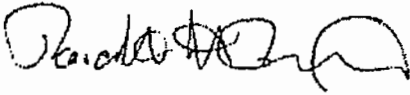


Affidavit of Publication

STATE OF LOUISIANA PARISH OF ST. JOHN THE BAPTIST

Before me, the undersigned authority, personally came and appeared



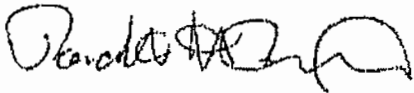
who being duly sworn, deposes and says:

He/She is a duly authorized agent of
L'OBSERVATEUR,
a newspaper published daily at 121 W Sixth
Street, LaPlace, Louisiana, 70068.

Advertising was published in said newspaper in
its issue(s) dated:

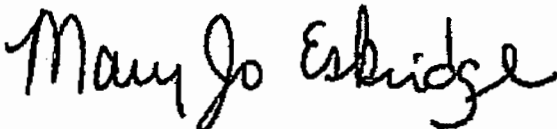
\$132.81

10/22/25



Duly Authorized Agent

Subscribed and sworn to before me this
22nd Day of October, 2025 at LaPlace, LA



Mary Jo Eskridge, Notary Public
State of Alabama at Large
My commission expires 03-02-2026



Account # 189822
Ad # 2060414

PORT OF SOUTH LOUISIANA
P.O. BOX AE
1720 LA HWY 44
RESERVE, LA 70084

PUBLIC NOTICE

MINUTES OF THE SPECIAL
COMMISSION MEETING
OF THE PORT OF SOUTH
LOUISIANA COMMISSION
HELD AT THE PORT
OF SOUTH LOUISIANA
ADMINISTRATION BUILDING
ON TUESDAY, AUGUST 5,
2025

ITEM 1-CALL TO ORDER
Chairman Murray called the
Meeting to order at 4:31 p.m.

ITEM 2-ROLL CALL
Present: Mr. Joseph, Mr. Scontrino, Ms. Dumas, Mrs. Hebert, Mr. LeBlanc, Mr. Murray, Mr. Bazile, Mr. Duhe, Mr. Burks

ITEM 3. PLEDGE OF ALLEGIANCE
Commissioner Dumas led the
Pledge of Allegiance.

ITEM 4. PUBLIC COMMENTS
No public comments.

ITEM 5. NEW BUSINESS
ITEM 5A. CONSIDER RESOLUTION APPROVING A COOPERATIVE ENDEAVOR AGREEMENT BY AND AMONG THE PORT OF SOUTH LOUISIANA AND THE PORT OF GREATER BATON ROUGE AND RELATED MATTERS

A Motion was offered by Commissioner LeBlanc and seconded by Commissioner Hebert to adopt that Resolution, which is attached as Exhibit 5A. A discussion was had regarding the Cooperative Endeavor Agreement between the Port of South Louisiana and the Port of Greater Baton Rouge. After discussion, the Motion was called for a vote, which was as follows:

YEAS Mr. Scontrino, Ms. Dumas, Mrs. Hebert, Mr. Murray, Mr. Burks, Mr. Bazile, Mr. LeBlanc, Mr. Duhe, Mr. Joseph
NAYS None
ABSTAIN None
ABSENT None

ITEM 5B. CONSIDER RESOLUTION GIVING PRELIMINARY APPROVAL TO THE ISSUANCE OF NOT EXCEEDING (I) FOUR HUNDRED MILLION DOLLARS (\$400,000,000) OF REVENUE BONDS AND (II) FORTY MILLION DOLLARS (\$40,000,000) OF BOND ANTICIPATION NOTES OF THE PORT OF SOUTH LOUISIANA AND PROVIDING FOR OTHER MATTERS IN CONNECTION THEREWITH

A Motion was offered by Commissioner Bazile and seconded by Commissioner Dumas to adopt that Resolution, which is attached as Exhibit 5B. After discussion, the Motion was called for a vote, which was as follows:

YEAS Mr. Scontrino, Ms. Dumas, Mrs. Hebert, Mr. Murray, Mr. Burks, Mr. Bazile, Mr. LeBlanc, Mr. Duhe, Mr. Joseph
NAYS None
ABSTAIN None
ABSENT None

ITEM 5C. CONSIDER RESOLUTION PROVIDING FOR THE EMPLOYMENT OF FOLEY & JUDELL, L.L.P., AS SPECIAL COUNSEL FOR LEGAL WORK ON BEHALF OF THE PORT OF SOUTH LOUISIANA AND RELATED MATTERS

A Motion was offered by Commissioner LeBlanc and seconded by Commissioner Hebert to adopt that Resolution, which is attached as Exhibit 5C. After discussion, the Motion was called for a vote, which was as follows:

YEAS Mr. Scontrino, Ms. Dumas, Mrs. Hebert, Mr. Murray, Mr. Burks, Mr. Bazile, Mr. LeBlanc, Mr. Duhe, Mr. Joseph
NAYS None
ABSTAIN None
ABSENT None

ITEM 5D. CONSIDER RESOLUTION FOR A COOPERATIVE ENDEAVOR AGREEMENT OR MEMORANDUM OF UNDERSTANDING OF THE MARKETING AGREEMENT BETWEEN THE DEEPWATER PORTS AND RELATED MATTERS

A Motion was offered by Commissioner Scontrino and seconded by Commissioner Duhe to adopt that Resolution, which is attached as Exhibit 5D. After discussion, the Motion was called for a vote, which was as follows:

YEAS Mr. Scontrino, Ms. Dumas, Mrs. Hebert, Mr. Murray, Mr. Burks, Mr. Bazile, Mr. LeBlanc, Mr. Duhe, Mr. Joseph
NAYS None
ABSTAIN None
ABSENT None

ITEM 5E. CONSIDER MASTER SERVICES AGREEMENT WITH DIGITAL ENGINEERING AND IMAGING TASK ORDER FOR TRAFFIC IMPACT STUDY AND RELATED MATTERS

Chairman Murray- Matter tabled; needs further legal review.

ITEM 6. AMEND AGENDA TO ADD AN UPDATE FROM PROJECT MANAGER, WSP REGARDING BUILDING 71

A Motion was offered by Commissioner Scontrino and seconded by Commissioner Burks to amend the agenda to add an update from WSP. After discussion, the Motion was called for a vote, which was as follows:

YEAS Mr. Scontrino, Ms. Dumas, Mrs. Hebert, Mr. Murray, Mr. Burks, Mr. Bazile, Mr. LeBlanc, Mr. Duhe, Mr. Joseph
NAYS None
ABSTAIN None
ABSENT None

ITEM 6A. UPDATE FROM PROGRAM AND PROJECT MANAGER, WSP, USA, INC. REGARDING BUILDING 71

Port's Program and Project Manager, WSP, USA Inc. updated the Commission on Building 71 project.

ITEM 6E. EXECUTIVE SESSION:

1) Pursuant to La. R.S. 42:17(A) (10) and in accordance with La. Atty. Gen. Op. No. 18-0144, the Commission shall receive from its legal counsel attorney client privileged communications as provided for by La. Code Evid. art. 506(B).

2) Pursuant to La. R.S. 42:17(A) (1), personnel matter.

A Motion was offered by Commissioner Hebert and seconded by Commissioner Duhe to enter Executive Session. Invitees: Attorneys: Peter Butler, Rachel Jeanfreau and Kayla Jacob. Time 4:31 p.m.

YEAS Mr. Scontrino, Ms. Dumas, Mrs. Hebert, Mr. Murray, Mr. Burks, Mr. Bazile, Mr. LeBlanc, Mr. Duhe', Mr. Joseph

NAYS None
ABSTAIN None

ABSENT None
Chairman Murray did not attend Executive Session.

A Motion was offered by Commissioner Joseph and seconded by Commissioner Dumas to exit Executive Session. Time 4:54 p.m.

YEAS Mr. Scontrino, Ms. Dumas, Mrs. Hebert, Mr. Murray, Mr. Burks, Mr. Bazile, Mr. LeBlanc, Mr. Duhe', Mr. Joseph

NAYS None
ABSTAIN None

ABSENT None
Vice Chairman Scontrino stated that no action was taken.

ITEM 5G. CONSIDERATION OF PERSONNEL MATTERS.

A Motion was offered by Commissioner Scontrino and seconded by Commissioner Duhe authorizing and directing the Port to accept the Resignation of Paul Matthews as Executive Director. The Motion was called for a vote, which was as follows:

YEAS Mr. Scontrino, Ms. Dumas, Mrs. Hebert, Mr. Burks, Mr. Bazile, Mr. LeBlanc, Mr. Duhe', Mr. Joseph

NAYS None
ABSTAIN Mr. Murray

ABSENT None
Chairman Murray stated on the record that the vote resulted in 8 Yeas and 1 Absention.

A Motion was offered by Commissioner Hebert and seconded by Commissioner Scontrino authorizing and directing the Port to name Brian Cox as its Interim Executive Director and that he assumes all the responsibility of the Executive Director including the authority to execute any documents, agreements, applications, checks and any and all official signatory items.

YEAS Mr. Scontrino, Ms. Dumas, Mrs. Hebert, Mr. Murray, Mr. Burks, Mr. Bazile, Mr. LeBlanc, Mr. Duhe', Mr. Joseph

NAYS None
ABSTAIN None

7. ADJOURNMENT

A Motion was offered by Commissioner LeBlanc and seconded by Commissioner Dumas that the meeting be adjourned. 4:59 p.m.

YEAS Mr. Scontrino, Ms. Dumas, Mrs. Hebert, Mr. Murray, Mr. Burks, Mr. Bazile, Mr. LeB-

lanc, Mr. Duhe', Mr. Joseph
NAYS None
ABSTAIN None
ABSENT None
Stanley C. Bazile Secretary
P. Joey Murray, III Chairman
August 26, 2025
The cost of this notice is \$132.81.

L'Observateur:
Oct. 22, 2025
8.5.25 MINUTES

The following resolution was offered by Com. Bazile, and second by Com. Drouot:

RESOLUTION

A RESOLUTION GIVING PRELIMINARY APPROVAL TO THE ISSUANCE OF NOT EXCEEDING (I) FOUR HUNDRED MILLION DOLLARS (\$400,000,000) OF REVENUE BONDS AND (II) FORTY MILLION DOLLARS (\$40,000,000) OF BOND ANTICIPATION NOTES OF THE PORT OF SOUTH LOUISIANA AND PROVIDING FOR OTHER MATTERS IN CONNECTION THEREWITH.

WHEREAS, Chapter 30 of Title 34 of the Louisiana Revised Statutes of 1950, as amended, and other applicable constitutional and statutory authority (the "*Port Act*") authorizes the Port of South Louisiana (the "*Port*") to issue its revenue bonds, which revenue bonds shall be solely the obligations of the Port, entitled to such priorities on the income, revenue, and receipts of the Port as shall be provided; and

WHEREAS, Section 1430 of Title 34 of the Louisiana Revised Statutes of 1950, as amended, and other applicable constitutional and statutory authority (the "*Revenue Bond Act*" and together with the Port Act, the "*Act*") authorizes public entities such as the Port to issue its revenue bonds for any authorized purpose payable out of the income, revenues, and receipts derived or to be derived from the properties and facilities owned, maintained or operated by the Port or received by the Port from these properties and facilities, or from contracts or agreements relating to these properties and facilities, including but not limited to lease or sublease agreements or other financing agreements, between the Port or any other public or private entity; and

WHEREAS, the Board of Commissioners of the Port of South Louisiana (the "*Board of Commissioners*"), in its capacity as governing authority of the Port, desires to give preliminary approval of the issuance of not exceeding \$400,000,000 of Port Facility Revenue Bonds (the "*Bonds*"), in one or more series on a tax-exempt or taxable basis, pursuant to the Act, for the

purpose of (i) acquiring, improving, equipping, and furnishing the Project described herein, (ii) funding debt service, capitalized interest, and other reserves, if required, and (iii) paying costs of issuance of the Bonds; and

WHEREAS, pursuant to the authority of Chapter 14-B of Title 39 of the Louisiana Revised Statutes of 1950, as amended and other constitutional and statutory authority (the "*Note Act*"), this Board of Commissioners further proposes to issue not exceeding \$40,000,000 of Bond Anticipation Notes of the Port (the "*Notes*"), in one or more series on a tax-exempt or taxable basis, to provide interim financing prior to and during the construction of the Project described herein;

WHEREAS, the Bonds and Notes shall be secured as set forth herein; and

WHEREAS, the Board of Commissioners now wishes to apply to the State Bond Commission to obtain its approval for the issuance of the Bonds and employ professionals in connection therewith;

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Port of South Louisiana, acting as the governing authority of the Port, that:

SECTION 1. Preliminary approval is hereby given to the issuance, sale and delivery of the Bonds described in the preamble hereto. The Bonds shall be issued for the purpose of (i) acquiring, constructing, improving, equipping, and furnishing facilities of the Port consisting of a dock, wharfage, conveyor belt, and other facilities used or useful in connection with one or more heavy manufacturing industrial facilities (collectively, the "*Project*"), (ii) funding debt service, capitalized interest, and other reserves, if required, and (iii) paying costs of issuance of the Bonds. The Bonds will mature no later than forty (40) years from the date thereof and will bear interest at a rate or rates not exceeding a fixed rate of nine per centum (9%) per annum or a variable rate of

twelve per centum (12%) per annum. The Bonds may be issued in one or more series, each of which may be taxable or tax-exempt, and shall be secured by and payable solely out of the income, revenues, and receipts realized by the Port from the ownership or operation of the Project. The Bonds may be issued in one or more series, each of which may be taxable or tax-exempt; if issued in multiple series, the Port shall be authorized to assign any such series of the Bonds a lower priority on said income, revenues, and receipts of the Project than it assigns any other series of the Bonds. The Port may elect to pay debt service on the Bonds with other available funds if it determines in its sole discretion that it is advisable to do so. The Bonds may be additionally secured by a mortgage on all or any part of the Project.

SECTION 2. Application is further made to the State Bond Commission, for approval of the issuance of not exceeding \$40,000,000 of Bond Anticipation Notes, to provide interim financing during the construction of the Project. The Notes shall be issued in one or more series on a tax-exempt or taxable basis, shall mature over a period not to exceed twelve (12) months from the date thereof, and shall bear interest at a rate or rates not to exceed nine percent (9%) per annum. The Notes will be secured by a pledge of and payable solely from the proceeds of the Bonds and the revenues pledged as security for the Bonds.

SECTION 3. THE BONDS AND THE NOTES SHALL BE LIMITED AND SPECIAL OBLIGATIONS OF THE PORT AND SHALL NOT CONSTITUTE OR CREATE AN OBLIGATION, GENERAL OR SPECIAL, DEBT, LIABILITY OR MORAL OBLIGATION OF THE STATE OR ANY OTHER POLITICAL SUBDIVISION THEREOF, OTHER THAN THE PORT, WITHIN THE MEANING OF ANY CONSTITUTIONAL OR STATUTORY PROVISIONS WHATSOEVER, AND NEITHER THE FAITH OR CREDIT NOR THE TAXING POWER OF THE STATE OR OF ANY OTHER POLITICAL SUBDIVISION

THEREOF IS PLEDGED TO THE PAYMENT OF THE PRINCIPAL OF OR THE INTEREST ON THE BONDS AND THE NOTES. THE BONDS AND THE NOTES ARE NOT A GENERAL OBLIGATION OF THE PORT BUT ARE A LIMITED AND SPECIAL REVENUE OBLIGATION OF THE PORT PAYABLE SOLELY FROM THE INCOME, REVENUES AND RECEIPTS PLEDGED HEREIN.

SECTION 4. A certified copy of this resolution and other application materials shall be forwarded to the Louisiana State Bond Commission, together with a request for the prompt consideration and approval of this application.

By virtue of applicant/issuer's application for, acceptance and utilization of the benefits of the Louisiana State Bond Commission's approval(s) resolved and set forth herein, it resolves that it understands and agrees that such approval(s) are expressly conditioned upon, and it further resolves that it understands, agrees and binds itself, its successors and assigns to, full and continuing compliance with the "*State Bond Commission Policy on Approval of Proposed Use of Swaps, or other forms of Derivative Products Hedges, Etc.*", adopted by the Commission on July 20, 2006, as to the borrowing(s) and other matter(s) subject to the approval(s), including subsequent application and approval under said Policy of the implementation or use of any swap(s) or other product(s) or enhancement(s) covered thereby.

SECTION 5. This Board of Commissioners finds and determines that a real necessity exists for the employment of special counsel in connection with the issuance of the Bonds and Notes, and accordingly, Foley & Judell, L.L.P., of New Orleans, Louisiana, as Bond Counsel, is hereby employed to do and perform work of a traditional legal nature as bond counsel with respect to the issuance and sale of said Bonds and Notes. Said Bond Counsel shall prepare and submit to this Board of Commissioners for adoption all of the proceedings incidental to the authorization,

issuance, sale and delivery of such Bonds and Notes, shall counsel and advise this Board of Commissioners as to the issuance and sale thereof and shall furnish its opinions covering the legality of the issuance of the Bonds and Notes. The fee of Bond Counsel for each series of Bonds or Notes shall be fixed at a sum not exceeding the fee allowed by the Attorney General's fee guidelines for such bond counsel work and based on the amount of said Bonds or Notes actually issued, sold, delivered and paid for, plus "*out-of-pocket*" expenses, said fees to be contingent upon the issuance, sale and delivery of said Bonds or Notes. The Executive Director of the Port is hereby authorized and directed to execute, and this Board of Commissioners hereby agrees to and accepts the terms of, the engagement letter of Bond Counsel appended hereto. A certified copy of this resolution shall be submitted to the Attorney General of the State of Louisiana for approval of said employment and of the fees herein designated, and the Executive Director and/or Chief Administrative Officer of the Port are hereby empowered and directed to provide for payment of the work herein specified from the proceeds of the Bonds or Notes, as applicable, upon completion thereof and under the conditions herein enumerated without further approval of this Board of Commissioners.

SECTION 6. The Port hereby retains Government Consultants, Inc., of Baton Rouge, Louisiana, to act as its Municipal Advisor ("*MA*") pursuant to the provisions of the Dodd-Frank Wall Street Reform and Consumer Protection Act and the rules promulgated thereunder by the Securities and Exchange Commission. The Port hereby acknowledges that it is represented by the MA and will rely upon the advice of the MA with respect to the Bonds and Notes. The fee to be paid the MA shall be payable solely from the proceeds of the Bonds or Notes when and if issued, and the amount thereof shall be subject to the approval of the State Bond Commission. The

Executive Director of the Port is hereby authorized and directed, in his discretion, to execute any contract the MA may require with respect to the engagement.

SECTION 7. Wells Fargo Securities, LLC, is hereby appointed as placement agent/underwriter in connection with the Bonds and Notes, any compensation to be subsequently approved by the Port and to be paid from the proceeds of the Bonds or Notes and contingent upon the issuance of the Bonds or Notes; provided that no compensation shall be due to said placement agent/underwriter unless the Bonds or Notes are actually sold and delivered.

SECTION 8. Prior to the delivery of the Bonds, the Port presently intends and reasonably expects that it may pay all or a portion of the costs of the Project from legally available funds in its General Fund. Upon the issuance of the Bonds, the Port presently intends and reasonably expects to reimburse any such expenditures for the Project from a portion of the proceeds of the Bonds, provided that such reimbursement shall be in an amount not currently reasonably expected to exceed the maximum principal amount of the Bonds set forth in Section 1 hereof. Any such allocation of proceeds of the Bonds for reimbursement will be with respect to capital expenditures (as defined in Reg. 1.150-1(b)) and will be made not later than 18 months after the later of (i) the date such expenditure was paid or (ii) the date on which the Project was placed in service or abandoned, but in no event more than three years after the original expenditure is paid. This Section is intended to be a declaration of official intent within the meaning of Reg. 1.150-2, and certain terms used in this Section shall have the meaning given in such Regulation. For purposes of this Section, the Project includes acquiring, constructing, improving, equipping, and furnishing facilities of the Port consisting of a dock, wharfage, conveyor belt, and other facilities used or useful in connection with one or more heavy manufacturing industrial facilities. All of the expenditures covered by this Section were or will be made on and after the date which is 60 days

prior to the effective date of this Resolution or as otherwise allowed by Reg. 1.150-2 which includes, among other things, an exception for "*preliminary expenditures*" as defined therein.

This resolution having been submitted to a vote, the vote thereon was as follows:

COMMISSIONERS	YEAS	NAYS	ABSENT	ABSTAINING
P. Joey Murray, III	X			
Joey Scontrino	X			
Robbie LeBlanc	X			
Stanley C. Bazille	X			
Ryan Burks	X			
Louis Joseph	X			
Jason Duhe'	X			
Florence Dumas	X			
Julie Hebert	X			

And the resolution was declared adopted on this, the 5th day of August, 2025.

/s/ Stanley C. Bazille
Secretary

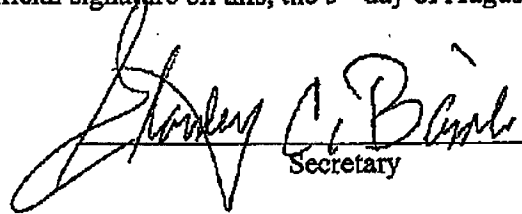
/s/ P. Joey Murray, III
Chairman

STATE OF LOUISIANA

PARISH OF ST. JOHN THE BAPTIST

I, the undersigned Secretary of the Board of Commissioners of Port of South Louisiana (the "*Board of Commissioners*"), acting as the governing authority of Port of South Louisiana (the "*Port*") do hereby certify that the foregoing pages constitute a true and correct copy of a resolution adopted by the Board of Commissioners on August 5, 2025, giving preliminary approval to the issuance of not exceeding (i) Four Hundred Million Dollars (\$400,000,000) of Revenue Bonds and (ii) Four Hundred Million Dollars (\$400,000,000) of Bond Anticipation Notes to finance capital improvements of Port Facility Revenue Bonds of the Port of South Louisiana, and providing for other matters in connection therewith.

IN FAITH WHEREOF, witness my official signature on this, the 5th day of August, 2025.


Secretary