

PROCEEDINGS

CAMERON PARISH POLICE JURY

SPECIAL MEETING

November 22, 2016

The Cameron Parish Police Jury met in special session on Tuesday, November 22, 2016, in the Grand Lake Conference Center in the Village of Grand Lake, Louisiana at 5:30 P.M. The following members were present: Mr. Kirk Quinn, Mr. Curtis Fountain, Mr. Davey Doxey, Mr. Lawrence Faulk, Mr. Anthony Hicks, Mr. Darryl Farque and Mr. Joe Dupont. Mr. Terry Beard was absent.

It was moved by Mr. Quinn, seconded by Mr. Farque and carried, the Board hereby authorizes, empowers and directs the President to sign a Cooperative Endeavor Agreement Validation for Cameron LNG Payment In Lieu of Tax Agreement.

It was moved by Mr. Quinn, seconded by Mr. Farque and carried, that the following resolution is declared duly adopted:

RESOLUTION

**PARISH OF CAMERON
STATE OF LOUISIANA**

A RESOLUTION APPROVING, ADOPTING AND AUTHORIZING EXECUTION BY THE EXECUTIVE OFFICERS OF THE PARISH OF THE COOPERATIVE ENDEAVOR AND PAYMENT IN LIEU OF TAXES AGREEMENT WITH CAMERON LNG, LLC; AUTHORIZING FILING OF VALIDATION PROCEEDINGS CONCERNING THE TERMS, PROVISIONS AND CONDITIONS OF THE COOPERATIVE ENDEAVOR AND PAYMENT IN LIEU OF TAXES AGREEMENT; AND PROVIDING FOR OTHER MATTERS IN CONNECTION THEREWITH

SECTION 1. The form of the Cooperative Endeavor and Payment In Lieu of Taxes Agreement among the Parish, Cameron LNG, LLC, and various local taxing bodies of the Parish (the "Agreement"), a copy of which is annexed hereto as Exhibit A is hereby approved, adopted and authorization for its execution and delivery of same by the President or Secretary of the Parish Police Jury (collectively the "Executive Officers") is hereby approved and authorized, subject to any changes, modifications or amendments approved by Joseph A. Delafield, A Professional Corporation, and Jones Walker LLP, Co-Special Counsel to the Parish (collectively, "Co-Special Counsel").

SECTION 2. The Executive Officers of this Parish, are hereby authorized, empowered and directed to execute and deliver the Agreement, in order to effectuate the provisions thereof.

SECTION 3. Once the Agreement is duly executed and delivered by all of the other parties thereto, this resolution may not be amended, modified, revoked or cancelled without the unanimous consent of all parties thereto.

SECTION 4. Co-Special Counsel to the Parish are further authorized, empowered and directed for and on behalf of this Parish to proceed to file, as a party plaintiff, a validation proceeding under the provisions of Part I of Chapter 27 of Title 33 of the Louisiana Revised Statutes of 1950, as amended (La. R.S. 33:9020 *et seq.*) and La. R.S. 13:1521, *et seq.* This Police Jury does hereby specifically and specially authorize Co-Special Counsel to the Parish, to file a Motion For Judgment (Bond Validation Suit) for and on behalf of the Parish in connection with the Agreement, all within the discretion and control of said attorneys, but at the sole cost of Cameron LNG, LLC.

SECTION 5. Any and all ordinances, resolutions or other agreements in conflict herewith are, to the extent of such conflict, hereby repealed.

SECTION 6. This Resolution shall become effective immediately upon its adoption.

Thereupon, upon motion made by Kirk Quinn and seconded by Darryl Farque, the following resolution was adopted, the vote thereon being as follows:

YEAS: Darryl Farque, Joe Dupont, Lawrence Faulk, Curtis Fountain, Kirk Quinn, Anthony Hicks and Davy Doxey

NAYS: None

ABSTAIN: None

ABSENT: Terry Beard

APPROVED AND ADOPTED this 22nd day of November, 2016.

APPROVED:

CURTIS FOUNTAIN, PRESIDENT
CAMERON PARISH POLICE JURY

ATTEST:

DARRELL WILLIAMS, SECRETARY

There being no further business, on motion of Mr. Faulk, seconded by Mr. Hicks and carried, the meeting was declared adjourned.

APPROVED:

CURTIS FOUNTAIN, PRESIDENT
CAMERON PARISH POLICE JURY

ATTEST:

DARRELL WILLIAMS, SECRETARY