

**23rd JUDICIAL DISTRICT COURT
PARISH OF ASCENSION
STATE OF LOUISIANA**

**RURAL ROOTS LOUISIANA and
LOUISIANA BUCKET BRIGADE,**

Plaintiffs,

versus

**ASCENSION ECONOMIC
DEVELOPMENT CORPORATION
AND KATE MACARTHUR,
CHIEF EXECUTIVE OFFICER**

Defendants

Civil Action No. _____

Division: _____

Filed: _____

Deputy Clerk _____

Plaintiffs' Appendix

- Exhibit 1 – AEDC Webpage, “Who We Are”
- Exhibit 2 – Petitioners’ Public Records Request, Nov. 19, 2025
- Exhibit 3, p. 2 – AEDC Response to Records Request, Nov. 20, 2025
- Exhibit 3, p. 1 – Petitioners’ Response to AEDC, Nov. 24, 2025
- Exhibit 4 – AEDC Response, Dec. 4, 2025
- Exhibit 5 – AEDC founding documents, La. Sec. of State
- Exhibit 6 – Ascension Parish Council Agenda, Nov. 20, 2025
- Exhibit 7 – Cooperative Endeavor Agreement, Ascension Parish and AEDC

Who We Are

Ascension Economic Development Corporation (AEDC) is a 501 (C)(6) not-for-profit corporation with the mission of fueling sustainable growth in Ascension Parish, Louisiana with strategic initiatives that attract investment and support innovation. AEDC was created in 2005 by the Parish of Ascension, the Ascension Chamber of Commerce and the City of Gonzales, Louisiana under the state's economic development corporation statutes. AEDC's vision is that Ascension Parish will be the preferred location for quality business and economic development in the worldwide market and that the Parish will be recognized across the south for its quality of life and its attractiveness as a place to both live and work.

While AEDC is principally funded by public appropriations, the corporation is independent of any political subdivision, thereby ensuring our ability to receive privileged and confidential data and information from our clients without the risk of public disclosure under freedom of information statutes. AEDC is a member of both the Southern Economic Development Council and the International Economic Development Council and proudly adheres to the respective Codes of Ethics of both of these professional associations.

AEDC Board of Directors

AEDC is governed by a 14 member Board of Directors. These fourteen members serve without compensation and are appointed for 3 year terms by the following entities:

- Ascension Chamber of Commerce: Four Members*
- Ascension Parish Council: Two Voting Members & Two Non-voting Ex-Officio Members**
- Ascension Parish President: One Member***
- City of Gonzales Council: One Non-voting Ex-Officio Member ****
- City of Gonzales: One Member*****
- City of Donaldsonville: One Non-voting Ex-Officio Member *****
- Donaldsonville Chamber of Commerce: One Member*****
- Town of Sorrento: One Non-voting Ex-Officio Member *****

The members currently standing on the board are:

Kirk Boudreaux****

Ex-Officio Member

City of Gonzales

Janet Britton*

REV

Randy Clouatre**

Chevron/Renewable Energy Group (Retired)

Derrick Coco*****

Secretary/Treasurer

BASF

Bill Dawson***

Ascension Parish Government

Lauthaught Delaney*****

Ex-Officio Member



Americas Styrenics (Retired)

Oliver Joseph**

Ex-Officio Member

Ascension Parish Council

Roger Keese**

Shell Chemical (Retired)

Chuck Leblanc*****

Vice Chair

Bourg Insurance

Kevin McCarroll*

BASF (Retired)

Dwight Poirrier*

Chair

Attorney at Law

Kevin Schexnayder*

Hancock Whitney

Don Schexnaydre*****

Ascension Parish School Board

Todd Varnado**

Ex-Officio Member

Ascension Parish Council

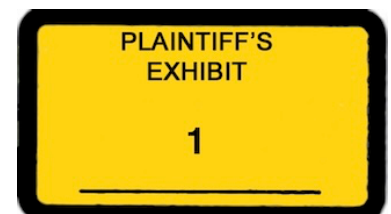
Staff

The Ascension Economic Development Corporation (AEDC) staff consists of two (2) professionals and one (1) administrative position. AEDC personnel also serve as staff to the Ascension Economic Development Foundation and the Ascension Parish Industrial Development Board.



Kate MacArthur

President/CEO





Lisa Laws

Project Manager



Misty Taillon

Administrative Assistant



November 19, 2025

Via Email and UPS

Custodian of Records
Ascension Economic Development Corporation
1210 E. Worthey St.
Gonzales, LA 70707
Email: info@ascensionedc.com

Re: Public Records Request

To whom it may concern:

This is a request for public records pursuant to the Louisiana Public Records Law, La. Rev. Stat. § 44:1, *et seq.*, on behalf of the Louisiana Bucket Brigade and Rural Roots Louisiana.

This request seeks all records relating to the development of the RiverPlex MegaPark, including, but not limited to, any communications with any agent, employee, or representative of Hyundai Steel, CF Industries, and/or Clean Hydrogen Works / Ascension Clean Energy, the Louisiana Office of Economic Development (LED), and/or any member of city, parish, or state government concerning the same. The request also includes, but is not limited to all records relating to:

- (1) All drafted or executed Cooperative Endeavor Agreements (“CEAs”), either by Ascension Economic Development Corporation, or on behalf of the state of Louisiana or Ascension Parish government, and Hyundai Steel Company;
- (2) All public notices of CEAs, either by Ascension Economic Development Corporation, or on behalf of the state of the Louisiana and/or Ascension Parish government, and Hyundai Steel Company; and
- (3) All meeting minutes referencing CEAs, either by Ascension Economic Development Corporation, or on behalf of the state of Louisiana or Ascension Parish government, and Hyundai Steel Company.

La. Rev. Stat. § 44:32(D) requires a response to this request within five (5) business days, exclusive of Saturdays, Sundays, and legal holidays, if you determine that any record requested is not a public record and reasons therefor. If the requested records will not be produced, in whole or in part, please notify us in writing immediately, and explain the reasons for withholdingsame.

If the records are not currently in your possession, please notify us in writing, and provide any and all information about where and with whom the records may be found, requested, viewed or copied, and/or when they will become available to your office.

PLAINTIFF'S
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We ask that you produce these records electronically, where possible, to avoid unnecessary fees and save paper. If there is any cost associated with the production of these records, we ask that you notify us in writing immediately. However, we also request a waiver of any such fees, as disclosure of these requested records are in the public interest and are for a public purpose. This information is not being sought for commercial purposes.

Please feel free to reach out at any time, using the contact information below, if there are any questions or concerns regarding this request. Thank you again for your time and consideration of this matter.

Respectfully,



Adrian K. Alpay
Attorney at Law, L.L.C.
711 E Ascension St.
PMB219
Gonzales, LA 70737
(225) 255-1448
adrian@alpaylaw.net

Pamela C. Spees
Senior Staff Attorney
Center for Constitutional Rights
(212) 614-6431
Email: pspees@ccrjustice.org

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Subject: Re: Public records request

Date: Monday, November 24, 2025 at 12:26:38 PM Central Standard Time

From: Adrian Alpay

To: Info-Ascension Economic Development

Thank you, Ms. MacArthur, for your prompt response.

We disagree that Ascension Economic Development Corporation is exempt from the public records law given its origins, founding entities, purpose, and function. *New Orleans Bulldog Soc'y v. Louisiana Soc'y for the Prevention of Cruelty to Animals*, 2016-1809, p. 3 (La. 5/3/17); 222 So.3d 679, 682.

We therefore request that you immediately implement a litigation hold on all documents and information related to the records requested. This litigation hold applies to all forms of documents and information, including:

- Electronic documents (e.g., emails, text messages, spreadsheets, word documents, and pdf's)
- Physical documents (e.g., paper files, contracts, maps, marketing materials)
- Audio and video recordings
- Social media posts

Please take the following steps to implement the litigation hold:

- Suspend the destruction or alteration of any documents or information related to the listed matters.
- Identify and preserve all existing documents and information related to the listed matters
- Notify all employees and agents of the litigation hold and instruct them to comply.
- Report any changes in the location or status of relevant documents or information.

Your cooperation in implementing this litigation hold is essential to ensure the fair and timely resolution of this dispute. Failure to comply with this request may result in adverse consequences, including sanctions by the court.

Thank you,

Adrian Alpay

711 E Ascension St.

PMB219

Gonzales, LA 70737

(225) 255-1448

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From: Info-Ascension Economic Development <info@ascensionedc.com>
Sent: Thursday, November 20, 2025 4:14 PM
To: Adrian Alpay <adrian@alpaylaw.net>
Subject: Re: Public records request

We have received your public records request dated November 19, 2025. Ascension Economic Development Corporation (AEDC) is a private, nonprofit organization and is not a public agency or political subdivision, nor does it exercise governmental authority. Because of this, AEDC is not subject to the Louisiana Public Records Law (La. R.S. 44:1 et seq.) or federal FOIA requirements and will not be supplying any of the requested information.

Sincerely,
Kate MacArthur
President & CEO

From: Adrian Alpay <adrian@alpaylaw.net>
Sent: Wednesday, November 19, 2025 2:02 PM
To: Info-Ascension Economic Development <info@ascensionedc.com>
Subject: Public records request

Good afternoon,

Please see attached. Thank you.

Adrian Alpay
711 E Ascension St.
PMB219
Gonzales, LA 70737
(225) 255-1448



DWIGHT D. POIRRIER
A PROFESSIONAL LAW CORPORATION
POST OFFICE BOX 868 (70707-0868)
1420 SOUTH BURNSIDE AVENUE
GONZALES, LOUISIANA 70737

Dwight D. Poirrier

Telephone: (225) 621-3200
Telecopier: (225) 621-3210

E-Mail Address
dwight@poirrierlaw.com

December 4, 2025

Adrian K. Alpay
adrian@alpaylaw.net
Attorney At Law, LLC

RE: Ascension Economic Development Corporation
Public Records Request November 19, 2025
RiverPlex MegaPark

Dear Mr. Alpay,

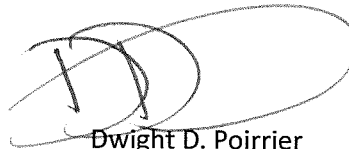
Please be advised this office represents the Ascension Economic Development Corporation. I am in receipt of and thank you for your request dated November 19, 2025 regarding Louisiana Public Records Law request pursuant to La. R.S. 44:1 et seq. I have reviewed your request as well as the response from my clients CEO/ President, Kate MacArthur. Mrs. MacArthur is correct in that this organization is a private Non-Profit Organization and is not subject to the La. R.S. 44:1 et seq., and the public records request parameters. This organization was established under La. R.S. 33:9024 which exempts it from your request. Therefore, any documents requested in your letter are not required to be produced by this organization pursuant to a public records request.

If you should have any questions, please do not hesitate to contact me to discuss further.

Thank you in advance for your attention.

With kind personal regards, I remain

Very truly yours,

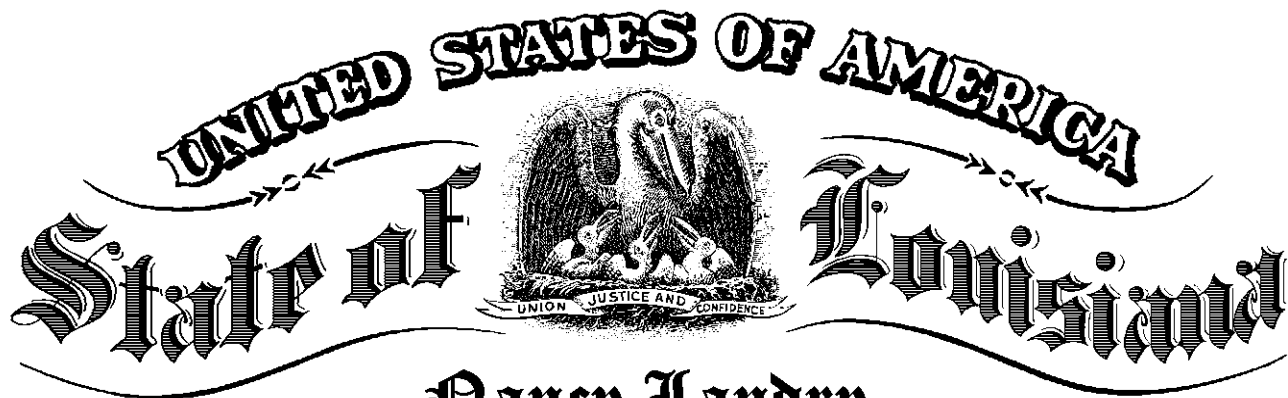


Dwight D. Poirrier

DDP/dsk

PLAINTIFF'S
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Nancy Landry
SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that
the attached document(s) of

ASCENSION ECONOMIC DEVELOPMENT CORPORATION

are true and correct and are filed in the Louisiana Secretary of State's Office.

35961176N	ORIGF	6/16/2005	41 page (s)
40827026	CHOFF	5/7/2012	1 page (s)
42242290	CHOFF	4/20/2016	1 page (s)
42339884	AMEND	7/25/2016	6 page (s)
46485704	25 AR	5/19/2025	1 page (s)

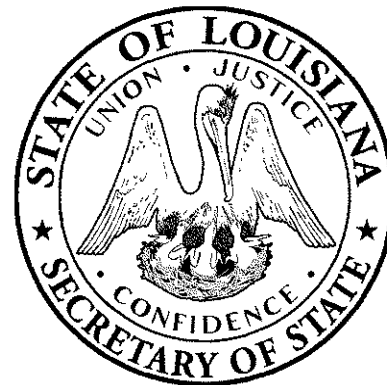
In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

December 1, 2025

Nancy Landry

Secretary of State

WEB 35961176N



Certificate ID: 12119908#BR93

To validate this certificate, visit the following web site, go to **Business for Louisiana Business Certificate**, then for displayed.

www.sos.la.gov

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ARTICLES OF INCORPORATION OF
ASCENSION ECONOMIC
DEVELOPMENT CORPORATION

UNITED STATES OF AMERICA
STATE OF LOUISIANA
PARISH OF ASCENSION

BE IT KNOWN that on this 1 day of June, 2005, before me,
a Notary Public, duly commissioned and qualified in and for the State of Louisiana, therein
residing, and in the presence of the undersigned witnesses, personally appeared:

DWIGHT D. POIRRIER

JOHN D. SCANLAN

DONALD L. RAMSEY

CHESTER J. DIEZ, JR.

whose names are hereunto subscribed, all of full age, who separately declared, availing themselves of the benefits and provisions of the Constitution of the State of Louisiana (the "State") and the laws of said State relative to the organization of an economic development corporation, and particularly the provisions of Chapter 27, Part I of Title 33 of the Louisiana Revised Statutes of 1950 as amended (the "Act"), and acting upon the authority and with the permission of the Council of the Parish of Ascension, Louisiana (the "Parish Council"), the governing authority thereof, by resolution adopted by said Parish Council on November 18, 2004, they have united to form and do by these presents form and organize themselves as well as all other persons who may hereafter join or become associated with them or their successors, into a private nonprofit corporation pursuant to the Louisiana Nonprofit Corporation Law (Chapter 2 of Title 12 of the Louisiana Revised Statutes of 1950, as amended) and the Act, for the objects and purposes and

under the covenants and stipulations and agreements contained in these Articles of Incorporation,
to wit:

ARTICLE I

The name of this corporation shall be "Ascension Economic Development Corporation,"
being the same entity already approved by the Parish Council as Ascension Parish Economic
Development Corporation. The word "Parish" is hereby removed from the corporate name.
This corporation is a nonprofit corporation.

ARTICLE II

The names and residences of the incorporators of the corporation are as follows:

<u>Full Name:</u>	<u>Address:</u>
Dwight D. Poirrier	[REDACTED] Gonzales, Louisiana 70737
John D. Scanlan	[REDACTED] Gonzales, Louisiana 70737
Donald L. Ramsey	[REDACTED] Gonzales, Louisiana 70737
Chester J. Diez, Jr.	[REDACTED] Gonzales, Louisiana 70737

ARTICLE III

Permission to organize this corporation has been granted by resolution duly adopted by the
Parish Council of the Parish, the governing body of the Parish, on November 18, 2004.

ARTICLE IV

The location of the principal and registered office of this corporation and its mailing
address shall be at 1420 S. Burnside Avenue, Gonzales, Louisiana 70737.



ARTICLE V

This corporation is organized pursuant to the Act for the purposes set forth therein and to engage in any lawful activity for which corporations may be formed under Chapter 2 of Title 12 of the Louisiana Revised Statutes of 1950, as amended, and shall have all the powers, rights privileges, capacities and immunities granted to such corporations thereby or by any supplements thereto or amendments thereof, provided that such activities and purposes may be engaged in by a nonprofit corporation meeting the requirements set forth in the Internal Revenue Code of 1986, as amended (the "Code"), applicable to tax exempt entities.

ARTICLE VI

This corporation shall be organized on a non-stock basis and the Board of Directors shall comprise the entire membership of the Corporation.

ARTICLE VII

The corporation shall have a Board of Directors in which all powers of the corporation shall be vested, which shall conform to the resolution of the Parish Council adopted November 18, 2004, as the same may be modified or amended from time to time and which is attached hereto as Exhibit A (the "Resolution") and consist of seven (7) directors, and in no case shall public officials or employees constitute a majority of a quorum of the Board of Directors. The directors shall serve three (3) year terms. Any vacancy in the board shall be filled by the appointing entity and shall be subject to compliance with the Resolution. Each director shall be entitled to one vote. The initial Board of Directors shall be composed of the following members:



<u>Name and Appointing Entity</u>	<u>Address:</u>	<u>Term Expires:</u>
Dwight D. Poirrier Appointed by: Ascension Chamber of Commerce	[REDACTED] Gonzales, Louisiana 70737	May 31, 2008
John D. Scanlan Appointed by: Ascension Chamber of Commerce	[REDACTED] Gonzales, Louisiana 70737	May 31, 2008
Donald L. Ramsey Appointed by: Ascension Chamber of Commerce	[REDACTED] Gonzales, Louisiana 70737	May 31, 2008
Chuck LeBlanc Appointed by: Ascension Chamber of Commerce	[REDACTED] Donaldsonville, Louisiana 70346	May 31, 2008
Leonard Wyatt Appointed by: Ascension Parish President	[REDACTED] Prairieville, Louisiana 70769	May 31, 2008
Theresa Robert Appointed by: Ascension Parish Council	[REDACTED] Gonzales, Louisiana 70737	May 31, 2008
Aubrey Henkel Appointed by: Ascension Parish Council	[REDACTED] Gonzales, Louisiana 70737	May 31, 2008

The Board of Directors shall elect from its members a President, a Vice-President and a Secretary-Treasurer and the officers so elected shall also be the President, Vice-President and Secretary-Treasurer, respectively, of the corporation. A majority of the Board of Directors shall constitute a quorum for conducting the business and affairs of and voting on matters properly brought before, this corporation.



ARTICLE VIII

The Board of Directors shall have the power to make, amend and repeal bylaws to govern this corporation. All such changes shall be subject to approval by the Parish Council.

ARTICLE IX

The corporation shall have perpetual existence.

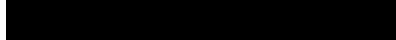
ARTICLE X

The name of the corporation's registered agent and his full address is:

Name:

Address:

Dwight D. Poirrier


Gonzales, Louisiana 70737

ARTICLE XI

All revenues collected by the corporation shall be used by it to carry out its objects and purposes. The corporation shall observe all local, state and federal laws which apply to nonprofit organizations meeting the requirements set forth in the Code applicable to tax exempt entities. Upon the dissolution or final liquidation of the corporation, any assets and funds of the corporation which exceed its outstanding liabilities shall be transferred, paid, distributed and delivered to the Parish of Ascension. In no event shall the directors, officers or members of this corporation receive any of the corporation's assets or funds upon its dissolution or final liquidation.

ARTICLE XII

No part of the net earnings or other funds of the corporation shall inure to the benefit of or be distributed to its directors, officers, or other persons, except that the corporation shall be



authorized and empowered to pay reasonable compensation for services actually rendered on its behalf and to make payments and distributions in furtherance of the objects and purposes of the corporation.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on (a) by an entity exempt from federal income tax under the Code or (b) by a nonprofit economic development corporation under the laws of the State of Louisiana, as amended.

All actions taken by the corporation shall implement the mission, objects and purposes of the corporation and conform with applicable laws and regulations providing tax exempt status.

ARTICLE XIII

These Articles of Incorporation may be amended by a two-thirds (2/3) vote of the Board of Directors, and as approved by the Parish Council, in accordance with the notice requirements set out in the bylaws of the corporation.

Authorization of the voluntary dissolution or liquidation of the corporation shall be taken only by a two-thirds (2/3) vote of the Board of Directors of the corporation, and as is otherwise provided in the bylaws of the corporation.

THUS DONE AND PASSED this 1 day of ~~May~~ ^{June}, 2005, at my office in Gonzales, Louisiana, in the presence of the undersigned competent witnesses and me, Notary.

WITNESSES:

Gail C Klack
Gail C Klack
Donis Morin
Donis Morin

D Dwight Poirrier
D WIGHT D POIRRIER
John D Scanlan
JOHN D. SCANLAN
Donald L Ramsey
DONALD L. RAMSEY
Chester J Diez, Jr.
CHESTER J. DIEZ, JR.

Justine E James
NOTARY PUBLIC
Justine E. James, Notary Public
Parish of Ascension, State of Louisiana
Notary ID #32524
Commissioned for Life



**AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT
BY DESIGNATED REGISTERED AGENT**

To the Corporation Department of the Secretary of State
State of Louisiana

STATE OF LOUISIANA

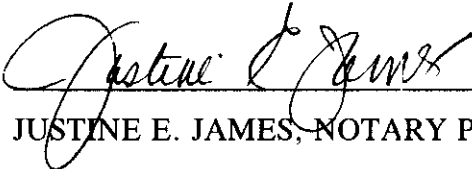
PARISH OF ASCENSION

On this 1 day of June, 2005, before me, a Notary Public in and for the State and Parish aforesaid, personally appeared Dwight D. Poirrier, who is to me known to be the person, and who, being duly sworn, acknowledged to me that he does hereby accept appointment as the Registered Agent of ASCENSION ECONOMIC DEVELOPMENT CORPORATION, which is a nonprofit corporation authorized to transact business in the State of Louisiana pursuant to the provisions of the Louisiana Nonprofit Corporation Law (Chapter 2 of Title 12 of the Louisiana Revised Statutes of 1950, as revised).



DWIGHT D. POIRRIER

Subscribed and sworn to before
me on the day, month, and year
first above set forth



JUSTINE E. JAMES, NOTARY PUBLIC
NOTARY ID #32524

CERTIFICATE

Pursuant to Section 9023(H) of Title 33 of the Louisiana Revised Statutes of 1950, as amended, the Parish Council of the Parish of Ascension, Louisiana (the "Parish Council"), the governing authority of the Parish of Ascension, Louisiana (the "Parish"), hereby finds and declares:

Section 1. By virtue of a resolution adopted on November 18, 2004, the Parish Council did approve the creation of the Ascension Parish Economic Development Corporation (the "Corporation"), a copy of which resolution is attached hereto and made a part hereof as Exhibit "A".

Section 2. The findings and declarations of the resolution set forth as Exhibit "A" hereto are hereby reiterated and incorporated herein pursuant to the requirements of Section 9023(H) of Title 33 of the Louisiana Revised Statutes of 1950, as amended.

Thus done and signed this 6th day of June, 2005.


Chairman
Ascension Parish Council

EXHIBIT "A" TO ARTICLES OF INCORPORATION

RESOLUTION OF THE PARISH COUNCIL
APPROVING CREATION OF THE CORPORATION

{B0291442.2}

PLAINTIFF'S
EXHIBIT

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The following resolution was offered by Councilman Alvin Thomas and seconded by Councilman Adrian Thompson:

ASCENSION PARISH COUNCIL
RESOLUTION

A resolution authorizing the creation of the Ascension Parish Economic Development Corporation and making certain findings and declarations with respect thereto.

WHEREAS, under and pursuant to Chapter 27, of Title 33 and Chapter 2 of Title 12 of the Louisiana Revised Statutes of 1950, as amended, Dwight D. Poirrier, John D. Scanlan, Chester J. Diez, Jr., and Donald L. Ramsey (the "Applicants"), have filed with this Parish Council an application, in writing, seeking permission and authority to form an economic development corporation, said application being attached hereto and identified as "**Exhibit A**" (the "Application"); and

WHEREAS, this Parish Council has duly considered such Application, has conducted a public hearing pursuant to notice thereof duly published on October 29, 2004 at least ten days prior to the date of said public hearing in *The Gonzales Weekly*, a newspaper of general circulation in the Parish and the official journal of the Parish, and has received approval with respect to said Application from the Louisiana Department of Economic Development and the Capital Region Planning Commission, the duly designated state and regional clearinghouses, respectively, for economic development matters; and

WHEREAS, this Parish Council desires to make certain findings and declarations with respect to said Application and the need for the formation of an economic development corporation in and for the Parish and deems it now advisable to grant consent and to authorize the Applicants to proceed with such incorporation,

{B0291426.5}

PLAINTIFF'S
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NOW, THEREFORE, BE IT RESOLVED by the Parish Council of the Parish of Ascension, State of Louisiana, acting as the governing authority of said Parish, that:

SECTION 1 It is hereby found and determined that it is wise, expedient, necessary and advisable that an economic development corporation within the Parish be formed and authorized for the purpose of promoting economic development within the Parish.

SECTION 2 The Applicants are hereby authorized to proceed to form an economic development corporation ("EDC") within the Parish, in the manner authorized by the provisions of Chapter 27, of Title 33 of the Louisiana Revised Statutes of 1950, as amended (the "Act") and Chapter 2 of Title 12 of the Louisiana Revised Statutes of 1950, as amended provided that the Board of Directors of the EDC shall be comprised of four members appointed by the Ascension Parish Chamber of Commerce, provided that one of such members appointed by the Ascension Parish Chamber of Commerce shall be a resident on the west side of the Mississippi River; two members by the Ascension Parish Council; and one member by the Ascension Parish President.

SECTION 3 The Application is found to be complete in all respects, containing the Articles of Incorporation, Bylaws, description of the proposed corporate structure, a full and complete listing of the assets of the proposed EDC and evidence of favorable review and approval by the appropriate clearinghouses of the application and economic development plan, and is hereby approved.

SECTION 4 After the incorporation of said EDC, a certificate reciting the findings and declaration of this Parish Council to the effect that the Parish acknowledges that there exists a need for the organization of an EDC for the purpose of promoting economic development shall be signed by the President of the Parish and said certificate together with a certified copy of the articles of incorporation of the economic development corporation shall be filed with the

{B0291426.5}

PLAINTIFF'S
EXHIBIT

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Secretary of State of Louisiana and recorded in the office of the Ascension Parish Clerk and Recorder of Mortgages.

SECTION 5 The proposed EDC shall be incorporated and operated as a private, non profit corporation.

SECTION 6 The EDC approved hereby shall, whenever practical, cooperate with other economic development corporations to the fullest extent possible to accomplish the overall aims and purposes of the Act and this resolution.

SECTION 7 The approval of the Application by the President of the Parish shall be evidenced by the execution of the certificate attached hereto and identified as "**Exhibit B**".

SECTION 8 The jurisdiction of the EDC approved hereby shall be the entirety of the Parish of Ascension, State of Louisiana and is hereby designated as an economic development area for the purposes of La. R.S. 33:9023(B).

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

YEAS: Alvin Thomas, Kent Schexnaydre, Adrian Thompson, Dempsey Lambert,

Doug Hillensbeck, George Valentine, Todd Lambert, Martin McConnell, Jared Beiriger, Jerry Savoy

NAYS: None

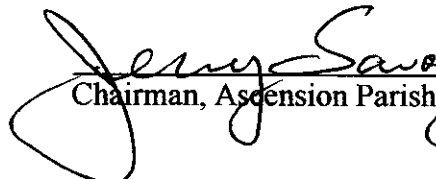
ABSTAINED: Cheryl Fontenot

ABSENT: None

And the resolution was declared adopted on this, the 18th day of November, 2004.


Parish Clerk

ASCENSION PARISH COUNCIL
STATE OF LOUISIANA


Chairman, Ascension Parish

PLAINTIFF'S
EXHIBIT

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"EXHIBIT A"

**APPLICATION FOR THE ESTABLISHMENT OF THE
ASCENSION PARISH ECONOMIC DEVELOPMENT CORPORATION**

[Attached]

{B0291426.4}



**APPLICATION FOR THE ESTABLISHMENT OF THE
ASCENSION PARISH ECONOMIC DEVELOPMENT CORPORATION**

To the Parish Council of the
Parish of Ascension
State of Louisiana

We, the undersigned request your permission to organize and incorporate an economic development corporation, pursuant to the provisions of Chapter 27 of Title 33 and Chapter 2 of Title 12 of the Louisiana Revised Statutes of 1950, as amended. The following documents are attached hereto for your review and approval:

- (1) proposed Articles of Incorporation;
- (2) proposed bylaws;
- (3) description of proposed corporate structure and list of corporate assets; and
- (4) proposed economic development plan.

The economic development corporation shall develop proposals for its own projects for economic development to achieve its goals and objectives as stated in its Economic Development Plan, which proposals may be evidenced by the various obligations and duties assumed by the parties to any document executed by the Corporation.


The economic development corporation shall actively seek interaction through federal, state or local government initiatives or through its own volition to seek out or create programs whereby it may best carry out the purposes for which it is created and to otherwise fulfill the purposes set forth in the Cooperative Economic Development Law (Chapter 27 of Title 33 of the Louisiana Revised Statutes of 1950, as amended).


We request that you, the Parish Council of the Parish of Ascension (the "Parish"), the governing authority thereof by appropriate resolution duly adopted, find and determine that the Parish, has a need for the organization of an economic development corporation to create

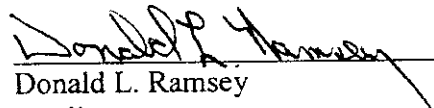
economic development, to improve employment and to otherwise improve the economic condition of the Parish and surrounding areas, as provided in the Cooperative Economic Development Law. We further request that you authorize us to proceed to form such economic development corporation.

THIS DONE, SIGNED AND SUBMITTED on this the 2nd day of September, 2004.


Dwight D. Poirier
Applicant


John D. Scanlan
Applicant


Chester J. Diez, Jr.
Applicant


Donald L. Ramsey
Applicant

ARTICLES OF INCORPORATION OF
ASCENSION PARISH ECONOMIC
DEVELOPMENT CORPORATION

UNITED STATES OF AMERICA
STATE OF LOUISIANA
PARISH OF ASCENSION

BE IT KNOWN that on this ____ day of _____, 2004, before me, a Notary Public, duly commissioned and qualified in and for the State of Louisiana, therein residing, and in the presence of the undersigned witnesses, personally appeared:

Dwight D. Poirrier

John D. Scanlan

Chester J. Diez, Jr.

Donald L. Ramsey

whose names are hereunto subscribed, all of full age, who separately declared, availing themselves of the benefits and provisions of the Constitution of the State of Louisiana (the "State") and the laws of said State relative to the organization of an economic development corporation, and particularly the provisions of Chapter 27, Part I of Title 33 of the Louisiana Revised Statutes of 1950 as amended (the "Act"), and acting upon the authority and with the permission of the Council of the Parish of Ascension, Louisiana (the "Parish Council"), the governing authority thereof, by resolution adopted by said Parish Council on _____, 2004, they have united to form and do by these presents form and organize themselves as well as all other persons who may hereafter join or become associated with them or their successors, into a private nonprofit corporation pursuant to the Louisiana Nonprofit Corporation Law (Chapter 2 of Title 12 of the Louisiana Revised Statutes of 1950, as amended) and the Act, for the objects and purposes and under the covenants and stipulations and agreements contained in these Articles of Incorporation, to wit:

{B0291442.1}

ARTICLE I

The name of this corporation shall be "Ascension Parish Economic Development Corporation." This corporation is a nonprofit corporation.

ARTICLE II

The names and residences of the incorporators of the corporation are as follows:

<u>Full Name</u>	<u>Address:</u>
Dwight D. Poirrier	[REDACTED] Gonzales, Louisiana 70737
John D. Scanlan	[REDACTED] Gonzales, Louisiana 70737
Chester J. Diez, Jr.	[REDACTED] Gonzales, Louisiana 70737
Donald L. Ramsey	[REDACTED] Gonzales, Louisiana 70737

ARTICLE III

Permission to organize this corporation has been granted by resolution duly adopted by the Parish Council of the Parish, the governing body of the Parish, on _____, 2004.

ARTICLE IV

The location of the principal and registered office of this corporation and its mailing address shall be at _____, _____, Louisiana _____.

ARTICLE V

This corporation is organized pursuant to the Act for the purposes set forth therein and to engage in any lawful activity for which corporations may be formed under Chapter 2 of Title 12 of the Louisiana Revised Statutes of 1950, as amended, and shall have all the powers, rights

privileges, capacities and immunities granted to such corporations thereby or by any supplements thereto or amendments thereof, provided that such activities and purposes may be engaged in by a nonprofit corporation meeting the requirements set forth in the Internal Revenue Code of 1986, as amended (the "Code"), applicable to tax exempt entities.

ARTICLE VI

This corporation shall be organized on a non-stock basis and the Board of Directors shall comprise the entire membership of the Corporation.

ARTICLE VII

The corporation shall have a Board of Directors in which all powers of the corporation shall be vested, which shall conform to the resolution of the Parish Council adopted _____, 2004, as the same may be modified or amended from time to time and which is attached hereto as Exhibit ____ (the "Resolution") and consist of not fewer than four (4) nor more than seven (7) directors, and in no case shall public officials or employees constitute a majority of a quorum of the Board of Directors. The directors shall serve three (3) year terms. Any vacancy in the board shall be filled by the appointing entity and shall be subject to compliance with the Resolution. Each director shall be entitled to one vote. The initial Board of Directors shall be composed of the following members:

<u>Name and Appointing Entity</u>	<u>Address:</u>	<u>Term Expires:</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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The Board of Directors shall elect from its members a President, a Vice-President and a Secretary-Treasurer and the officers so elected shall also be the President, Vice-President and Secretary-Treasurer, respectively, of the corporation. A majority of the Board of Directors shall constitute a quorum for conducting the business and affairs of and voting on matters properly brought before, this corporation.

ARTICLE VIII

The Board of Directors shall have the power to make, amend and repeal bylaws to govern this corporation. All such changes shall be subject to approval by the Parish Council.

ARTICLE IX

The corporation shall have perpetual existence.

ARTICLE X

The name of the corporation's registered agent and his full address is:

Name:

Address:

ARTICLE XI

All revenues collected by the corporation shall be used by it to carry out its objects and purposes. The corporation shall observe all local, state and federal laws which apply to nonprofit organizations meeting the requirements set forth in the Code applicable to tax exempt entities. Upon the dissolution or final liquidation of the corporation, any assets and funds of the corporation which exceed its outstanding liabilities shall be transferred, paid, distributed and

{B0291442.1}

PLAINTIFF'S
EXHIBIT

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delivered to the Parish of Ascension. In no event shall the directors, officers or members of this corporation receive any of the corporation's assets or funds upon its dissolution or final liquidation.

ARTICLE XII

No part of the net earnings or other funds of the corporation shall inure to the benefit of or be distributed to its directors, officers, or other persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered on its behalf and to make payments and distributions in furtherance of the objects and purposes of the corporation.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on (a) by an entity exempt from federal income tax under the Code or (b) by a nonprofit economic development corporation under the laws of the State of Louisiana, as amended.

All actions taken by the corporation shall implement the mission, objects and purposes of the corporation and conform with applicable laws and regulations providing tax exempt status.

ARTICLE XIII

These Articles of Incorporation may be amended by a two-thirds (2/3) vote of the Board of Directors, and as approved by the Parish Council, in accordance with the notice requirements set out in the bylaws of the corporation.

Authorization of the voluntary dissolution or liquidation of the corporation shall be taken only by a two-thirds (2/3) vote of the Board of Directors of the corporation, and as is otherwise provided in the bylaws of the corporation.

{B0291442.1}

PLAINTIFF'S
EXHIBIT

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THUS DONE AND PASSED this ____ day of _____, 2004, at my office in _____, Louisiana, in the presence of the undersigned competent witnesses and me, Notary.

WITNESSES:

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

NOTARY PUBLIC



**AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT
BY DESIGNATED REGISTERED AGENT**

To the Corporation Department of the Secretary of State
State of Louisiana

STATE OF LOUISIANA

PARISH OF ASCENSION

On this ____ day of _____, 2004, before me, a Notary Public in and for the State and Parish aforesaid, personally appeared _____ who is to me known to be the person, and who, being duly sworn, acknowledged to me that he does hereby accept appointment as the Registered Agent of Ascension Parish Economic Development Corporation, which is a nonprofit corporation authorized to transact business in the State of Louisiana pursuant to the provisions of the Louisiana Nonprofit Corporation Law (Chapter 2 of Title 12 of the Louisiana Revised Statutes of 1950, as revised).

Subscribed and sworn to before
me on the day, month, and year
first above set forth

NOTARY PUBLIC

{B0291442.1}

PLAINTIFF'S
EXHIBIT

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CERTIFICATE

Pursuant to Section 9023(H) of Title 33 of the Louisiana Revised Statutes of 1950, as amended, the Parish Council of the Parish of Ascension, Louisiana (the "Parish Council"), the governing authority of the Parish of Ascension, Louisiana (the "Parish"), hereby finds and declares:

Section 1. By virtue of a resolution adopted on _____, 2004, the Parish Council did approve the creation of the Ascension Parish Economic Development Corporation (the "Corporation"), a copy of which resolution is attached hereto and made a part hereof as Exhibit "A".

Section 2. The findings and declarations of the resolution set forth as Exhibit "A" hereto are hereby reiterated and incorporated herein pursuant to the requirements of Section 9023(H) of Title 33 of the Louisiana Revised Statutes of 1950, as amended.

Thus done and signed this ____ day of _____, 2004.

Chairman
Ascension Parish Council



EXHIBIT "A"

RESOLUTION OF THE PARISH COUNCIL
APPROVING CREATION OF THE CORPORATION

{B0291442.1}

PLAINTIFF'S
EXHIBIT

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ASCENSION PARISH ECONOMIC DEVELOPMENT CORPORATION

BYLAWS

DEFINITIONS

1. For the purposes of these bylaws, the following terms shall have the meanings herein specified.

The term:

- (a) "Corporation" means Ascension Parish Economic Development Corporation.
- (b) "Board" means the Board of Directors of the Corporation.
- (c) "Charter" means the Articles of Incorporation of the Corporation.

OFFICES

2. The principal office of the Corporation shall be located at _____, _____, Louisiana _____. Its registered agent for service of process, and his address is:

BOARD OF DIRECTORS

3. The number of directors which shall constitute the whole Board shall be determined from time to time by resolution adopted by the then existing Board of Directors. However, any change to the number of Board of Directors must be approved by the Ascension Parish Council. Any vacancy in the Board shall be filled by appointment by the relevant appointing entity.

4. All directors may serve successive terms.

5. The directors shall hold their meetings and keep the books of the Corporation at the principal office of the Corporation or at such other place as they may determine.

6. The property and business of the Corporation shall be managed by the Board which may exercise all such powers of the corporation and do all such lawful acts and things as



are not by statute or by the Charter or by these Bylaws directed or required to be exercised or done by other parties.

COMMITTEES

7. The Board may by resolution or resolutions passed by a majority of the whole Board, designate one or more committees, each committee to consist of two (2) or more members of the Board, which shall have and may exercise such powers not inconsistent with the Charter and these bylaws as may be designated by the Board.

8. All committees formed by the Board shall keep regular minutes of their proceedings and report the same to the Board.

COMPENSATION OF DIRECTORS

9. Directors shall serve as such without compensation except that by resolution of the Board they may be reimbursed for their actual expenses incurred by them in the performance of the business of the Corporation.

MEETINGS OF THE BOARD

10. All meetings of the Board shall be open to the public and shall be called after posting a notice and agenda for the meeting, at the place of the meeting, at least twenty-four (24) hours before the meeting.

11. Regular meetings of the Board shall be held on the dates and at the time(s) and place(s) established by resolution of the Board, but in no event less often than quarterly.

12. Special meetings of the Board may be called by the President of the Board or by any two (2) members of the Board upon twenty-four (24) hours notice to each member of the Board. Such notice may be given by mail or by telegram. Such special meetings shall be held at the same place provided for regular meetings of the Board, provided that the notice requirements shall not be binding with respect to any special meeting at which all members of the Board are present.

13. At all meetings of the Board, the presence of a majority of all directors shall be necessary and sufficient to constitute a quorum for the transaction of business. Except as otherwise required by statute or by the Charter, the vote of a majority of directors present at a meeting at which a quorum is present shall be the act of the Board. In the absence of a quorum, a majority of the directors present at the time and place of any meeting may adjourn such meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present.

NOTICES

{B0291452.2}



14. Whenever under the provisions of the law or the Charter or these bylaws, notice is to be given to any director, it shall not be construed to mean personal notice, but such notice may be given in writing by mail by depositing the same in a post office or letter box, postage prepaid, addressed to such director at such address as appears in the records of the Corporation, and such notice shall be deemed to be given at the time when the same shall thus be mailed.

15. Whenever any notice is required to be given under the provisions of law or of the Charter, or of these bylaws, a waiver thereof in writing signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent thereto.

OFFICERS

16. The officers of the Corporation, who shall also be the officers of the Board, shall be a President, a Vice-President and a Secretary-Treasurer.

17. The Board shall elect the officers of the Corporation annually at the first regular meeting in each calendar year. Each officer shall hold office until his successor is elected and qualified or until his death, resignation or removal.

18. The Board may appoint an Assistant Secretary-Treasurer who shall hold such office for such period, have such authority and perform such duties as the Board from time to time may determine and who may or may not be a member of the Board.

19. Any officer elected or appointed by the Board may be removed at any time by the affirmative vote of a majority of the whole Board.

THE PRESIDENT

20. The President of the Board shall be the chief executive officer of the Corporation. He shall preside at all meetings of the Board at which he is present. He shall, in general, perform all duties and have all powers incident to the office of President and shall perform such other duties and have such other powers as from time to time may be assigned to him by these bylaws or by the Board.

THE VICE-PRESIDENT

21. At the request of the President or in the event of his absence or disability, the Vice-President shall perform all the duties of the President, and when so acting, shall have all the powers of, and be subject to all the restrictions upon, the President. The Vice-President shall perform such other duties and have such other powers as from time to time may be assigned to him by these Bylaws or by the Board or by the President.

THE SECRETARY-TREASURER



22. The Secretary-Treasurer shall keep the minutes of the proceedings of the Board in one or more books to be kept for that purpose. He shall have custody of the seal of the Corporation and shall have authority to cause such seal to be affixed to, or impressed or otherwise reproduced upon, all documents the execution and delivery of which on behalf of the Corporation shall have been duly authorized. He shall keep full and accurate accounts of receipts and disbursements of the corporate funds in books belonging to the Corporation. He shall cause all moneys and other valuable effects to be deposited in the name and to the credit of the Corporation in such depositories as may be designated by the Board. He shall cause the funds of the Corporation to be disbursed when such disbursements have been duly authorized, taking proper vouchers for such disbursements, and shall render to the President and the Board, whenever requested, an account of all his transactions as Secretary-Treasurer and of the financial condition of the Corporation. He shall, in general, perform all duties and have all powers incident to the office of Secretary-Treasurer and shall perform such other duties and have such other powers as may from time to time be assigned to him by these bylaws, by the Board or by the President.

EXECUTION OF INSTRUMENTS

23. All documents, instruments or writings of any nature shall be signed, executed, verified, acknowledged and delivered by such officer or officers or such agent or agents of the Corporation and in such manner as the Board from time to time may determine.

24. All notes, drafts, acceptances, checks, endorsements, and all evidence of indebtedness of the Corporation whatsoever, shall be signed by such officer or officers or such agent or agents of the Corporation and in such manner as the Board from time to time may determine. Endorsements for deposit to the credit of the Corporation in any of its duly authorized depositories shall be made in such manner as the Board from time to time may determine.

AMENDMENTS

25. These Bylaws may be amended or repealed by a majority vote of the whole Board at any regular or special meeting of the Board and as approved by the Parish Council.



STATE OF LOUISIANA
PARISH OF ASCENSION

I, _____, do hereby certify that I am the duly elected and acting Secretary-Treasurer of the Ascension Parish Economic Development Corporation (the "Corporation") and further that attached hereto is a true and correct copy of the bylaws of the Corporation which are in full force and effect at the date hereof.

IN FAITH WHEREOF, witness my official signature and the impress of the official seal of the Corporation, on this, the ____ day of _____, 2004.

Secretary-Treasurer

CERTIFICATE

Pursuant to LA R.S. 33:9021 through 9033, the undersigned, who intend to be the incorporators of the Ascension Parish Economic Development Corporation (the "Corporation"), hereby certify that the following is a description of the proposed corporate structure of the Corporation as well as a list of its assets:

1. Corporate Structure.

Pursuant to Article VI and VII of the Articles of Incorporation and paragraphs 3 and 4 of the Bylaws of the Corporation, the corporation shall be organized without capital stock and its members shall also be its directors. Each director shall be entitled to one vote. Any vacancy in the Board shall be filled by the relevant appointing entity. The Board of Directors by resolution may designate one or more committees consisting of two or more members which may exercise powers not inconsistent with the Articles of Incorporation and Bylaws.


2. Corporate Assets.

The initial assets of the corporation shall be Zero Dollars (\$0). All assets of the Corporation shall be held only in furtherance of the Economic Development Plan of the Corporation and shall inure to the benefit of the Parish of Ascension upon dissolution of the Corporation.

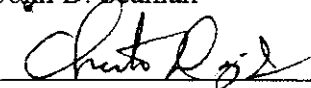
THUS DONE AND SIGNED on this 2nd day of September, 2004.



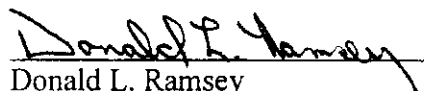
Dwight D. Poirrier



John D. Scanlan



Chester J. Diez, Jr.



Donald L. Ramsey

ASCENSION PARISH ECONOMIC DEVELOPMENT
CORPORATION

ECONOMIC DEVELOPMENT PLAN

I. POLICY AND PLAN OF ACTION

(A) Affected Jurisdiction; Geographic Location. The Ascension Parish Economic Development Corporation (the "Corporation") is created pursuant to Chapter 27, Part I of Title 33 and Chapter 2 of Title 12 of the Louisiana Revised Statutes of 1950, as amended, and its Articles of Incorporation for, among other things, the purpose of alleviating conditions of economic distress affecting jurisdictions in which the Corporation is operative. The affected jurisdiction of the Corporation is located within the Parish of Ascension, State of Louisiana and is more particularly described in "Exhibit A" attached hereto (the "Jurisdiction") and the geographic location where local economic development activities should be directed to achieve maximum effort, to be designated as an Economic Development Area by the Corporation and the Parish of Ascension, shall be coextensive with the boundaries of the Jurisdiction.

(B) Goals and Objectives. The following constitute the goals and objectives of the Corporation for alleviating conditions of economic distress affecting the Jurisdiction:

- (1) To engage in activities that may best achieve the purpose of increasing aggregate income of the Jurisdiction and creating greater job diversity by attracting and retaining job producing establishments, including but not limited to:
 - (a) Development of projects which contribute to the creation of new jobs or act as a deterrent to the loss of existing jobs.
 - (b) Development of business and commercial facilities, including necessary site acquisition and improvements, infrastructure,

{B0291457.1}

access, and safety improvements.

- (c) Encouragement and aid in the expansion of existing businesses, especially those which provide work for residents of the Jurisdiction.
- (d) Implementation of community improvements which would assist the Jurisdiction in vying for new business and other benefits of an improved economic climate.
- (e) Full utilization of natural resources of the Jurisdiction, consistent with recognized conservation practices in the development of business and commercial expansion, so that individual communities may reach their commercial potential.
- (f) Encouragement and aid to all business concerns throughout the Jurisdiction to foster expansion of business and new business development.
- (g) Improvements to new and existing business and commercial sites, including but not limited to water, sewer, access roads, rail spurs and drainage.
- (h) Rehabilitation of older structures, and construction of new ones to accommodate business.
- (i) Encouragement and support for satellite businesses necessary for major industry or expansion.
- (j) Stabilization and diversification of the jurisdiction's economy by providing employers with the necessary resources to establish or

{B0291457.1}



expand their locally owned businesses.

- (k) Redevelopment and/or recycling of blighted or vacant land and facilities in order to put them to productive use.
- (l) Coordination and cooperation with other state, regional and local economic development activities.
- (m) Use of federal, state, local or self generated funding for the above.
- (n) Development of any and all other techniques or resources necessary to carry out the foregoing.

(C) Implementation.

- (1) The Corporation shall utilize any or all of its authority and power set forth by law, including but not limited to Chapter 27, Part I of Title 33 of the Louisiana Revised Statutes of 1950, as amended, referred to as the Cooperative Economic Development Law (La. R.S. 33:9020 through 9038.9, inclusive), Chapter 2 of Title 12 of the Louisiana Revised Statutes of 1950, as amended, and other general laws relative to private nonprofit corporations, in order to achieve its goals and objectives.
- (2) The Corporation shall develop proposals for its own projects for economic development to achieve its goals and objectives, which proposals may be evidenced by the various obligations and duties assumed by the parties to any document or agreement executed by the Corporation.
- (3) For economic development purposes, the Corporation may engage in cooperative endeavors, cooperative financing arrangements and cooperative development arrangements, all as defined in the Cooperative

{B0291457.1}



Economic Development Law, as cited in Subparagraph (1) above, to include the entering into and execution of any cooperative endeavor agreement, sale agreement, credit sale agreement, lease agreement, sublease agreement, act of sale, mortgage, security agreement, pledge agreement or similar document necessary to implement goals and objectives of the Corporation to be by and among or between the Corporation and any other party whatsoever, public or private. Such documents may require the sale-saleback, lease, sublease or mortgage of immovable property by cash sale, credit sale, or otherwise, and may allow for credits against the purchase price for economic development activities of any party to such documents. Such documents may also provide for the transfer of funds by any party thereto for the consideration set forth therein. Such documents may contain any other provisions deemed necessary or desirable by the Corporation.

II. Administrative Matters

- (A) The Corporation is a private, nonprofit corporation under the laws of the State of Louisiana. The Board of Directors is the policy making arm of the Corporation and has final approval of all activities of the Corporation.
- (B) The officers of the Corporation will take all necessary action to insure that all administrative requirements of law have been met in order for the Corporation and any of its obligations to be fulfilled.

This Economic Development Plan is dated as of the _____ day of _____, 200_____.

President, Board of Directors

{B0291457.1}

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LEGAL DESCRIPTION

The Economic Development Area will be co-extensive with the boundaries of Ascension Parish, Louisiana.

{B0291457.1}



"EXHIBIT B"

CERTIFICATE

I, Ronnie Hughes, President of the Parish of Ascension, Louisiana, DO HEREBY CERTIFY THAT:

I have reviewed the application submitted to the Parish Council of the Parish of Ascension, Louisiana, dated September 2, 2004 seeking approval to incorporate the Ascension Parish Economic Development Corporation. I find the application to be complete; that the necessary clearinghouse review, comments, and approvals have been obtained; that a public hearing has been held regarding this matter; and

I FURTHER CERTIFY that I hereby approve the application so submitted.

THUS DONE AND SIGNED this 30th day of November 2004 at Gonzales, Louisiana.

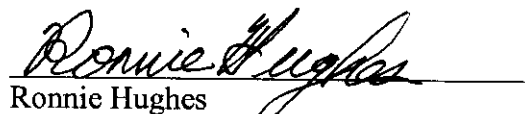

Ronnie Hughes
Parish President, Ascension Parish

EXHIBIT "C"

BOUNDARIES

The Economic Development Area will be co-extensive with the boundaries of Ascension Parish, Louisiana.

{B0291426.3}

PLAINTIFF'S
EXHIBIT

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STATE OF LOUISIANA

PARISH OF ASCENSION

I, the undersigned Clerk of the Ascension Parish Council, Parish of Ascension, State of Louisiana, do hereby certify that the foregoing constitutes a true and correct copy of a resolution of the Parish Council of the Parish of Ascension, State of Louisiana, adopted November 18, 2004 authorizing the creation of the Ascension Parish Economic Development Corporation and making certain findings and declarations with respect thereto.

IN FAITH WHEREOF, witness my official signature at Gonzales, Louisiana
on this, the 18th day of November, 2004.


Parish Clerk

{B0291426.5}



Notice Of Change

Charter Number:

35961176 N

Name:

ASCENSION
ECONOMIC
DEVELOPMENT
CORPORATION

Mailing Address:

C/O DWIGHT D. POIRRIER
[REDACTED]

GONZALES, LA 70737

Registered Office Address in Louisiana:

[REDACTED]

GONZALES, LA 70737

Agents:

DWIGHT D. POIRRIER ()
[REDACTED]

GONZALES, LA 70737

Officers/Directors

DWIGHT D. POIRRIER (Director)
[REDACTED]

GONZALES, LA 70737

WILLIAM DAWSON (Director)
[REDACTED]

GONZALES, LA 70737

DONALD L. RAMSEY (Director)
[REDACTED]

GONZALES, LA 70737

Electronic Signature:

DWIGHT D POIRRIER
(5/7/2012)



Tom Schedler
Secretary of State



CHANGE OF DIRECTORS AND/OR OFFICERS OF A CORPORATION

Enclose \$25 Filing Fee
Domestic Corporation (Business or Non Profit)
Make remittance payable to Secretary of State

Do Not Send Cash

Return to: Commercial Division
P. O. Box 94125
Baton Rouge, LA 70804-9125
Phone (225) 925-4704
Web Site: www.sos.la.gov

Corporation Name: Ascension Economic Development Corporation

REMOVAL OF DIRECTORS AND/OR OFFICERS

Notice is hereby given that the Board of Directors of the above named corporation has authorized the removal of the following: *Only the titles indicated will be removed.*

William Dawson
Name and Title

Director
Name and Title

Name and Title

Name and Title

Name and Title

Name and Title

4-18-16

To be signed by an officer or a director

Date

Dwight D. Poirrier

ADDITION OF DIRECTORS AND/OR OFFICERS

Notice is hereby given that the Board of Directors of the above named corporation has authorized the addition of the following: *Only the titles indicated will be added.*

Don Hanna, Vice Chairman _____ St. Amant, LA 70774
Name and Title Municipal Address

Name and Title Municipal Address

Name and Title Municipal Address

Name and Title Municipal Address

4-18-16

To be signed by an officer or a director

Date

Dwight D. Poirrier

**PLAINTIFF'S
EXHIBIT**
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AMENDMENT
to
ARTICLES OF INCORPORATION
of
ASCENSION ECONOMIC DEVELOPMENT CORPORATION

UNITED STATES OF AMERICA
STATE OF LOUISIANA
PARISH OF ASCENSION

BE IT KNOWN that on this 25 day of July, 2016, before me, the undersigned Notary Public, duly commissioned and qualified in and for the aforesaid State and Parish, therein residing, and in the presence of the undersigned competent witnesses, personally came and appeared:

DWIGHT D. POIRRIER,

representing the Board of Directors herein, who, pursuant to Resolutions adopted by the Board of Directors on May 10, 2016 and June 1, 2016, and approved by Resolution by the Council of the Parish of Ascension, Louisiana, all pursuant to Chapter 7, Part I of Title 3 of the Louisiana Revised Statutes, does hereby set forth the following amendment to the original Articles of Incorporation of the Ascension Economic Development Corporation dated June 1, 2005, and filed for record with the Secretary of State, State of Louisiana, on June 16, 2005, to be amended as follows:

“ARTICLE VII

The corporation shall have a Board of Directors in which all powers of the corporation shall be vested, which shall conform to the resolution of the Parish Council adopted November 18, 2004, as the same may be modified or amended from time to time and which is attached hereto as Exhibit



A (the “Resolution”), and the Board of Directors shall consist of nine (9) directors, and in no case shall public officials or employees constitute a majority of a quorum of the Board of Directors. The directors shall be appointed as follows: Four (4) directors shall be appointed by the Ascension Parish Chamber of Commerce; provided, however, that at least one (1) of these four (4) directors shall be an Ascension Parish resident residing on the west side of the Mississippi River. Two (2) directors shall be appointed by the Parish Council. One (1) director shall be appointed by the Parish President. One (1) director shall be appointed by the Mayor of the City of Gonzales and approved by the Gonzales City Council. One (1) director shall be appointed by the Board of Directors of the Donaldsonville Chamber of Commerce from its business membership. The directors appointed by the Parish President and the Mayor of the City of Gonzales shall serve four (4) year terms concurrent with the term of the appointing official. The remainder of the Board of Directors shall serve three (3) year terms. Any vacancy in the board shall be filled by the appointing entity and shall be subject to compliance with the Resolution. Each director shall be entitled to one vote. The initial Board of Directors shall be composed of the following members:

<u>Name and Appointing Entity</u>	<u>Address:</u>	<u>Term Expires:</u>
Dwight D. Poirrier Appointed by: Ascension Chamber of Commerce	██ Gonzales, Louisiana 70737	May 31, 2008
John D. Scanlan Appointed by: Ascension Chamber of Commerce	██ Gonzales, Louisiana 70737	May 31, 2008
Donald L. Ramsey Appointed by: Ascension Chamber of Commerce	██ Gonzales, Louisiana 70737	May 31, 2008
Chuck LeBlanc Appointed by: Ascension Chamber of Commerce	██ Donaldsonville, Louisiana 70346	May 31, 2008



Leonard Wyatt [REDACTED] May 31, 2008
Appointed by: Prairieville, Louisiana 70769
Ascension Parish President

Theresa Robert [REDACTED] May 31, 2008
Appointed by: Gonzales, Louisiana 70737
Ascension Parish Council

Buddy Broussard [REDACTED] May 31, 2008
Appointed by: Baton Rouge, Louisiana 70809
Ascension Parish Council

Additionally, the Ascension Parish Council may appoint two (2) ex-officio members, the Gonzales City Council may appoint one (1) ex-officio member, the City of Donaldsonville may appoint one (1) ex-officio member, and the Town of Sorrento may appoint one (1) ex-officio member to the Corporation's Board of Directors. The ex-officio members shall be entitled to notice of any meeting of the Board, may participate in discussions at such meetings, and may serve on Board committees, but shall not be entitled to vote on any matter pending before the Board, nor shall they count towards the quorum of the Board of Directors. The term of the ex-officio members shall be three (3) years.

The Board of Directors shall elect from its members a Chairman, a Vice-Chairman, and a Secretary-Treasurer, and the officers so elected shall also be the Chairman, Vice-Chairman and Secretary-Treasurer, respectively, of the Corporation. The Board of Directors may also elect other officers of the Corporation as a majority of the Board of Directors deems proper. A majority of the Board of Directors shall constitute a quorum for conducting the business and affairs of and voting on matters properly brought before this corporation.”



THUS DONE AND PASSED this 25 day of July, 2016, at my office in Gonzales, Ascension Parish, Louisiana, in the presence of the undersigned competent witnesses and me, Notary, after due reading of the whole.

WITNESSES:

ASCENSION ECONOMIC
DEVELOPMENT CORPORATION

Stacey Bozeman - Templett
Stacey Bozeman - Templett

By: [Signature]
DWIGHT D. POIRRIER, Chairman

Nade Dufren
Nade Dufren

[Signature]
NOTARY PUBLIC
Printed Name: Justine E James
NOTARY ID # 32524
My commission expires: at death



RESOLUTION OF THE BOARD OF DIRECTORS OF
ASCENSION ECONOMIC DEVELOPMENT CORPORATION

The following is an excerpt from the Minutes of a Special Meeting of the Board of Directors (the "Board") of Ascension Economic Development Corporation ("AEDC") held in the offices of AEDC on Wednesday, June 1, 2016:

BE IT RESOLVED,

Mr. Poirrier reminded the Board that during the Special Called Meeting on May 10, 2016, the Board approved the addition of two (2) voting members: one appointed by the Mayor of Gonzales with the City Council's approval and one appointed by the Board of Directors of the Donaldsonville Chamber of Commerce from among their business membership. At the Special Called Meeting, the Board discussed but did not act upon the possible addition of two non-voting, ex-officio members representing the Donaldsonville City Council and the Sorrento Town Council.

After discussion, Ms. Graugnard made a Motion to amend the AEDC Articles and By-laws to add two non-voting, ex-officio members representing the respective Councils of the City of Donaldsonville and the Town of Sorrento.

The Motion was approved unanimously.

Mr. Poirrier reminded the Board that the Ascension Parish Council would need to take formal action to approve the proposed amendments to allow the additions.

I certify that I am the duly acting and qualified Secretary-Treasurer of ASCENSION ECONOMIC DEVELOPMENT CORPORATION and that:

(a) ASCENSION ECONOMIC DEVELOPMENT CORPORATION is duly organized and existing under the laws of the State of Louisiana; that all franchise and other taxes required to maintain its corporate existence have been paid when due and that no such taxes are delinquent; that no proceedings are pending for forfeiture of its Charter or for its dissolution, voluntarily or involuntarily; that it is duly qualified to do business in the State of Louisiana and is in good standing with such State; that there is no provision in the Articles of Incorporation or Bylaws of said corporation limiting the power of the Board of Directors to pass the resolutions set out above and that the same are in conformity with the provisions of said Articles of Incorporation and Bylaws; and

(b) The above and foregoing constitutes a true and correct copy of resolutions duly adopted at a meeting of the Board of Directors of said corporation held on June 1, 2016, at which meeting a quorum was present and voted in favor of said resolutions, and said resolutions have never been modified or rescinded and are still in full force and effect.

Date: July 19, 2016
Dolores "Dee" Lejeune
DOLORES "DEE" LeJEUNE
Secretary-Treasurer

PLAINTIFF'S
EXHIBIT

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RESOLUTION OF THE BOARD OF DIRECTORS OF
ASCENSION ECONOMIC DEVELOPMENT CORPORATION

The following is an excerpt from the Minutes of a Special Meeting of the Board of Directors (the "Board") of Ascension Economic Development Corporation ("AEDC") held in the offices of AEDC on Tuesday, May 10, 2016:

BE IT RESOLVED,

Mr. Poirrier reviewed a proposal to add two voting positions and two non-voting, ex-officio positions to the AEDC Board of Directors. The specific proposal would add one voting representative of the City of Gonzales on the Mayor's recommendation and approval of the Gonzales City Council. The second additional voting member would be appointed by the Board of Directors of the Donaldsonville Chamber of Commerce from among the business members of the organization. The two proposed new non-voting, ex-officio members would consist of an appointee from the Town of Sorrento Town Council and an appointee by the City of Donaldsonville City Council. It was further proposed that the terms of the voting members appointed by the Ascension Parish President and the Mayor of the City of Gonzales be four (4) years to coincide with the terms of office of the Parish President and the Mayor of Gonzales, respectively. Mr. Poirrier further explained that any proposed amendments to AEDC's By-Laws require the formal consent of the Ascension Parish Council.

After discussion, Ms. Dee LeJeune made a Motion that AEDC add two voting positions to the AEDC Board of Directors, one from the Mayor of the City of Gonzales with consent of the Gonzales City Council and one voting member from the Donaldsonville Chamber of Commerce appointed by its Board of Directors from among its business membership for a three-year term. Ms. LeJeune also Motioned that the terms of office of the Parish President's appointee and the new voting appointee by the Mayor of Gonzales be (4) years to coincide with their respective election cycles.

The Motion was approved unanimously.

I certify that I am the duly acting and qualified Secretary-Treasurer of ASCENSION ECONOMIC DEVELOPMENT CORPORATION and that:




(a) ASCENSION ECONOMIC DEVELOPMENT CORPORATION is duly organized and existing under the laws of the State of Louisiana; that all franchise and other taxes required to maintain its corporate existence have been paid when due and that no such taxes are delinquent; that no proceedings are pending for forfeiture of its Charter or for its dissolution, voluntarily or involuntarily; that it is duly qualified to do business in the State of Louisiana and is in good standing with such State; that there is no provision in the Articles of Incorporation or Bylaws of said corporation limiting the power of the Board of Directors to pass the resolutions set out above and that the same are in conformity with the provisions of said Articles of Incorporation and Bylaws; and

(b) The above and foregoing constitutes a true and correct copy of resolutions duly adopted at a meeting of the Board of Directors of said corporation held on May 10, 2016, at which meeting a quorum was present and voted in favor of said resolutions, and said resolutions have never been modified or rescinded and are still in full force and effect.

Date: July 19, 2016
Dolores "Dee" LeJeune
DOLORES "DEE" LeJEUNE
Secretary-Treasurer

PLAINTIFF'S
EXHIBIT

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<p>Nancy Landry Secretary of State</p>  <p style="text-align: center;">DOMESTIC CORPORATION ANNUAL REPORT For Period Ending 6/16/2025</p>	 35961176N  2025
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<p>Mailing Address Only (INDICATE CHANGES TO THIS ADDRESS IN THIS BOX)</p> <p>35961176 N ASCENSION ECONOMIC DEVELOPMENT CORPORATION</p> <p>1210 E WORTHEY ST UNIT B GONZALES, LA 70737</p>	1	<p>(INDICATE CHANGES TO THIS ADDRESS IN THIS BOX)</p> <p>Registered Office Address in Louisiana (Do not use P. O. Box)</p> <p>1210 E WORTHEY ST UNIT B GONZALES, LA 70737</p>		Federal Tax ID Number
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Our records indicate the following registered agents for the corporation. Indicate any changes or deletions below. All agents must have a Louisiana address. Do not use a P. O. Box.
A NEW REGISTERED AGENT REQUIRES A NOTARIZED SIGNATURE
 DWIGHT D. POIRRIER
 1210 E WORTHEY ST UNIT B GONZALES, LA 70737

<p>I hereby accept the appointment of registered agent(s).</p>	<p>Sworn to and subscribed before me on NOTARY NAME MUST BE TYPED OR PRINTED WITH NOTARY #</p>
New Registered Agent Signature	Notary Signature Date

This report reflects a maximum of three officers or directors from our records for this corporation. Indicate any changes or deletions below. Include a listing of all names along with each title held and their address. Do not use a P. O. Box. If additional space is needed attach an addendum.

DWIGHT D. POIRRIER 1210 E WORTHEY ST UNIT B GONZALES, LA 70737	Officer
CHUCK LEBLANC 1210 E WORTHEY ST UNIT B GONZALES, LA 70737	Officer

The filing of a false public record, with the knowledge of its falsity, is a crime, subjecting the filer to the fine or imprisonment or both under R.S. 14:133.

SIGN →	To be signed by an officer or director	Title	Phone	Date
	Misty Taillon (SIGNED ELECTRONICALLY)	Office Manager		05/19/2025
	Signee's address	Email Address		(For Office Use Only)
		ON FILE		

Enclose filing fee of \$10.00 Make remittance payable to Secretary of State Do Not Send Cash Do Not Staple web site: www.sos.louisiana.gov	Return by: 6/16/2025	To: Commercial Division P. O. Box 94125 Baton Rouge, LA 70804-9125 Phone (225) 925-4704
DO NOT STAPLE		2

UNSIGNED REPORTS WILL BE RETURNED





Parish of Ascension

Office of the Parish Council
www.ascensionparish.net

REGULAR MEETING OF THE ASCENSION PARISH COUNCIL

November 20, 2025 - 6:00 PM

ASCENSION PARISH COURTHOUSE

607 E. Worthy St. Gonzales

AGENDA

- (1) **Call To Order / Invocation and Pledge**
- (2) **Roll Call - Swearing-In of District 11 Councilwoman Jenn DeFrances**
- (3) **Chair's Additions**
- (4) **Public Comment Sign- In Period**
- (5) **Presentations**
 - a. Proclamation - to proclaim November as "Lung Cancer Awareness Month" in Ascension Parish
- (6) **Parish President's Report:**
- (7) **Consent Agenda**
 - a. Adoption of Regular Council Meeting Minutes of October 2, 2025
 - b. Adoption of Regular Council Meeting Minutes of October 16, 2025
 - c. Approval of Renewal of Cooperative Endeavor Agreement with Ascension Economic Development Corporation to promote and develop industry, commerce, and economic development for a not to exceed amount of \$322,800.00 (Kate MacArthur, President/CEO, Ascension Economic Development Corporation) *Finance Committee Recommendation*
 - d. Approval of Renewal of the Cooperative Endeavor Agreement between the Parish, Fire District No. 3 and Prairieville Fire Department, Inc. for the compensation of part-time firefighters for the 2026 calendar year. Total compensation not to exceed \$490,000.00 (Mark Stewart, Chief Fire District No. 3) *Finance Committee Recommendation*
 - e. Approval of Agreement with The Picard Group, LLC for professional services related to the Legislative Branch of State Government on a basis of \$10,000.00 per month for Federal Governmental Affairs Services and \$7,500.00 per month for State

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Governmental Affairs Services. The not to exceed amount is \$250,000.00 for Federal and State services, printing, travel, events, and miscellaneous costs (Ruth Phillips, Infrastructure Division Director) *Finance Committee Recommendation*

- f. Approval of Amendment No. 1 to the Intergovernmental Agreement with the Town of Sorrento to replace the estimated quantities and rates with the actual quantities and rates for this project, for an updated total amount not to exceed \$205,242.65. This amendment also revises the contract term (Ruth Phillips, Infrastructure Division Director) *Finance Committee Recommendation*
- g. Approval of Renewal of Intergovernmental Agreement between Ascension Parish Government and Ricky Babin, 23rd Judicial District Attorney to create and implement a drug intervention program for adult offenders. On an annual basis during the term of this Agreement, the Parish shall provide funds in the amount of \$205,000.00 to fund the program (Colleen Arceneaux, Director Health and Community Development) *Finance Committee Recommendation*
- h. Approval of Amendment No. 1 to the Cooperative Endeavor Agreement with Capital Area Human Services District to increase the monthly rental reimbursement to \$4,811.46 which is one half of the increased monthly rental rate of \$9,622.92, retroactive to June 8, 2025 (Colleen Arceneaux, Director Health and Community Development) *Finance Committee Recommendation*
- i. Approval of Addendum No. 1 to the Management and Operating Agreement with Gaston's BBQ & Beer, LLC to incorporate Exhibit B, Standard Food Service Management Company Vended Meal Agreement, into the original Agreement. Price remains at \$10 per day, per child under 3 years of age and \$15 per day, per child over the age of 3 years for up to 65 students (Colleen Arceneaux, Director Health and Community Development) *Finance Committee Recommendation*
- j. Approval of Cooperative Endeavor Agreement between Parish Council of Ascension Parish and Hospital Service District No. 1 for the Parish of St. James d/b/a St. James Parish Hospital to empower and authorize St. James Parish Hospital to conduct and do business within Ascension Parish in accordance with R.S. 46:1051 et seq (Colleen Arceneaux, Director Health and Community Development) *Finance Committee Recommendation*
- k. Approval of the Professional Selection Committee's recommendation to select the highest scoring respondent, DRC Emergency Services, LLC, for the Request for Proposals - Debris Removal Services and to authorize the Parish President to enter a professional services contract (Rachael Wilkinson, Director Office of Homeland Security and Emergency Preparedness) *Finance Committee Recommendation*
- l. Approval of the Professional Selection Committee's recommendation to select the highest scoring respondent, Tetra Tech, Inc. for the Request for Proposals - Debris Monitoring Services and to authorize the Parish President to enter into a professional services contract (Rachael Wilkinson, Director Office of Homeland Security and Emergency Preparedness) *Finance Committee Recommendation*
- m. Approval of Renewal of Cooperative Endeavor Agreement between Ascension Parish Government (APG) and Life House, for Life House to provide labor and personnel to APG in various operations and, in exchange, APG will provide employment opportunities and pay the laborers provided by Life House, with a total not to exceed amount of \$150,000.00. This Cooperative Endeavor Agreement shall terminate on December 31, 2026 (Brandon Smith, Director Recreation) *Finance Committee Recommendation*
- n. Approval of the Professional Selection Committee's recommendation to select the highest scoring respondent, Alvin Fairburn & Associates, LLC for the Request for Qualifications — Bayou McCall Drainage Improvements Engineering Services for the State Drainage Program and to authorize the Parish President to enter a professional services contract (Ron Savoy, Director Drainage Capital Projects) *Finance Committee Recommendation*

- o. Approval of Amendment No. 1 to the Master Contract for Professional Services for the Architectural Design for Animal Services Center with Mougeot Architecture, LLC to extend the contract term to December 31, 2026, and is retroactive to October 21, 2025. This amendment only extends the contract term and does not affect the original contract price (Randy Mullis, Director Project Management) *Finance Committee Recommendation*
- p. Approval of Renewal of Master Contract for Professional Services with Gresham Smith for the Engineering Services for the Preparation of Traffic Impact Analysis. This renewal has a term of one (1) year, with a contract amount of \$400,000.00. Gresham Smith will only receive a portion of this amount, dependent on the task orders awarded and completed (Eric Poche, Director Planning and Development) *Finance Committee Recommendation*
- q. Approval of Resolution for Annual Certification of Compliance for the Off-System Bridge Replacement Program for January 1, 2026, through December 31, 2026, as requested by the Louisiana Department of Transportation and Development (LADOTD) (Daniel Helms, Director Transportation) *Finance Committee Recommendation*
- r. Approval to accept the lowest responsive bid in the amount of \$5,101,614.13 submitted by Barriere Construction Co, LLC for labor and materials for the roadway widening, bridge removal and new bridge construction on Roddy Road from Preston Landry to LA 935 and to authorize the Parish President to enter this contract (Daniel Helms, Director Transportation) *Finance Committee Recommendation*
- s. Approval of the Professional Selection Committee's recommendation to select the top four (4) highest scoring respondents: Forte & Tablada, Inc., Stantec Consulting Services, Inc., AECOM Technical Services, Inc., and T. Baker Smith, LLC for the Request for Qualifications - Bridge Load Rating and Design and to authorize the Parish President to enter professional services contracts (Daniel Helms, Director Transportation) *Finance Committee Recommendation*
- t. Approval of Renewal of Master Services Contract with Cody Edwards Trucking, LLC at a rate of \$115.00 per hour for dump trucks with drivers on an as-needed basis to assist with hauling hot asphalt to various locations within Ascension Parish. Total budget amount of \$175,000.00 to be shared between three providers (Daniel Helms, Director Transportation) *Finance Committee Recommendation*
- u. Approval of Renewal of Master Services Contract with JFK Trucking, LLC at a rate of \$115.00 per hour for dump trucks with drivers on an as-needed basis to assist with hauling hot asphalt to various locations within Ascension Parish. Total budget amount of \$175,000.00 to be shared between three providers (Daniel Helms, Director Transportation) *Finance Committee Recommendation*
- v. Approval of Renewal of Master Services Contract with Seek Ye First Enterprises, LLC at a rate of \$110.00 per hour for tri-axle and \$125.00 per hour for quad-axle dump trucks with drivers on an as-needed basis to assist with hauling hot asphalt to various locations within Ascension Parish. Total budget amount of \$175,000.00 to be shared between three providers (Daniel Helms, Director Transportation) *Finance Committee Recommendation*
- w. Approval of Amendment No. 3 to the Master Contract for Professional Services with ELOS Environmental, LLC for services to acquire a United States Army Corps of Engineers (USACE) permit for the Energy Transition Parkway Phase II Project. This change order will increase the contract amount by \$13,000.00 for a new not to exceed amount of \$52,500.00 (Daniel Helms, Director Transportation) *Finance Committee Recommendation*
- x. Approval of Letter of No Objection from Boardwalk Ethane Pipeline, LLC (BEP), for the Energy Transition Parkway - Phase II project and approval for Parish President Clint Cointment to execute the agreement (Daniel Helms, Director Transportation) *Finance Committee Recommendation*

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- y. Approval of Letter of No Objection from EnLink Processing Services, LLC (EnLink), for the Energy Transition Parkway - Phase II project and approval for Parish President Clint Cointment to execute the agreement (Daniel Helms, Director Transportation) *Finance Committee Recommendation*
- z. Approval of Letter of No Objection from Gulf South Pipeline Company, LLC (Gulf South), for the Energy Transition Parkway - Phase II project and approval for Parish President Clint Cointment to execute the agreement (Daniel Helms, Director Transportation) *Finance Committee Recommendation*
- aa. Approval of Consent to Encroachment Over Pipeline Servitude from Shell Pipeline Company, LP (Shell), for the Energy Transition Parkway - Phase II Project and approval for Parish President Clint Cointment to execute the agreement (Daniel Helms, Director Transportation) *Finance Committee Recommendation*
- bb. Approval of Cooperative Endeavor Agreement between Ascension Parish Government and the Louisiana Department of Transportation and Development (LADOTD) for the Roddy Road at Black Bayou Road (LA 934) Roundabout Project and approval for Parish President Clint Cointment to execute the Agreement (Daniel Helms, Director Transportation) *Finance Committee Recommendation*
- cc. Approval of Louisiana Department of Transportation and Development (LADOTD) Change Order No. 6 to the contract with R.J. Daigle and Sons Contractors, Inc., for the Ascension Parish Overlay Program, State Project H.014704, for reconciliation of final quantities. This Change Order decreases the contract amount by -\$8,116.78 for a new total contract amount of \$3,602,157.69 (Daniel Helms, Director Transportation) *Finance Committee Recommendation*
- dd. Approval of Final Acceptance of the Ascension Parish Overlay Program Project, State Project H.014704 - R.J. Daigle and Sons Contractors, Inc. (Daniel Helms, Director Transportation) *Finance Committee Recommendation*
- ee. Approval of Renewal of Professional Service Contracts for Surveying and Subsurface Utility Engineering Services with the following firms: Earles and Associates, LLC, Crescent Engineering and Mapping, LLC, Quality Engineering and Surveying, LLC, and SJB Group, LLC. Original Contract Date: November 17, 2022, with one year renewal terms not to exceed a total of five (5) years. Total amount not to exceed \$150,000.00, to be shared with other providers (Daniel Helms, Director Transportation) *Finance Committee Recommendation*
- ff. Approval of Cooperative Endeavor Agreement between Ascension Parish Government and the Louisiana Department of Transportation and Development (LADOTD) for the Roddy Road at Bayou Narcisse Road (LA 935) Intersection Reconstruction as part of the Roddy Road Widening (US 61 - LA 935) - Phase I Project and approval for Parish President Clint Cointment to execute the Agreement (Daniel Helms, Director Transportation) *Finance Committee Recommendation*
- gg. Approval to enter into a Contract with CMC Corporate Solutions to provide quarterly preventative maintenance and 24/7 emergency repair services on all Lamar Dixon Expo Center chiller plants, air conditioning and heating units, and exhaust fans. Contract amount not to exceed \$100,000.00 (Chris Welch, Manager Event Operations Lamar Dixon Expo Center) *Finance Committee Recommendation*
- hh. Approval of Amendment No. 3 to Grass Cutting Contract with E&C Bush Hogging, LLC to extend the contract term for one year. Original Contract Date: 1/1/2024 with two (2) one-year renewal options after the initial term. The total annual amount is \$208,188.00 for the second extended term of (1) year "extension period" (Geoff Sanders, Supervisor IV Recreation) *Finance Committee Recommendation*
- ii. Approval of Change Order No. 1 to the contract with Cypress Roofing, LLC for the Removal and Replacement of the District Attorney's Building "D" Roof Project for an increase of \$7,323.42 for additional work not in the original scope of contract due to

unforeseen conditions. Total contract price with change order is \$51,477.71 (Dean Thomason, Project Manager III) *Finance Committee Recommendation*

- jj. Approval of Amendment No. 2 to the Master Contract for Professional Services with McKim & Creed, Inc. for the Water Sector Program. The amendment only extends the term of the project and does not affect the original contract price. Original Contract Date: September 26, 2022 with an option to renew for one (1) year after the one (1) year period ends, not to exceed a total of three (3) years (Dean Thomason, Project Manager III) *Finance Committee Recommendation*
- kk. Approval to enter into a Legal Services Contract with Roy, Keisel, Ford, Doody & North, APLC to conduct trademark and patent work on the Parish logo for an amount not to exceed \$10,000.00 (Jean-Paul Robert, Parish Attorney) *Finance Committee Recommendation*
- ll. Approval of Amendment No. 1 to the Legal Services Contract with Daigle, Fisse, & Kessenich to increase the contract by \$50,000.00 for a total contract amount not to exceed \$200,000.00 to continue representation in general legal matters through April 22, 2026 (Jean-Paul Robert, Parish Attorney) *Finance Committee Recommendation*

(8) General Business

- a. Approval of Cooperative Endeavor Agreement with Woman's Hospital Foundation for women's healthcare services to the residents of Ascension Parish. Payment to the provider shall be \$14,250.00 per month (Colleen Arceneaux, Director Health and Community Development) *Deferred from October 16th and November 6th Regular Council Meetings*
- b. Approval of Amendment No. 1 to the Cooperative Endeavor Agreement with Our Lady of the Lake Hospital, Inc. to remove women's health services and adjust payment accordingly, due to contracting with Woman's Hospital to provide these services The new amount will be \$341,666.67 per month beginning on November 1, 2025 (Colleen Arceneaux, Director Health and Community Development) *Deferred from October 16th and November 6th Regular Council Meetings*
- c. Ratification of Local Declaration of Emergency - Red Dirt at LAlumina Burnside Aluminum Plant - to extend the declaration as necessary until the threat of danger has been resolved, pursuant to LA RS 29:727(D)(1) (James Leblanc, Director of Governmental Affairs)
- d. Resolution - amending the Resolution adopted on January 4, 2024 to remove the "Parish Sales Tax" from the list of designated sales taxes dedicated to funding economic development projects within Highway 30 Industrial Corridor Economic District of the Parish of Ascension, State of Louisiana and otherwise providing with respect thereto (CAO Ricky Compton) Chairman Chase Melancon, Councilman Brian Hillensbeck, Parish President Clint Cointment)

(9) Zoning Recommendations

- a. Zoning Review ID PZ-3757.25- Zeringue Properties - located on the south side of LA Highway 405 approximately 2,200' east of Mulberry Grove Road - to amend the Ascension Parish Zoning Map from Conservation (C) to Heavy Industrial (HI), Light Industrial (LI), Medium Intensity Residential (MI) and Mixed Use (MU) TO ACCEPT OR DENY recommendation of the *Zoning Commission to APPROVE*
- b. Zoning Review ID PZ-3773.25 - Lot B1 for Crawfish Properties, LLC - located on the west side of LA Highway 73 approximately 380' south of Cattle Avenue - to amend the Ascension Parish Zoning Map from Medium Intensity Residential (RM) to Mixed Use 2 (MU2) TO ACCEPT OR DENY the Zoning Commission recommendation to APPROVE
- c. Zoning Review ID PZ-3787.25 - for Greg Swanson - located on the south side of LA Highway 30 approximately 1750' west of LA Highway 941 - to amend the Ascension Parish Zoning Map from Rural (R) to Mixed Use 2 (MU2) TO ACCEPT OR DENY the Zoning Commission recommendation to APPROVE

PLAINTIFF'S
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(10) Introduction of Ordinances - (Legal Counsel)

- a. Introduction of Ordinance - to authorize Ascension Parish Government, through the office of the Parish President, to purchase or otherwise acquire certain parcels, rights of way, and/or servitudes for the Move Ascension Program, particularly project LA 621 at Roddy Road Roundabout, Parish Project #MA 19-02 (ROAD20008) (Legal Counsel)
- b. Introduction of Ordinance - to authorize Ascension Parish Government, through the office of the Parish President, to purchase or otherwise acquire certain parcels, rights of way, and/or servitudes for the Move Ascension Program, particularly project LA 44 at Parker Road Roundabout, Parish Project #MA-22-05 (ROAD220024)
- c. Introduction of Ordinance - to amend the Ascension Parish Unified Land Development Code (LDC) Appendix V - Drainage, specifically amend Section 17-506 A. Protection of existing watersheds and conveyance systems; and to amend Section 17-5013. Design criteria *Planning Commission recommends APPROVAL*
- d. Introduction of Ordinance - to amend the Ascension Parish Unified Land Development Code (LDC) Appendix IV - Subdivision Regulations, specifically to amend Attachment B. Drainage Impact Study Procedure; amend Section 17-405. Preliminary plat procedure; and amend Section 17-4026 Family Partition *Planning Commission recommends APPROVAL*
- e. Public Hearing (as required for Road Infrastructure Districts at Introduction) - to amend the Ascension Parish Code of Ordinances to create a Road Infrastructure District (RID) designated as Parish of Ascension Road Infrastructure District #IDD-2025-01 (Riverton, 2nd Filing) pursuant to the Ascension Parish Unified Land Development Code (LDC) Appendix IV - Subdivision Regulations, Section 17-4011 - Approval of Final Plat Procedure F. Infrastructure Development District
- f. Introduction of Ordinance - to amend the Ascension Parish Code of Ordinances to create a Road Infrastructure District (RID) designated as Parish of Ascension Road Infrastructure District #IDD-2025-01 (Riverton, 2nd Filing) pursuant to the Ascension Parish Unified Land Development Code (LDC) Appendix IV - Subdivision Regulations, Section 17-4011 - Approval of Final Plat Procedure F. Infrastructure Development District
- g. Introduction of Ordinance - to amend the Ascension Parish Zoning Map from Conservation (C) to Heavy Industrial (HI), Light Industrial (LI), Medium Intensity Residential (MI) and Mixed Use (MU) Zoning Review ID PZ-3757.25- Zeringue Properties - located on the south side of LA Highway 405 approximately 2,200' east of Mulberry Grove Road
- h. Introduction of Ordinance - to amend the Ascension Parish Zoning Map from Medium Intensity Residential (RM) to Mixed Use 2 (MU2) Zoning Review ID PZ-3773.25 - Lot B1 for Crawfish Properties, LLC - located on the west side of LA Highway 73 approximately 380' south of Cattle Avenue
- i. Introduction of Ordinance - to amend the Ordinance adopting a Classification Plan to adjust pay ranges to allow for a 2026 Cost of Living Adjustment for all Ascension Parish Government employees effective January 5, 2026 (Megan Babin, Director Human Resources) *Finance Committee Recommendation*

(11) Public Hearings Ordinances - (Legal Counsel)

- a. Reading of Ordinance - to amend the 2025 Budget and appropriate the 2026 Budget for Ascension Parish Government (Dawn Caballero, Chief Financial Officer)
- b. Public Hearing - to consider an ordinance to amend the 2025 Budget and appropriate the 2026 Budget for Ascension Parish Government
- c. Ordinance - to amend the 2025 Budget and appropriate the 2026 Budget for Ascension Parish Government
- d. Reading of Ordinance - to amend the Ascension Parish Zoning Map from Conservation (C) to Light Industrial - Zoning Review ID PZ - 3720.25 - Lot B-3-A fo

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Louisiana, Inc. - located on the north side of N. Robert Wilson Rd. approximately 1500' east of Rayco Sandres Rd

- e. Public Hearing - to consider an ordinance amending the Ascension Parish Zoning Map from Conservation (C) to Light Industrial - Zoning Review ID PZ - 3720.25 - Lot B-3-A for Wastepro of Louisiana, Inc. - located on the north side of N. Robert Wilson Rd. approximately 1500' east of Rayco Sandres Rd
- f. Ordinance - to amend the Ascension Parish Zoning Map from Conservation (C) to Light Industrial - Zoning Review ID PZ - 3720.25 - Lot B-3-A for Wastepro of Louisiana, Inc. - located on the north side of N. Robert Wilson Rd. approximately 1500' east of Rayco Sandres Rd

(12) Adjourn

In accordance with the Americans with Disabilities Act, if you need special assistance, please contact the Council Secretary's Office at (225) 450-1234 or (225) 450-1233 to submit a request.

Ascension Parish Meeting are accessible for public viewing on YouTube (@ascensionparish), Facebook (Parish of Ascension), Channel 21 on REV and Cox and the Ascension21 app on Roku, Amazon Firestick, Apple TV, Android and iOS devices

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PARISH OF ASCENSION

ADMINISTRATION

615 E Worthey Rd.
Gonzales, LA. 70737
(225) 450-1200
www.ascensionparish.net

Agenda Item Preview – Must be submitted with your item & any packet items.

Meeting & Date: Finance Committee— November 13, 2025

Requester Name: Kaitlyn Thompson

Requester's Department: Legal

Requester's Email Address: kaitlyn.thompson@apgov.us

Requester's Phone Number: 225-450-1134

Presenter Name: Kate MacArthur

Agenda Item (Description to be used on agenda):

Approval of Renewal of Cooperative Endeavor Agreement with Ascension Economic Development Corporation to promote and develop industry, commerce, and economic development for a NTE amount of \$322,800.00.

How is this item being funded? (To be completed by FINANCE) General Fund - Economical Development - Appropriations & Grants

BRIEF description of what the item is (3-4 bullet points)

- Approval of Renewal of Cooperative Endeavor Agreement
- with Ascension Economic Development Corporation
- to promote and develop industry, commerce, and economic development
- for a NTE amount of \$322,800.00.

How was this item procured? (Bid, Request for Quotes – 3, Request for Proposal, State Contract, etc.):

N/A

What company are we procuring from:

Ascension Economic Development Corporation

If there is a unit price or not to exceed (NTE) amount, please list those details here BRIEFLY:

NTE amount: \$322,800.00.

If it's a renewal, when was it originally procured and what are we renewing instead of "re-bidding":

N/A

PLAINTIFF'S
EXHIBIT

7

RENEWAL OF COOPERATIVE ENDEAVOR AGREEMENT

This Cooperative Endeavor Agreement is entered on the date and year hereinafter subscribed by and between:

ASCENSION PARISH GOVERNMENT, hereinafter referred to as “**Parish**”, a political subdivision of the State of Louisiana, herein represented by Clint Cointment, Parish President, duly authorized to represent the Parish of Ascension in this matter by virtue of a Resolution adopted by the Parish Council;

And

ASCENSION ECONOMIC DEVELOPMENT CORPORATION, hereinafter referred to as “**AEDC**”, a Louisiana Corporation, domiciled in the parish of Ascension, State of Louisiana; whose mailing address is declared to be 1210 E. Worthey St., Unit B, Gonzales, LA 70737, herein represented by _____, its _____, duly authorized;

WITNESSETH

Now comes the Parish and the AEDC, through their duly authorized representatives, who declared that they are availing themselves of the provisions of law, including but not limited to, the Louisiana Constitution of 1974, Article 7, Section 14, La. R.S. 51:1201, et seq, and the Ascension Parish Home Rule Charter, by which they do enter into this Cooperative Endeavor Agreement, hereinafter “**agreement**”, to promote, encourage, and develop industry and commerce in the Parish of Ascension and for the purpose of providing and serving the residents of Ascension Parish with greater economy and efficiency related to economic development within the Parish:

Whereas, the Parish has the authority granted by law to make an agreement between public entities and private agencies to engage jointly in the promotion and development of economic development,

Whereas, such arrangement may provide for the joint use of funds, facilities, personnel or property or any combination thereof necessary to accomplish the purpose of this cooperative



endeavor agreement;

Whereas, The Parish and the AEDC recognize that their efforts and purposes related to economic development with Ascension Parish Government are parallel;

Whereas, each party has limited funding; and

Whereas, a joint effort by the Parish and the AEDC can provide the best effort to promote economic development within the Parish and to achieve the parallel purpose and goals of the parties related to economic development,

THEREFORE, BE IT RESOLVED AND AGREED BY PARTIES, AS FOLLOWS:

Purpose. The purpose of this agreement is to promote and develop industry, commerce, and economic development in the Parish of Ascension. The parties affirmatively declare that this agreement is designed and intended to achieve a public purpose. The development of industry and commerce in the Parish of Ascension is beneficial to the residents of the Parish of Ascension and to the Parish, as a governmental entity.

Consideration by AEDC. In consideration of the agreement by the Parish, the AEDC shall provide the following:

1. Any and all necessary staff to promote effective economic development, as determined by the Board of Directors.
2. Adequate office space and telephone services necessary to promote effective economic development.
3. Written reports to all members of the parish Administration and Council.
4. Business training programs to promote continued economic development within the Parish.
5. Economic development and small business information services to residents and businesses located within the Parish.
6. Advertising, as the AEDC deems appropriate, intended and created to promote economic development in the Parish of Ascension, as well as the development of local industry and commerce.



Consideration by Parish. The Parish will provide the AEDC the sum of THREE HUNDRED TWENTY-TWO THOUSAND EIGHT HUNDRED AND NO/100 (\$322,800.00) DOLLARS per year to assist the AEDC in providing the services listed above for the term set forth in Paragraph 7 hereinafter, which sum shall be paid in the amount of TWENTY-SIX THOUSAND NINE HUNDRED AND 00/100 (\$26,900.00) DOLLARS per month beginning on January 1, 2026. The AEDC acknowledges that the obligations of the Parish are completely fulfilled by the payments contemplated in this paragraph. The Parish shall have no additional liability, responsibility, or obligation in this matter.

Renewal. The parties shall have the option to renew this cooperative endeavor agreement, provided both parties agree on any subsequent renewal.

Amendment. This agreement is the entire and complete agreement between the parties. Any amendment to this agreement must be in writing and approved by both parties.

Reporting. The AEDC's President/CEO shall provide a status report on economic development progress and programs within Ascension Parish to the Ascension Parish Council semi-annually. Additionally, the AEDC will provide such other services related to economic development as may reasonably be requested by the Parish.

Term. The term of this agreement shall be from January 1, 2026 through December 31, 2026. However, the Parish may terminate the agreement upon thirty (30) days' notice, and the Parish has no obligation to fund this agreement past the first year. Should the Parish of Ascension fail to fund this endeavor in any subsequent year past the initial years funding, the agreement shall be void, and there will be no further obligation owed by either party.

Audit. The Parish reserves the right to audit or inspect the financial records for the AEDC, with or without prior notice, to ensure compliance with the terms of this cooperative endeavor



agreement.

Non-Assignment. This agreement is strictly between the parties and shall not be assigned, without the express written consent of both parties.

Indemnification. AEDC agrees to hold harmless the Parish for any activities conducted pursuant to the agreement and acknowledges that the Parish does not have any control over employees, equipment, or instrumentalities of AEDC, and that such is the sole responsibility of AEDC. Each party shall be solely responsible and liable for the actions or omissions of the employees, offices, or agents of that party.

Each party hereby agrees to hold the other party free and harmless from any and all claims for damages arising as a result of the acts, fault or liability of the other party. Further, each party agrees to indemnify the other party from any and all claims, demands, costs, judgments, attorney's fees, or expenses arising out of said actions. Each party agrees to indemnify and hold the other party harmless from any and all actions attributable to that party. Neither party shall be responsible for the actions of any other party or that party's officers or employees.

THUS AGREED, DONE AND SIGNED in Gonzales, Louisiana, in duplicate originals.

ASCENSION PARISH GOVERNMENT

By: _____
Clint Cointment, Parish President

Date: _____

ASCENSION ECONOMIC DEVELOPMENT CORPORATION

By: _____

Title: _____

Date: _____

