue is above budget for the month, and \$625,000 above budget compared to this time last year. Cruise operations revenue was \$82,000 above budget for the month and \$220,000 above budget for the fiscal year. Real

estate revenue remains strong.

NOPB's car shop operations continue to come in below budget. He noted rail car storage revenue continues to remain profitable, at \$84,000 above budget for the month. For the year, revenues were \$14.2 million against a budget of \$12.4 million, which is \$1.8 million above budget for the year.

For the Port, labor expenses were \$240,000 below budget for the month, which Mr. Wendel attributes to a large reduction in overtime and vacant positions. He noted maintenance expenses were \$129,000 below budget for the month. Operating income came in at \$1.8 million against a budget of \$1.6 million, which is \$177,000 above budget for the month.

For NOPB, operation revenue came in \$149,000 above budget for the month. Labor expenses came in at \$85,000 below budget for the month. Maintenance expenses are also below budget for the month, mainly due to timing on major maintenance projects and an ongoing decrease in car shop operations. Operating income came in at \$441,000 for the month, which is \$261,000 above budget. For the year, operating income is \$2.3 million above budget, and approximately \$1 million above this time last year.

On a consolidated basis for the month, operating income came in at \$2.3 million against a budget of \$1.8 million.

Commissioner Baker moved to recommend acceptance of the November 2019 consolidated financial statements at the Regular Board meeting. Commissioner Jensen seconded the motion. **MOTION CARRIED UNANIMOUSLY.**

III. Public Comment

Committee Chairman Berger called for public comment, but there was none.

IV. Adjournment

There being no further business to come before the Committee, Committee Chairman Berger called for a motion to adjourn. Commissioner Baker moved, and Commissioner Jensen seconded. **MOTION CARRIED UNANIMOUSLY** and the meeting was adjourned at 1:44 p.m.

**THE BOARD OF COMMISSIONERS OF THE PORT OF NEW ORLEANS
MINUTES OF THE PLANNING AND ENGINEERING COMMITTEE MEETING
MONDAY, DECEMBER 16, 2019**

A MEETING OF THE PLANNING AND ENGINEERING COMMITTEE OF THE BOARD OF COMMISSIONERS OF THE PORT OF NEW ORLEANS, HELD IN THE PRESENTATION ROOM ON THE FOURTH FLOOR AT ITS OFFICES LOCATED AT 1350 PORT OF NEW ORLEANS PLACE, NEW ORLEANS, LOUISIANA, WAS CALLED TO ORDER BY *PRO TEMPORE* COMMITTEE CHAIRMAN JACK C. JENSEN, JR., AT 1:46 P.M. ON MONDAY, DECEMBER 16, 2019.

COMMITTEE

Jack C. Jensen, Jr., *Pro Tempore* Committee Chairman

MEMBERS

Tara C. Hernandez, Member

PRESENT:

Darryl D. Berger, Member

Arnold B. Baker, Member

William H. Langenstein, III, Member

Joseph F. Toomy, Member

ABSENT:

Charles H. Ponstein, Committee Chairman

STAFF:

B. Christian, President and Chief Executive Officer

M. Ganon, Vice President, Public Affairs and Chief of Staff

R. Landry, Vice President, Commercial

A. Fant, Vice President, Planning and Facilities

R. Wendel, Chief Financial Officer

A. Evett, Director, Engineering

M. Verderame, Director, Records

P. Herring, Manager, Internal Audit

M. Scelson, General Counsel

C. Coats, Director, Real Estate

J. Ragusa, Manager, Communications

J. Sholar, Director, Human Resources

G. Palermo, Port General Agent

T. Carter, Director, Procurement

C. Alfonso, Manager, Community Relations

J. Mansour, Director, Commercial

A. Aragon Dolese, Director, Communications

J. Escudier, Executive Counsel

S. Gauthier, Jr., Director, Cruise

GUESTS:

M. Stolzman, NOPB

T. Haver, NOPB

C. Kocur, NOPB

M. Smith, NOPB

K. Turner, NOPB

M. Miller, NOCS/BHBM

I. Determination of Quorum and Call to Order

In the absence of Committee Chairman Ponstein, Board Chair Hernandez appointed Commissioner Jensen to serve as *Pro Tempore* Committee Chairman for the purposes of holding this meeting. *Pro Tempore* Committee Chairman Jensen determined the existence of a quorum and called the meeting to order at 1:46 p.m.

II. Briefing and Discussion Items:

A. Recommend to the Board at its Regular Monthly Meeting a Resolution Awarding a Contract to Roof Technologies, Inc., in the Amount of \$145,669, for Refurbishment of the Roof at 5357 Coffee Drive.

Mr. Evett presented and recommended approval of the resolution. He stated that the scope of work covered under the contract includes adding a thermoplastic membrane to the existing roof at 5357 Coffee Drive, as well as modifying the pitch of the roof to improve drainage and eliminate a transverse gutter. He noted the roof is approximately 13,000 sq. ft., and that the contract provides a twenty (20) year warranty on the thermoplastic membrane. The project is estimated to require sixty (60) calendar days to complete.

Mr. Evett stated Roof Technologies, Inc. was the lowest responsive and responsible of two bidders. Funds for this project are allocated in the Board's Capital Investment Plan.

Commissioner Hernandez questioned whether the Board has previously worked with Roof Technologies, Inc. Mr. Evett stated he was not familiar with the company, and was not aware of any prior work they have done for the Port.

Commissioner Jensen questioned as to the size of the building at 5357 Coffee Drive. Mr. Evett stated the roof is approximately 13,000 sq. ft.

Commissioner Langenstein moved to recommend approval of the resolution at the Regular Board meeting. Commissioner Baker seconded the motion. **MOTION CARRIED UNANIMOUSLY.**

B. Recommend to the Board at its Regular Monthly Meeting a Resolution Authorizing the President and Chief Executive Officer to Award a Contract in an Amount Not to Exceed \$55,000,000 for the Nashville Terminal Conversion to Container and Crane Rail Extension: Wharf Pile Repairs and Warehouse Demo and Crane Rail Extension Project.

Mr. Evett presented and recommended approval of the resolution. He stated that this is the largest of the five (5) construction projects to prepare the Nashville Terminal facility to receive the new gantry cranes. He noted the scope of the work under this contract will consist of repairing the wharf substructure piles, demolishing the shed, extending the landside crane rail and upgrading the fendering system. The contract provides 590 days to complete the work.

Two bids were received for this project, and staff are currently working to complete due diligence on documentation for the apparent lowest responsive and responsible bidder. Staff anticipate recommending a contract award to the lowest responsive and responsible bidder at the Regular Board Meeting on December 19, 2019. Presently, staff are requesting the Board consider authorizing the President and Chief Executive Officer to award a contract in an amount not to exceed \$55 million for the Nashville Terminal Crane Rail Extension Project, pending completion of the due diligence process.

Mr. Evett noted funding for this contract will be received from multiple sources, including \$15 million from the Port Priority Construction and Development Program (“Port Priority”), \$20 million from Capital Outlay, and the remaining balance will be funded by the Board. Approval of this action item will award the contract through a standard Port Priority resolution, as well as authorize the President and Chief Executive Officer to execute all matters regarding receipt of Capital Outlay funds, and certify the availability of matching Port funds.

Commissioner Hernandez asked for clarification on the process for receiving funding from Port Priority and Capital Outlay. Mr. Evett confirmed that the Port would expend the funds, and then seek reimbursement from the Capital Outlay and Port Priority programs.

Commissioner Langenstein questioned if the proposed 590-days for project completion will align with the delivery timeline for the cranes. Mr. Evett confirmed the project schedule is designed to allow the appropriate time to prepare for delivery of the new cranes.

Commissioner Toomy asked when the 10-day process begins for assessing due diligence for contractor documentation. Mr. Evett stated the 10-day period begins the day the Board notifies the apparent lowest bidder.

Commissioner Baker asked what total amount will be reimbursed. Mr. Evett stated the Port is expected to receive \$35 million between Port Priority and Capital Outlay funding.

Commissioner Berger asked if the Board will fund the remaining \$20 million of the project costs. Mr. Evett stated the Board will fund approximately \$20 million of this contract.

Commissioner Berger inquired as to the source of the Board’s contribution for the funding differential, and Mr. Evett stated that other projects may have to be reprioritized to enable the reallocation of funds.

Commissioner Berger asked about the differential between the pre-bid estimate of and the bids that were received. Mr. Evett stated the substructure work has proven to be more complicated than anticipated.

Commissioner Langenstein asked if the fendering system at this site was the same one involved in an allision incident. Mr. Evett stated the proposed fender work at this site is to replace the existing fender system with one capable of handling larger vessels, and that the work was not in relation to an incident. Mr. Escudier clarified that the incident alleging

damage to a ship relating to the Board's wharf fendering system took place at a different container terminal, and is currently in litigation.

Commissioner Langenstein moved to recommend approval of the resolution at the Regular Board meeting. Commissioner Baker seconded the motion. **MOTION CARRIED UNANIMOUSLY.**

Mr. Evett provided the Committee with a brief overview of the status of the new gantry crane manufacturing process to date.

III. Public Comment

Pro Tempore Committee Chairman Jensen called for public comment, but there was none.

IV. Adjournment

There being no further business to come before the committee, *Pro Tempore* Committee Chairman Jensen called for a motion to adjourn. Commissioner Langenstein moved to adjourn and Commissioner Baker seconded. **MOTION CARRIED UNANIMOUSLY** and the meeting adjourned at 1:57 p.m.

**THE BOARD OF COMMISSIONERS OF THE PORT OF NEW ORLEANS
MINUTES OF THE PROPERTY AND INSURANCE COMMITTEE MEETING
MONDAY, DECEMBER 16, 2019**

A MEETING OF THE PROPERTY AND INSURANCE COMMITTEE OF THE BOARD OF COMMISSIONERS OF THE PORT OF NEW ORLEANS, HELD IN THE PRESENTATION ROOM ON THE FOURTH FLOOR AT ITS OFFICES LOCATED AT 1350 PORT OF NEW ORLEANS PLACE, NEW ORLEANS, LOUISIANA, WAS CALLED TO ORDER BY COMMITTEE CHAIRMAN WILLIAM H. LANGENSTEIN AT 1:59 P.M. ON MONDAY, DECEMBER 16, 2019.

COMMITTEE MEMBERS PRESENT: William H. Langenstein, Committee Chairman
Tara C. Hernandez, Member
Darryl D. Berger, Member
Arnold B. Baker, Member
Jack C. Jensen, Jr., Member
Joseph F. Toomy, Member

ABSENT: Charles H. Ponstein, Member

STAFF: Brandy D. Christian, President and Chief Executive Officer
M. Ganon, Vice President, Public Affairs and Chief of Staff
R. Landry, Vice President, Commercial
A. Fant, Vice President, Planning and Facilities
R. Wendel, Chief Financial Officer
A. Evett, Director, Engineering
M. Verderame, Director, Records
P. Herring, Manager, Internal Audit
M. Scelson, General Counsel
C. Coats, Director, Real Estate
J. Ragusa, Manager, Communications
J. Sholar, Director, Human Resources
G. Palermo, Port General Agent
T. Carter, Director, Procurement
C. Alfonso, Manager, Community Relations
J. Mansour, Director, Commercial
A. Aragon Dolese, Director, Communications
J. Escudier, Executive Counsel
S. Gauthier, Jr., Director, Cruise

GUESTS: M. Stolzman, NOPB
T. Haver, NOPB
C. Kocur, NOPB
M. Smith, NOPB
K. Turner, NOPB

I. Determination of Quorum and Call to Order

Committee Chairman Langenstein determined the existence of a quorum and called the meeting to order at 1:59 p.m.

II. Briefing and Discussion Items:

A. Recommend to the Board at its Regular Monthly Meeting a Resolution Authorizing the President and Chief Executive Officer to Enter into a Berthing Agreement with American Cruise Lines, Inc., for a Term of Five Years, with Two Five-Year Renewal Options.

Mr. Gauthier presented and recommended approval of the resolution. He stated this would be the Board's first berthing agreement with American Cruise Lines, Inc. ("ACL") and its first berthing agreement for river cruise vessel. He noted that under the terms of the Agreement, Thalia Street Wharf will serve as ACL's homeport for a guaranteed minimum fifty (50) cruises per calendar year, and ACL will be assessed penalties in the event that it fails to meet the minimum guarantee. ACL will be charged tariff rates for dockage, wharfage, and all other ancillary fees associated with its operation. The initial term of the Agreement is for a primary term of five (5) years with two (2) five-year renewal options. Mr. Gauthier noted the projected revenue for the primary term is approximately \$475,000 based on the minimum number of berths per year.

Commissioner Jensen questioned as to what location ACL is currently using for berthing of river cruises. Mr. Gauthier stated that Thalia Street Wharf is where ACL currently berths.

Commissioner Toomy moved to recommend approval of the resolution at the Regular Board meeting. Commissioner Hernandez seconded the motion. **MOTION CARRIED UNANIMOUSLY.**

B. Recommend to the Board at its Regular Monthly Meeting a Resolution Authorizing the President and Chief Executive Officer to Consent to an Assignment of the New Orleans Cold Storage and Warehouse Company Ltd.'s Jourdan Road and Henry Clay Avenue Wharf Leases.

Ms. Scelson presented and recommended approval of the resolution. She stated that pursuant to the terms of the leases between the Board of Commissioners of the Port of New Orleans and New Orleans Cold Storage and Warehouse Company Ltd. ("NOCS"), NOCS is prohibited from assigning the leases without the prior consent of the Board. She stated the assignment will include the transfer of controlling interest in stock. She noted the Board previously consented to an assignment under the leases in connection with a merger and corporate transactions that resulted in NOCS becoming the wholly owned subsidiary of Emergent Cold USA, Inc. NOCS is seeking the Board's approval of an assignment of the Leases in connection with Emergent's interest being acquired by Lineage Logistics Holdings, LLC ("Lineage"). As a result of the transaction, NOCS will become the wholly-

owned subsidiary of a to-be formed Delaware corporation and the ultimate parent company will be Lineage. She noted NOCS' local management will remain the same, as will its letters of credit. Ms. Scelson noted Lineage was founded in 2008 and is the largest global cold storage warehousing and logistics company with warehouses across the U.S., Europe, Asia and Australia, including a leading port presence in the United States.

Committee Chairman Langenstein asked what the current letters of credit covered, and whether additional security would be required as a term of approving the assignment. Mr. Wendel stated the letter of credit was valued at one year of rent, and Ms. Scelson confirmed that the previous assignment of the lease increased the security requirement to \$500,000, which would remain in effect.

Commissioner Jensen moved to recommend approval of the resolution at the Regular Board meeting. Commissioner Berger seconded the motion. **MOTION CARRIED UNANIMOUSLY.**

III. Public Comment

Committee Chairman Langenstein called for public comment, but there was none.

IV. Adjournment

There being no further business to come before the committee, Committee Chairman Langenstein called for a motion to adjourn. Commissioner Baker moved to adjourn and Commissioner Berger seconded. **MOTION CARRIED UNANIMOUSLY** and the meeting adjourned at 2:04 p.m.

**THE BOARD OF COMMISSIONERS OF THE PORT OF NEW ORLEANS
MINUTES OF THE REGULAR BOARD MEETING
THURSDAY, DECEMBER 19, 2019**

A REGULAR MEETING OF THE BOARD OF COMMISSIONERS OF THE PORT OF NEW ORLEANS, HELD IN THE FIRST FLOOR AUDITORIUM AT ITS OFFICES LOCATED AT 1350 PORT OF NEW ORLEANS PLACE, NEW ORLEANS, LOUISIANA, WAS CALLED TO ORDER BY CHAIR TARA C. HERNANDEZ, AT 1:50 P.M. ON THURSDAY, DECEMBER 19, 2019.

COMMISSIONERS

PRESENT:

Tara C. Hernandez, Chair
Darryl D. Berger, Vice-Chairman
William H. Langenstein, III, Secretary-Treasurer
Charles H. Ponstein, Member
Jack C. Jensen, Member
Joseph F. Toomy, Member

ABSENT:

Arnold B. Baker, Member

STAFF:

B. Christian, President and Chief Executive Officer
M. Ganon, Vice President, Public Affairs
A. Fant, Vice President, Planning and Facilities
B. Landry, Vice President, Commercial
R. Wendel, Chief Financial Officer
J. Escudier, Executive Counsel
A. Evett, Director, Engineering
C. Carter, Director, Procurement
R. Aragon Dolese, Director, Marketing and Communications
G. Palermo, Port General Agent
A. Madere, Manager, Records
J. Woodward, Permitting Coordinator
P. Herring, Manager, Internal Audit
S. Gauthier, Director, Cruise
A. Hanks, Administrative Assistant, Cruise
J. Guidry, Director, Maintenance
J. Swartout, Commercial
J. Ragusa, Public Affairs
J. Schector, Manager, Marketing and Communications
A. Pellegrin, Director, Sustainable Development
C. Alfonso, Manager, Community Engagement
Capt. M. Montroll, Harbor Police Department

GUESTS:

M. Stolzman, NOPB
T. Haver, NOPB
C. Kocur, NOPB
C. Bonura, NOPB
K. Turner, NOPB

R. Zimmerle, NOPB
A. Ferrand-Goodwin, NOPB
U. Anderson, Louisiana Deputy Justice
M. Miller, NOCS/BHBM
J. Wade, American Cruise Lines
R. Brisco, Gulf South Engineering
K. Palmisano, Ports America
H. Blackwell, BDE
T. Wells, Waldemar S. Nelson
O. Tucker, Trucking Innovation, LLC
J. Parker, NOT
K. Pries, NOT
P. Roberts, EMPAQ Group, LLC

I. Determination of Quorum and Call to Order

Chair Hernandez determined the existence of a quorum and called the meeting to order at 1:50 p.m.

II. General Public Comment

Chair Hernandez called for general public comment, but there was none.

III. Approval of November 2019 Public Meeting Minutes

On a motion duly made by Commissioner Jensen and seconded by Commissioner Langenstein, the Board unanimously approved the minutes of its public meetings for November 2019, as previously circulated.

IV. Acceptance of November 2019 Consolidated Financial Statements

Mr. Wendel provided a summary overview of the financial statements for November 2019, copies of which are made a part of these minutes. He noted November and fiscal year-to-date figures for gross revenues, labor costs, operating costs, and operating incomes for the Board, as well as on a consolidated basis with the New Orleans Public Belt Railroad Corporation (“NOPB”).

Chair Hernandez advised the Board that the Budget Committee had reviewed the financial statements and voted to recommend them for acceptance at this meeting. Commissioner Toomy moved to accept the financial statements and Commissioner Ponstein seconded.
MOTION CARRIED UNANIMOUSLY.

V. Actions Required:

- A. Consider Approval of a Resolution Awarding a Contract to Roof Technologies, Inc., in the Amount of \$145,669, for Refurbishment of the Roof at 5357 Coffee Drive.**

Mr. Guidry presented and recommended approval of the resolution. He stated the scope of the refurbishment will include roof modifications and the addition of a thermoplastic membrane to the existing roof. He also noted the work will include a twenty (20) year warranty. He stated the building at 5357 Coffee Drive serves as a storeroom and mechanic shop, and the roof area is approximately 1,300 sq. ft.

Mr. Guidry stated two bids were received, and Roof Technologies, Inc. was determined to be the lowest responsive and responsible bidder. Funds for this project are allocated in the Board's Capital Investment Plan.

Director Ponstein questioned whether the roof is corrugated roof. Mr. Guidry stated it is a corrugated roof, and the thermoplastic membrane will be placed on top of the existing materials.

Chair Hernandez advised the Board that the Planning and Engineering Committee had reviewed the item and voted to recommend it for approval at this meeting. Commissioner Toomy moved to approve the resolution and Commissioner Jensen seconded the motion.
MOTION CARRIED UNANIMOUSLY.

B. Consider Approval of a Resolution Authorizing the President and Chief Executive Officer to Award a Contract to Orion Industrial Construction, LLC, in the Amount of \$54,826,874 for the Nashville Terminal Conversion to Container and Crane Rail Extension: Wharf Pile Repairs and Warehouse Demo and Crane Rail Extension Project.

Mr. Evett presented and recommended approval of the resolution. He stated this is the largest of the five construction projects to prepare the facility for the new cranes. He stated the scope of the work under this contract will consist of repairing the wharf substructure piles, demolishing the shed, extending the landside crane rail and upgrading the fendering system. Of the two bids received, Orion Industrial Construction, LLC ("Orion") was the lowest responsive and responsible bidder.

Mr. Evett stated there are two resolutions associated with this item. The first resolution authorizes the President and Chief Executive Officer to award the contract and handle matters regarding the receipt of Capital Outlay funds, as well as certify the availability of matching funds from the Port. The second resolution certifies to the Louisiana Department of Transportation and Development that the bids are accepted, and that the contract will be awarded to Orion Industrial Construction, LLC. He noted there are a variety of funding sources for this project, including \$15 million from Port Priority Construction and Development funds, and \$20 million from Capital Outlay.

Commissioner Jensen questioned whether Orion has previously worked for the Port. Mr. Evett stated he is not aware if Orion has worked for the Port before, but he noted that the Orion has met all of the qualifications and requirements.

Chair Hernandez questioned whether the schedule to complete the work is consistent with the timing required for the delivery of the cranes. Mr. Evett confirmed the project scheduled for this contract will align with the schedule to accept delivery of the new cranes.

Chair Hernandez advised the Board that the Planning and Engineering Committee had reviewed the item and voted to recommend it for approval at this meeting. Commissioner Jensen moved to approve the resolution and Commissioner Langenstein seconded the motion. **MOTION CARRIED UNANIMOUSLY.**

C. Consider Approval of a Resolution Authorizing the President and Chief Executive Officer to Enter into a Berthing Agreement with American Cruise Lines, Inc., for a Term of Five Years, with Two Five-Year Renewal Options.

Mr. Gauthier presented and recommended approval of the resolution. He stated this would be the Board's first berthing agreement with American Cruise Lines, Inc. ("ACL") and its first berthing agreement for river cruise vessel. He noted that under the terms of the Agreement, Thalia Street Wharf will serve as ACL's homeport for a guaranteed minimum fifty (50) cruises per calendar year, and ACL will be assessed penalties in the event that it fails to meet the minimum guarantee. ACL will be charged tariff rates for dockage, wharfage, and all other ancillary fees associated with its operation. The initial term of the Agreement is for a primary term of five (5) years with two (2) five-year renewal options. Mr. Gauthier noted the projected revenue for the primary term is approximately \$475,000 based on the minimum number of berths per year.

Commissioner Ponstein questioned as to the number of river cruises and the length of the each cruise. Mr. Gauthier stated the river cruise business has become more prevalent, which has increased the need for a dedicated berth for ACL in order to better coordinate a higher volume of vessels berthing on a regular basis.

Commissioner Ponstein asked if ACL was required to provide maritime security during berthing. Mr. Gauthier stated that the river cruises are not required to have security, but detail officers are usually on hand if needed.

Chair Hernandez inquired about the timing of the river cruise season. Mr. Gauthier stated the riverine cruises run throughout the year.

Commissioner Langenstein noted it was stated in the Property and Insurance Committee meeting that fifty (50) vessel calls per year translates to approximately \$475,000 in revenue. Mr. Gauthier confirmed that estimate.

Chair Hernandez advised the Board that the Property and Insurance Committee had reviewed the item and voted to recommend it for approval at this meeting. Commissioner Berger moved to approve the resolution and Commissioner Toomy seconded the motion. **MOTION CARRIED UNANIMOUSLY.**

Mr. John Wade, counsel for American Cruise Lines, Inc., addressed the Board to express ACL's appreciation for Mr. Gauthier's hard work to execute the agreement, as well as the Port's continued efforts to support expansion of the riverine cruise business.

D. Consider Approval of a Resolution Authorizing the President and Chief Executive Officer to Consent to an Assignment of the New Orleans Cold Storage and Warehouse Company Ltd.'s Jourdan Road and Henry Clay Avenue Wharf Leases.

Ms. Scelson presented and recommended approval of the resolution. She stated that pursuant to the terms of the leases between the Board of Commissioners of the Port of New Orleans and New Orleans Cold Storage and Warehouse Company Ltd. ("NOCS"), NOCS is prohibited from assigning the leases without the prior consent of the Board. She stated the assignment will include the transfer of controlling interest in stock. She noted the Board previously consented to an assignment under the leases in connection with a merger and corporate transactions that resulted in NOCS becoming the wholly owned subsidiary of Emergent Cold USA, Inc. NOCS is seeking the Board's approval of an assignment of the Leases in connection with Emergent's interest being acquired by Lineage Logistics Holdings, LLC ("Lineage"). As a result of the transaction, NOCS will become the wholly-owned subsidiary of a to-be formed Delaware corporation and the ultimate parent company will be Lineage. She noted NOCS' local management will remain the same, as will its letters of credit. Ms. Scelson noted Lineage was founded in 2008 and is the largest global cold storage warehousing and logistics company with warehouses across the U.S., Europe, Asia and Australia, including a leading port presence in the United States.

Chair Hernandez advised the Board that the Property and Insurance Committee had reviewed the item and voted to recommend it for approval at this meeting. Commissioner Langenstein moved to approve the resolution and Commissioner Jensen seconded the motion. **MOTION CARRIED UNANIMOUSLY.**

Commissioner Toomy stated that in light of NOCS's anticipated expansion at Jourdan Road, and consideration of Lineage's position in the global market, he encouraged staff and the local business community to reach out and welcome Lineage. He noted that growing partnerships could help facilitate economic development and growth for the area.

Ms. Scelson noted staff contacted Lineage in connection with their due diligence, and reported Lineage is excited to move forward with the expansion project and to be in the New Orleans area.

VI. Report by the President and Chief Executive Officer

Ms. Christian commended the Harbor Police Department's recognition of Lt. Antoine Ferbos as Supervisor of the Year, and Cpl. Joseph Cook as Police Officer of the Year.

Ms. Christian noted the inaugural ship call of Norwegian Cruise Lines' *Getaway* at Julia Street Terminal last month. She noted it is the Port's largest cruise vessel to date. She

thanked Commissioner Toomy for attending the commemorative plaque exchange on behalf of the Port.

Ms. Christian complimented Hospitality Enterprises on the christening of the riverboat *Louis Armstrong*, which she attended along with Chair Hernandez.

Ms. Christian noted NOPB's "Holiday Classics at the Station" will take place on Friday, December 20 and Saturday, December 21 at the Tchoupitoulas Engine Terminal. The event is free and open to the public on a first come, first served basis.

VII. Commissioners' Comments

Chair Hernandez wished staff and attendees a happy holiday.

VIII. Adjournment

There being no further business to come before the Board, Chair Hernandez called for a motion to adjourn. Commissioner Ponstein moved, and Commissioner Toomy seconded. **MOTION CARRIED UNANIMOUSLY** and Chair Hernandez adjourned the meeting at 2:10 p.m.