

Alabama Inland Port Infrastructure Program
Grant Application and Guide



E-mail Address: inland.ports@adeca.alabama.gov

Website: <http://adeca.alabama.gov/inlandports>

Alabama Inland Port Infrastructure Program
2019 Grant Application and Guide

APPLICANTS MUST USE THE FOLLOWING APPLICATION FORMAT, COMPLETE IT IN ITS ENTIRETY, AND LABEL ATTACHMENTS AS INSTRUCTED. FAILURE TO DO SO, MAY RESULT IN A LOSS OF POINTS.

Applicant Information

Project Name: Project Locus

Legal Name of Entity: Birmingham-Jefferson County Port Authority

Mailing Address: 710 20 Street North, Birmingham, AL 35203

Name and Title of CEO: Mike Swinson, President-Birmingham Port Authority Board

Name and Title of Contact: David A Russell, Jr. (Adah North America), Executive Director-Birmingham Port Authority

Phone Number and Email of Contact: 205-886-1998; david.russell@adahinc.com

Project Description

This section is worth up to 50 points. Points will be awarded based on verifiable information

Please complete the following section. Any attachments shall be titled Attachment A, Project Description.

- 1. 10 Points - A detailed discussion of the project including specific project activities to be completed, location, and quantifiable benefits to be accomplished.**

PROJECT DISCUSSION

Project Discussion

Location- 2530 Atwood Ferry Road Mulga, Al 352118

Lynn Port Terminal is a barge terminal located about 22 miles northwest of downtown Birmingham with a half of a mile frontage on the Black Warrior River (Locust Fork). It sits on 43 acres of land, and it utilizes the barge docks to handle primarily raw materials such as coal, steel coils, slabs, and bulk and liquid hazardous and non-hazardous materials from customers across the world. Lynn Port serves as a connection point to several modes of other freight transportation, and the port relies on transports by barge and truck to facilitate the flow of cargo throughout the state and region. It is a direct link to the Port of Mobile, and trucks can access this port by SR-269, which provides connections to all four major interstates in the Birmingham

region: I-65, I-22, I-59/20, and I-459. These connections allow products to transport from Birmingham to all parts of the country.

Project Need

Efficient ports require storage space to stow cargo between shipments. The ability to effectively store products affects a port's overall capacity, as it ultimately determines the amount of goods that can be transported and the timeframe in which shipments and transfers can be made. Storage space can include everything from parking lots to open space, but some products require a controlled environment to be safely and effectively stored. Products like steel, aggregate, and chemical materials require indoor storage to provide protection from outside elements. Port Birmingham has the acreage available for outdoor storage needs. However, most of the cargo being transported through the port is steel and chemical compounds, which require a controlled and protected storage setting. Port Birmingham needs additional indoor storage space at one of its most used terminals, the Lynnport Terminal.

Lynn Port Terminal (LPT) is one of the four terminals located at the port, and it has three docks used for loading and unloading inbound and outbound materials. This terminal primarily serves Larpen Metallurgical Services (LMS), a leading supplier of graphite products and carbon additives for process of the foundry and steel industry throughout North America. Currently, LMS leases an existing warehouse located on the terminal, which is used to store products used to refine crude oil transported from the Port of Mobile. To help the terminal increase its capabilities, this project is proposing the construction of a new 10,000 square foot (and 300,000 cubic foot) warehouse at LPT (Please refer to the first two pages of "Attachment A, Project Description" for the blueprints of the proposed building). The new warehouse facility will enhance the port's storage capacity, while giving the port the tools needed to diversify its commodity base.

Project Activities

The LPT is prepared to enter a construction agreement with the Birmingham-Jefferson County Port Authority (BJCPA) regarding the warehouse facility, which is contingent on the grant approval of this project application. In addition, the preliminary engineering for the construction of this facility and the permits required for the building have initially been agreed upon, dependent on the funding of this project proposal. A leasing agreement with Larpen Metallurgical Services (LMS), the company interested in renting space within the warehouse, has also already been tentatively developed, reliant on grant approval. Since these arrangements have already been made in preparation for this proposal, the construction project is expected to be completed over the course of six months, if funded. Below is a description of the project activities:

LPT Warehouse: Project Schedule

PROJECT ACTIVITY	TIMEFRAME
<i>Building Delivery:</i>	<i>3 months</i>
Approve Plans for Steel Structure	March-April 2020
Construction of Foundation and Walls	April-May 2020
<i>Erection of Steel Structure:</i>	<i>3 months</i>
Installation of Electrical System and Doors	June-July 2020
Finalization of Electric System and Door Installation	July-August 2020
<i>Total Project Timeframe:</i>	<i>6 months</i>

Future Plans

The construction of the new warehouse facility is an integral part of a multi-phased plan to grow and develop Lynn Port Terminal, and the completion of the project will be the first step in spurring future development. Plans for the continued growth of the port have been a highlighted discussion for the Birmingham region. The region just passed its first Regional Freight Plan, which highlights projects that will help expand the ports economic potential. The number one prioritized goal for the port was constructing additional warehouses to increase the port's ability to support the expansion of existing customers, as well as enhance the appeal of the port to new patrons.

The additional storage space created by the construction of this warehouse will allow other companies to develop this terminal to create jobs and increase the economic impact of the port. In preparation of this development, the BJCPA has begun forming initial agreements with the LPT's current landowner to structure a deal to continue the extension and improvement of the terminal. For example, plans have already been developed to engineer and design a cement plant facility specifically for Alabama Cement, LLC. The preliminary engineering and design of the facility have also been completed in preparation for development to commence. These projects would ensure the port continues to enhance its ability to serve Birmingham and the southeast.

Quantifiable Benefits

The new warehouse will provide an additional 10,000 square feet (300,000 cubic feet) of storage space for the Lynnport Terminal. Specifically, it is estimated that the warehouse will provide an additional 10,500 to 14,000 tons of additional stowage potential to the terminal. This increase in tonnage will improve the terminal's capacity to transport an increased amount goods throughout the port, which will impact the number of barges that can be received per year.

On average, one barge carries approximately 1,700 tons of product. The LMS currently produce 12 barges, or approximately 21,000 tons, per year. It is expected that the increase in storage capacity will increase the number of barges able to be produce 18-20 barges per year, which could mean an increase of approximately 31,500 to 35,000 tons. Receiving more barges will not only assist the port in expanding the products they are able to stow and transport, but it will also aid in reducing the number of trucks needed to transport these goods. This increase in

tonnage provided by this warehouse is estimated to prevent between 1,240 and 1,380 trucks from being on public roadways each year.

- 2. 20 Points - A discussion of how the project meets one or more of the program priority areas. This section shall also include a discussion of the review process completed prior to application submission. Preliminary concurrence from applicable authorities and departments is a requirement of the application. All applicants claiming to meet one or more of the program priority areas must provide verifiable documentation of one or more of the priority areas.**

The proposed warehouse at the Lynnport Terminal would help achieve all three priority areas for this grant application. A description of each activity is also included below:

1. Reduction in Congestion on Public Highways

The additional storage capacity provided by the proposed warehouse will give the port an ability to receive additional barges, decreasing the amount of freight on public highways. It is estimated that a single barge, which holds 1,700 tons of cargo, equates to 70 trucks. Current storage capabilities allow the port to receive an average of 12 barges per year, which reduces congestion by approximately 840 trucks annually. The increased storage capabilities provided by the new warehouse facility will permit the port to service an additional 6-8 barges per year, bringing the total amount of barges served to 18-20 annually. This project would prevent congestion on public roadways by a minimum amount of 1,260 trucks per year and a maximum amount of 1,380 trucks. This decrease in congestion will not only positively impact traffic flow throughout the Birmingham region, but it can also help decrease the amount of roadwork needed on these public roads and increase the safety of driving conditions on interstates. Also, barges produce about 10 times less carbon-dioxide than trucks.

2. Increase Tonnage at Port Facilities

The new warehouse facility will provide the port with an additional 10,000 square feet, or 300,000 cubic feet, of storage space at the LPT, which will increase the port's overall capacity to stow and transport cargo. It is estimated that this facility will increase the terminal's tonnage by 10,500-14,000 tons. After the completion of the warehouse the supplier will be able to house a minimum of 31,500 tons and a maximum of 35,000 tons.

3. Enhance Regional Competitiveness for Port Operators and Users

The regional competitiveness of the port will be enhanced due to the potential provided by the additional storage space to diversify the types of cargo the port is able to receive. Most barges carry bulk items that would be difficult to transport in other modes of transportation, including coal, oil, grain, chemicals, and iron ore. These materials often need to be stored in secured, weather-protected environments to prevent damage or decay. The addition of the warehouse will allow LPT to open the docks up to receive a diversified range of cargo, including items that may not be currently stored at the port.

In addition to diversification, the warehouse will also be able to support the expansion of companies that currently exist at the port. LMS, the company currently renting warehouse space at the LPT, stores approximately 1.9 million gallons of modern petroleum equipment, which is used to refine petroleum shipped from the gulf coast in its existing warehouse. (Please see the third page of "Attachment A, Project Description" for a map of the existing structures at the terminal; the proposed warehouse site is highlighted in red.) With the assistance of the additional facility, the terminal could hold up to 3 million gallons of petroleum equipment, which would increase the supply of LMS to the foundries throughout the region. Each of these factors expands the number of products able to be serviced by the port, and it enhances the ability of current companies to increase their product production and transport.

4. 10 Points - A discussion of the applicant's technical and managerial capabilities to complete the project within two years of the effective date of the grant award.

As discussed on page 4, Port Birmingham is projecting this project to conclude within 6 months. The initial preliminary discussions, including engineering and design requirements, have been agreed to, contingent on the grant application's approval. In addition, leasing agreements have already been established between Port Birmingham and LMS for the additional warehouse space, which is estimated to generate approximately \$36,000 in revenue for the port. Port Birmingham is committed to completing this project so the additional 300,000 cubic feet of storage capacity can be utilized as soon as possible. Please see the fourth page of "Attachment A, Project Description" for the lease commitment letter.

5. 10 Points – The applicant shall identify from the list below, how the applicant meets the eligibility requirement. Please include documentation that the applicant is eligible to apply for the funds.

- Port authorities
- Port commissions
- Subdivisions and agents under existing authority
- Political subdivision of a local government
- Tribal government
- Public agency
- Publicly chartered authority established by the state.

Please see pages 5-10 of "Attachment A, Project Description" for the Certification of Incorporation for the Birmingham-Jefferson County Port Authority.

PROJECT BUDGET

This section is worth up to 50 points. Points will be awarded based on verifiable information

Please complete the following section. Any attachments shall be titled Attachment B, Project Budget. Please note that a 20% match is required for all projects; however, additional points can be earned throughout this section for all applicants who commit to provide additional matching funds.

- I. 5 Points - Please complete the table below. The total grant amount cannot exceed the lesser of 80% of total project costs, or \$1,000,000.

ADECA PORT GRANT: BJCPA PROJECT BUDGET	
Total Project Cost	\$ 1,097,500
20% of Project Cost (Match)	\$ 257,500
80% of Project Cost (Maximum Grant)	\$ 878,000
TOTAL GRANT AMOUNT REQUESTED	\$ 878,000

- II. 20 Points - Please provide a detailed project budget narrative to include itemized eligible project expenses.

If funded, the monies received for this project will be spent solely on the construction of the new warehouse facility. It is estimated that, including construction and labor expenses, the new warehouse facility will cost \$88 per squarer foot. The following is an explanation of the itemized list of expenses as categorized on page 9.

I. **ENGINEERING/DESIGN** **TOTAL: \$32,000**

The engineering and design of the new warehouse have been committed to be funded by the BJCPA as part of the preliminary engineering efforts for this project. The total amount of the engineering and design portion of this study will be used as in-kind match towards the grant amount outlined in this proposal. The total amount of the engineering and design implementation for this project is projected to be \$32,000.

II. **PERMITS** **TOTAL: \$8,000**

The permits will be acquired by the LPT's current landowner in the initial phase of this project. The total costs of the permit acquisition will be used as an in-kind match towards the project costs outlined in this proposal. The total costs of permits for this project is \$8,000.

III. **CONSTRUCTION TOTAL: \$900,000**

The funding for this portion of this project will be used in the site preparation and building efforts for this project, and it is estimated that the costs will total \$900,000. Activities funded under this budget line are:

• Project Management: \$60,000, Match

This includes the initiating, planning, controlling, executing, and concluding processes involved with the construction of the warehouse. Funding for this portion of the project has been committed by the BJCPA and will be considered match towards this grant project.

• Materials: \$455,000, Grant Funding; \$25,000 Match

This includes the items needed for the entire construction of the warehouse facility. The BJCPA has committed to invest \$25,000 towards the purchasing of materials, which will be used as match. The other \$455,000 will be funded through the grant.

• Fill-Compaction Process: \$40,000, Grant Funding

The grant will fund the fill-compaction process as part of the site preparation for the new warehouse facility.

• Labor: \$320,000, Grant Funding

The estimated labor costs for the entire construction project have been estimated to total \$320,000. This grant would fully fund the labor costs of this project.

IV. **OTHER**

TOTAL: \$17,500

The other costs incurred by this project have been committed to be funded by the BJCPA as match for this project. This section includes the following costs:

• Materials- Land Acquisition: \$17,500, Match

The land at the Lynnport Terminal will be acquired by the BJCPA from the landowner, contingent on project approval.

- 3. 10 Points - Please identify the source and amount of matching funds. Appropriate resolutions and/or financial documents should be included. Any additional expenses associated with the project, but not part of the grant budget, should be included.**

The BJCPA is committed to provide a 23 percent match towards this project to total the amount of \$257,500. The match will be provided as a mix of both in-kind and cash. The chart below describes each match source and the amount they are providing.

BJCPA: WAREHOUSE GRANT MATCHING FUNDS LIST		
Match Source	Match Purpose	Match Amount
BJCPA	Engineering/Design	\$ 32,000.00
BJCPA	Permit Procurement	\$ 8,000.00
BJCPA/LPT-Construction Contract	Project Management	\$ 60,000.00
BJCPA	Monetary Support for Materials	\$ 140,000.00
LPT Landowner	Land Acquisition	\$ 17,500.00
TOTAL MATCH AMOUNT		\$ 257,500.00

4. 5 Points - A discussion of any other funds associated with the project, but not included in the budget.

There are no other funds associated with this project that are not included in the project budget.

5. 10 Points - Please complete the following table.

ADECA Port Grant: BJCPA Project Itemized Budget			
Funding Amount and Source			
Budget Item	Grant	Match	Total
Engineering /Design		\$ 32,000.00	\$ 32,000.00
Permits		\$ 8,000.00	\$ 8,000.00
BJCPA Monetary		\$ 140,000.00	\$ 140,000.00
Construction			
Materials	\$ 320,000.00		\$ 320,000.00
Labor	\$ 160,000.00		\$ 160,000.00
Other			
Materials/Building	\$ 200,000.00		\$ 200,000.00
Labor	\$ 160,000.00		\$ 160,000.00
Land		\$ 17,500.00	\$ 17,500.00
Construction Management		\$ 60,000.00	\$ 60,000.00
Total	\$ 840,000.00	\$ 257,500.00	\$ 1,097,500.00

Certifications

1. The applicant certifies that it is a (choose all that apply):

- Port authority
- Port commission
- Subdivision and/or agent under existing authority
- Political subdivision of a local government
- Tribal government
- Public agency
- Publicly chartered authority established by the state

2. The applicant certifies that the funds will not be used for routine maintenance, administrative and operational expenses, debt service, or for the dredging of waterways within the state that are not in the immediate vicinity of an inland port facility.

3. The applicant certifies receipt of a preliminary concurrence from the appropriate state agencies such as, Alabama Department of Transportation, Alabama Department of Environmental Management, Alabama Port Authority, or any other applicable authority or department.

Certification	
I, the undersigned, am authorized to obligate my entity and enter into agreements for my organization. I understand that the above certifications do not guarantee funding and a grant agreement will be executed prior to project funds being expended. I further understand that if the above statements cannot be verified, no grant funds will be awarded under this program. Finally, to the best of my knowledge the above certifications are true and correct.	
Signature of Applicant: 	Date: 12/12/2019
Title of Applicant: Executive Director, Birmingham Jefferson County Port Authority	

For more information regarding the Alabama Inland Port Infrastructure Program, please send questions to inland.ports@adeca.alabama.gov, or call (334) 242-5292 between the hours of 8:00 a.m. to 5:00 p.m., Monday through Friday.

State of Alabama – Disclosure Statement

**My Commission Expires
March 26th, 2023**

X 

Alabama Act 2001-955 requires the *State of Alabama Disclosure Statement* (Attachment D) to be completed and filed with all proposals, bids, contracts, and grant proposals to the State of Alabama in excess of \$5,000. A fillable PDF is available on our website at <http://adeca.alabama.gov/inlandports>. Complete all lines as indicated. If an item does not apply, denote 'N/A' (not applicable). If you cannot include required information in the space provided, attach additional sheets as necessary. **The form must be signed, dated, and notarized.**



State of Alabama Disclosure Statement

Required by Article 3B of Title 41, Code of Alabama 1975

ENTITY COMPLETING FORM

Birmingham - Jefferson County Port Authority

ADDRESS

710 20th St N.

CITY, STATE, ZIP

Birmingham, Alabama, 35203

TELEPHONE NUMBER

205-886-1998

STATE AGENCY/DEPARTMENT THAT WILL RECEIVE GOODS, SERVICES, OR IS RESPONSIBLE FOR GRANT AWARD

Alabama Department of Economic Development and Community Affairs

ADDRESS

P.O. Box 5690

CITY, STATE, ZIP

Montgomery, Alabama 36103

TELEPHONE NUMBER

3342425290

This form is provided with:

Contract

Proposal

Request for Proposal

Invitation to Bid

Grant Proposal

Have you or any of your partners, divisions, or any related business units previously performed work or provided goods to any State Agency/Department in the current or last fiscal year?

Yes

No

If yes, identify below the State Agency/Department that received the goods or services, the type(s) of goods or services previously provided, and the amount received for the provision of such goods or services.

STATE AGENCY/DEPARTMENT

TYPE OF GOODS/SERVICES

AMOUNT RECEIVED

N/A to the best of our knowledge

Have you or any of your partners, divisions, or any related business units previously applied and received any grants from any State Agency/Department in the current or last fiscal year?

Yes

No

If yes, identify the State Agency/Department that awarded the grant, the date such grant was awarded, and the amount of the grant.

STATE AGENCY/DEPARTMENT

DATE GRANT AWARDED

AMOUNT OF GRANT

N/A to the best of our knowledge

1. List below the name(s) and address(es) of all public officials/public employees with whom you, members of your immediate family, or any of your employees have a family relationship and who may directly personally benefit financially from the proposed transaction. Identify the State Department/Agency for which the public officials/public employees work. (Attach additional sheets if necessary.)

NAME OF PUBLIC OFFICIAL/EMPLOYEE

ADDRESS

STATE DEPARTMENT/AGENCY

N/A to the best of our knowledge

2. List below the name(s) and address(es) of all family members of public officials/public employees with whom you, members of your immediate family, or any of your employees have a family relationship and who may directly personally benefit financially from the proposed transaction. Identify the public officials/public employees and State Department/Agency for which the public officials/public employees work. (Attach additional sheets if necessary.)

NAME OF FAMILY MEMBER	ADDRESS	NAME OF PUBLIC OFFICIAL/ PUBLIC EMPLOYEE	STATE DEPARTMENT/ AGENCY WHERE EMPLOYED
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N/A to the best of our k

If you Identified individuals in items one and/or two above, describe in detail below the direct financial benefit to be gained by the public officials, public employees, and/or their family members as the result of the contract, proposal, request for proposal, invitation to bid, or grant proposal. (Attach additional sheets if necessary.)

N/A

Describe in detail below any indirect financial benefits to be gained by any public official, public employee, and/or family members of the public official or public employee as the result of the contract, proposal, request for proposal, invitation to bid, or grant proposal. (Attach additional sheets if necessary.)

N/A

List below the name(s) and address(es) of all paid consultants and/or lobbyists utilized to obtain the contract, proposal, request for proposal, invitation to bid, or grant proposal:

NAME OF PAID CONSULTANT/LOBBYIST	ADDRESS
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The Jones Group, LLC	10 Court Square Montgomery, Al 36106
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By signing below, I certify under oath and penalty of perjury that all statements on or attached to this form are true and correct to the best of my knowledge. I further understand that a civil penalty of ten percent (10%) of the amount of the transaction, not to exceed \$10,000.00, is applied for knowingly providing incorrect or misleading information.

David R. Hill
Signature

12-13-19
Date

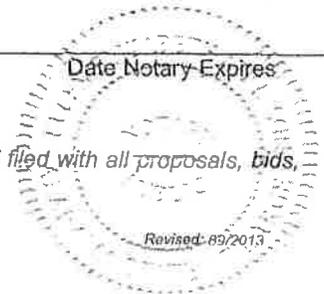
**My Commission Expires
March 26th, 2023**

Glenn Elizabeth Atkinson
Notary's Signature

12/13/19
Date

Date Notary Expires

Article 3B of Title 41, Code of Alabama 1975 requires the disclosure statement to be completed and filed with all proposals, bids, contracts, or grant proposals to the State of Alabama in excess of \$5,000.





JEFFERSON COUNTY COMMISSION

Suite 230 Courthouse
716 Richard Arrington, Jr. Blvd. N.
Birmingham, Alabama 35203
Telephone (205) 325-5503

December 11, 2019

Director Boswell
Alabama Department of Economic and Community Affairs (ADECA)
P.O. Box 5690
Montgomery, Al 36103

RE: ADECA Alabama Inland Port Infrastructure Program

Dear Director Boswell,

On behalf of the Jefferson County Commission, I am writing to express our full support of the Birmingham-Jefferson County Port Authority (BJCPA) application for ADECA Inland Port Infrastructure Program to further the development of Port Birmingham.

Unlike the inland ports in other parts of the state, Port Birmingham has a barge, railroad connectivity to three Class 1 railroads, and convenient access to Birmingham's extensive interstate network. The Jefferson County Commission is joined by numerous other corporate and government entities across the region in recognizing the unique value of this facility. We are fully committed to working in harmony with the BJCPA leadership to fully capitalize on this asset.

The BJCPA was established in 2016 as a joint venture between the City of Birmingham and Jefferson County to further drive economic development efforts at the Port and its surrounding areas. Through this shared vision, the Jefferson County Commission joins the BJCPA in seeking avenues to utilize the Port's natural resources to create more jobs, increase local revenue and exports, and reduce congestion and pollution in the region. The proposed project will further support the ongoing community and business sector engagement around Port Birmingham by promoting waterway use and leveraging public-private-partnerships to offer effective and efficient freight alternatives to the region.

We are confident this project will be the first step to provide businesses with a safer, more cost-effective means of transportation throughout the region, while driving more economic commerce and improving transportation services for businesses throughout the area.

The BJCPA depends on all available funding sources to continue growing and developing the inland port. The Jefferson County Commission fully supports the efforts of the BJCPA to exceed its project goals and encourages you to strongly consider Port Birmingham for this funding opportunity. Thank you for considering this project for the ADECA Inland Port Infrastructure Program.



Commissioner Lashunda Scales



Commissioner Sheila Tyson



Commissioner Jimmie Stephens



Commissioner Joe Knight



Commissioner Steve Ammons

LYNNPORT TERMINAL

4136 OLD JASPER HWY
ADAMSVILLE AL. 35005

LETTER OF INTENT

This Letter of Intent is to confirm the interest of Larpen Metallurgical Services (LMS) in Leasing additional warehouse space at Lynnport Terminal (LPT)

LPT is in the process of negotiating with Birmingham-Jefferson County Port Authority (BJCPA) to build a new 10,000 sq ft warehouse near the existing warehouse, (location map included) for lease to LMS. The lease rate would be \$3000.00 per month, \$36,000.00 per year, term of lease can be the same as existing lease at time of construction completion, estimated late summer 2020.

Construction of this facility is contingent upon the grant approval of BJCPA's request for Inland port infrastructure program funding.

If LMS is interested in leasing this proposed facility please confirm and return to Lynn Port Terminal, 4136 Old Jasper Hwy, Adamsville, AL 35226, email mccluremk@aol.com.

LARPEN METALLURGICAL SERVICES

LYNNPORT TERMINAL

by _____
Ryan Reynolds

by 
Mike McClure

Clerk: NICOLE

**CERTIFICATE OF INCORPORATION OF THE BIRMINGHAM - JEFFERSON
COUNTY PORT AUTHORITY**

July 21, 2016

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, in order to incorporate a public corporation (the "Authority") under and pursuant to the provisions of Chapter 94 of Title 11 of the Code of Alabama (1975) (the "Enabling Act"), do hereby make, sign, execute, acknowledge, and file this certificate of incorporation:

ARTICLE ONE

The names and residences of the undersigned applicants and incorporators are:

William A. Bell, Sr.
308 10th Avenue West
Birmingham, Alabama 35204

Johnathan F. Austin
1914 3rd Ave N
Apt 201
Birmingham, Alabama 35203

Lisa D. Cooper
136 Jewell Circle
Birmingham, Alabama 35022

Each of the undersigned applicants and incorporators is a duly qualified elector of and taxpayer in Jefferson County, Alabama.

ARTICLE TWO

The Authority is established as a separate legal entity and public body corporate. The name of the Authority shall be "The Birmingham – Jefferson County Port Authority".

Attached hereto as Exhibit A is a Certificate by the Secretary of State of the State of Alabama that the name proposed for the Authority is not identical with that of any other corporation in the State or so nearly similar thereto as to lead to confusion and uncertainty.

ARTICLE THREE

3.1 On the 14th day of June, 2016, the Council of the City of Birmingham, Alabama, duly adopted a resolution in which permission to organize the Authority was granted and which approved and authorized the incorporation of the Authority in accordance with the Enabling Act, a certified copy of which resolution is attached hereto as Exhibit B and made a part hereof.

3.2 On the 23rd day of June, 2016, the County Commission for Jefferson County, Alabama, duly adopted a resolution in which permission to organize the Authority was granted and which approved and authorized the incorporation of the Authority in accordance with the Enabling Act, a certified copy of which resolution is attached hereto as Exhibit C and made a part hereof.

3.3 On the 28th day of June, 2016, the Alabama State Docks Department approved the incorporation of the Authority in accordance with the Enabling Act, a copy of which approval is attached hereto as Exhibit D and made a part hereof.

ARTICLE FOUR

The location of the principal office of the Authority shall be Birmingham City Hall, 710 20th Street North, Birmingham, Alabama 35203. The registered agent shall be the City Clerk of the City of Birmingham, Office of the City Clerk, Third Floor, Birmingham City Hall, 710 20th Street North, Birmingham, Alabama 35203.

ARTICLE FIVE

The Authority is organized and operated as a port authority for the purposes set forth in the Enabling Act with all the powers, authorities, duties, functions, rights, privileges, immunities, and responsibilities specified in the Enabling Act.

ARTICLE SIX

The geographical boundaries of the Authority's jurisdiction shall be the boundaries of Jefferson County, in accordance with the Enabling Act, Section 11-94-4(a)(6) Code of Alabama (1975).

ARTICLE SEVEN

The duration of the Authority shall be perpetual, subject to the provisions of the Enabling Act.

ARTICLE EIGHT

8.1 The Authority shall have no authority to obligate the City of Birmingham nor shall any obligation of the Authority constitute an obligation of the City of Birmingham.

8.2 The Authority shall have no authority to obligate Jefferson County nor shall any obligation of the Authority constitute an obligation of Jefferson County.

ARTICLE NINE

Pursuant to the Enabling Act, Section 11-94-7, Code of Alabama (1975):

(a) The Authority shall be governed by a board of directors (referred to herein collectively as the "Board") in which all of the powers of the Authority shall be vested, and which shall consist of five (5) members. Two directors shall be elected by the governing body of Jefferson County, two directors shall be elected by the governing body of the City of Birmingham, and one director shall be elected jointly by the governing bodies of both Jefferson County and the City of Birmingham. The directors shall be so elected that they shall hold office for staggered terms. The first term of office of one of the two directors elected by the governing body of Jefferson County shall be for two (2) years and the first term of office of the other director elected by said governing body of Jefferson County shall be for four (4) years. The first term of office of one of the two directors elected by the governing body of the City of Birmingham shall be for one (1) year and the first term of office of the other director elected by said governing body of the City of Birmingham shall be for three (3) years. The first term of office of the director elected jointly by the governing bodies of Jefferson County and the City of Birmingham shall be for five (5) years. Thereafter, the term of office of each director shall be five (5) years. If at the expiration of any term of office of any director a successor thereto shall not have been elected, then the director whose term of office shall have expired shall continue to hold office until a successor shall be so elected. Each director elected by the governing body of one of the authorizing subdivisions shall be a resident of the authorizing subdivision by whose governing body he or she was elected, but the director elected jointly by the governing body of both authorizing subdivisions need only be a resident of Jefferson County. If a director resigns, dies, or becomes incapable or ineligible to act as director, a successor to serve the unexpired period of his or her term shall be elected by the governing body or bodies by which the director whose unexpired term he or she is to fill was elected. Directors shall be eligible for reelection by the governing body or bodies by which they were initially elected. No director shall be an officer or employee of the State of Alabama or of Jefferson County or the City of Birmingham.

(b) A majority of the members of the Board shall constitute a quorum for the transaction of business, but any meeting of the Board may be adjourned from time to time by a majority of the directors present or may be so adjourned by a single director if such director is the only director

present at such meeting. No vacancy in the membership of the Board shall impair the right of a quorum to exercise all the powers and duties of the Authority. Any matter in which the Board is authorized to act may be acted upon at a regular, special or called meeting. At the request of any director, the vote on any question before the Board shall be taken by ayes and nays entered upon the record. All proceedings of the Board shall be reduced to writing by the secretary of the Authority and recorded in a well-bound book which shall be open for inspection by each director and the public at all reasonable times. Copies of such proceedings when certified by the secretary of the Authority under its seal shall be received in all courts as evidence of the matters and things therein certified. Directors and officers of the Authority shall serve without compensation, except that they may be reimbursed for actual expenses incurred in the performance of their duties. Any director may be impeached and removed from office in the manner and on the same grounds provided for in Section 175 of the Constitution of Alabama of 1901, and the general laws of the State for impeachment and removal of officers mentioned in said Section 175. The Authority shall make to its authorizing subdivisions an annual report of its activities and of its plans for the future, which report shall include a financial operating statement and balance sheet prepared and certified by the examiner of public accounts for the State of Alabama or by a certified public accountant.

ARTICLE TEN

The officers of the Authority shall consist of a president, a vice president, a secretary, a treasurer, and such other officers as the Board may determine. The office of secretary and treasurer may be held by the same person. All officers shall be elected by the Board and shall be members of the Board.

ARTICLE ELEVEN

The directors shall adopt by-laws for the Authority at the initial organizational meeting of the Board. The directors may further adopt governing policies for the Authority at such organizational meeting or at such subsequent meeting as the directors shall deem appropriate.

ARTICLE TWELVE

Pursuant to Section 11-94-18, Code of Alabama (1975), whenever the Board of the Authority shall by resolution determine that the purposes for which the Authority was formed have been substantially complied with and any bonds theretofore issued and all obligations theretofore incurred by the Authority have been paid, the Authority shall thereupon execute and file for record in the office of the judge of probate of Jefferson County a certificate of dissolution reciting such facts and declaring the Authority to be dissolved. Such certificate of dissolution shall be signed by the president or vice president of the Authority under its corporate seal.

Upon the filing of such certificate of dissolution the Authority shall stand dissolved, the title to all funds and properties owned by it at the time of such dissolution shall vest in equal shares in the City of Birmingham and Jefferson County and the possession of such funds and properties shall forthwith be delivered to the City of Birmingham and Jefferson County.

ARTICLE THIRTEEN

The Authority shall be a non-profit public corporation and no part of its net earnings remaining after payment of its expenses shall inure to the benefit of any individual, firm, or corporation, except that in the event its Board shall determine that sufficient provision has been made for the full payment of the expenses, bonds, and other obligations of the Authority, then any net earnings of the Authority thereafter accruing shall be paid in equal amounts to the City of Birmingham and Jefferson County.

ARTICLE FOURTEEN

The Authority shall provide a monthly written report and a monthly oral report through a designated Board member to the Birmingham City Council's Public Safety, Transportation Committee, or any successor committee thereto, and shall make reports, as requested, to the Jefferson County Commission or a designated committee thereof.

IN WITNESS WHEREOF, the undersigned have signed this Certificate of Incorporation on and as of the date and year first above written.

/s/ William A. Bell, Sr.
William A. Bell, Sr.

State of Alabama)
County of Jefferson)

I, the undersigned authority, a Notary Public and for said County, in said State, hereby certify that William A. Bell, Sr., whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand this 5th day of Aug., 2016.

Helen M. Crenshaw
Notary Public

My commission expires: 10-30-18

/s/ Johnathan Austin
Johnathan Austin

State of Alabama)
County of Jefferson)

I, the undersigned authority, a Notary Public and for said County, in said State, hereby certify that Johnathan Austin, whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, she executed the same voluntarily on the day the same bears date.

Given under my hand this 5th day of Aug., 2016.



Notary Public

My commission expires: 10-30-18


Lisa D. Cooper

State of Alabama)
County of Jefferson)

I, the undersigned authority, a Notary Public and for said County, in said State, hereby certify that Lisa D. Cooper whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, she executed the same voluntarily on the day the same bears date.

Given under my hand this 5th day of Aug., 2016.



Notary Public

My commission expires: 10-30-18

ST CORNER PLATE
11. 269.69'

1479019412

SCALE 1" = 30 FT.

BIRMINGHAM-JEFFERSON COUNTY PORT AUTHORITY

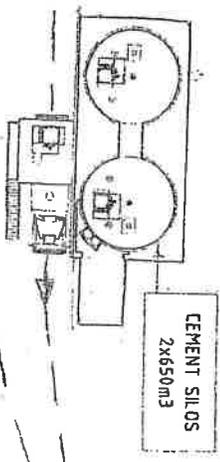
PROPOSED WAREHOUSE
50 FT X 200 FT - 10,000 SQ. FT.

PROPERTY LINE
220.00 FT.

70.00 FT.

70.00 FT.

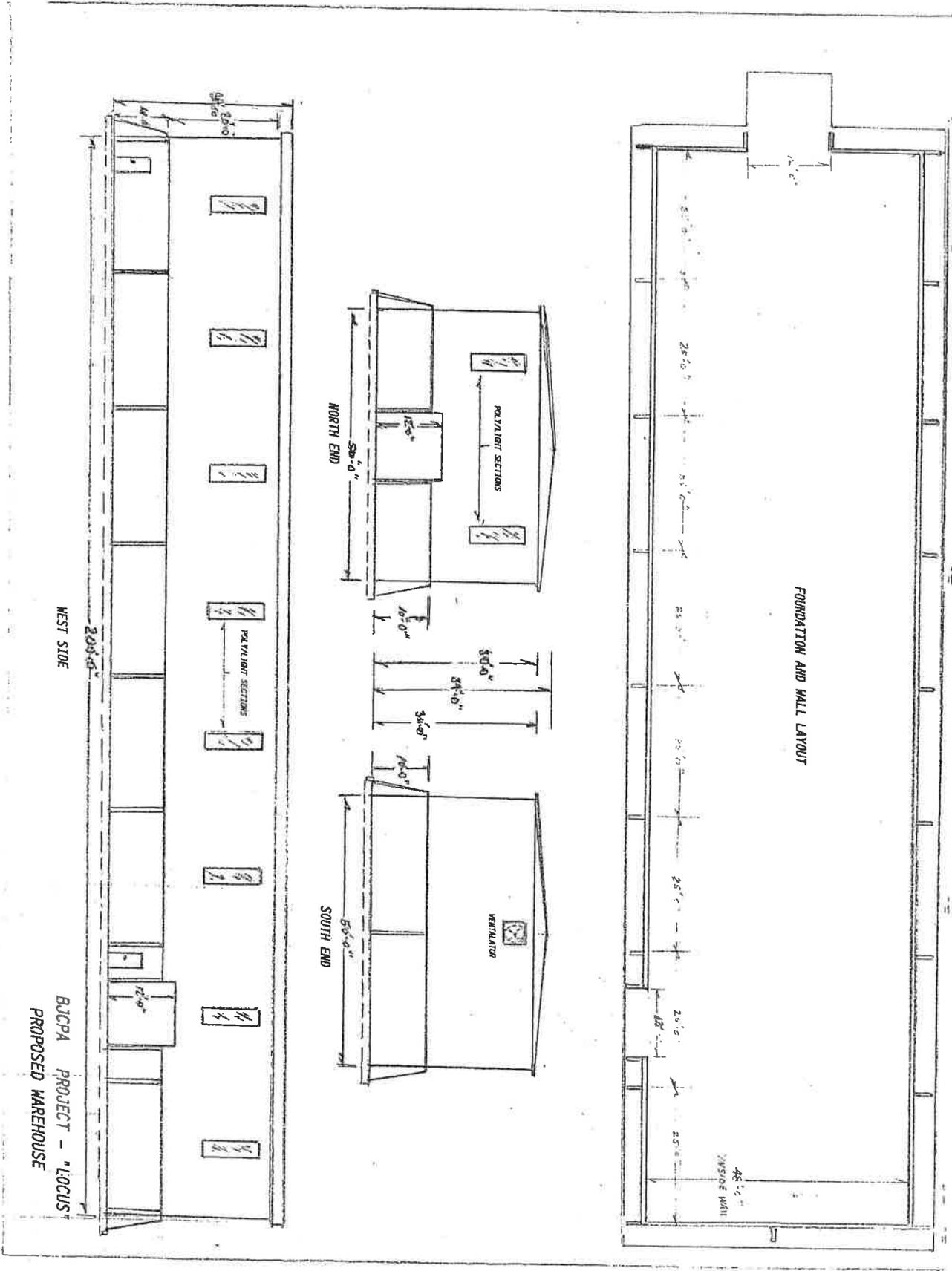
PROPOSED CLINKER STORAGE FOR ALABAMA CEMENT LLC



**PROPOSED PROPERTY TRANSFER
DEED DISCRPTION**

BEGINNING AT A POINT ON THE WEST SIDE OF THE ENTRANCE ROAD TO LPT 488 FT.
FROM THE INTERSECTION OF ATWOOD FERRY ROAD, REFERENCED AS CORNER "A"
THENCE S88-00W 70 FT. TO CORNER "B" THENCE 220 FT. N82-00E TO CORNER "C"
THENCE 70 FT. N88-00E TO CORNER "D" THENCE 220 FT. S02-00W TO THE P.O.B.
PARCEL CONTAINING .35 ACRES

PERMANENT INGRESS AND EGRESS EASEMENT FOR THE EXISTING
LPT ROAD IS GRANTED TO BGP&A AS PART OF THIS PARCEL TRANSFER
TRANSFER OF PROPERTY AGREEMENT BETWEEN LYNN PORT TERMINAL (LPT)
AND BIRMINGHAM-JEFFERSON COUNTY PORT AUTHORITY (BJCPA)
IS CONTINGENT UPON COMPLETED STATE GRANT, ADECA AND CONSTRUCTION
CONTRACT CONFIRMATION



WEST SIDE
 208'-0"
 BUCPA PROJECT - "LOCUS"
 PROPOSED WAREHOUSE

PRELIMINARY NOT FOR CONSTRUCTION



December 19, 2019

Director Boswell
Alabama Department of Economic and Community Affairs (ADECA)
P.O. Box 5690
Montgomery, Al 36103



Re: ADECA Alabama Inland Port Infrastructure Program

Dear Director Boswell,

On behalf of Inland Rivers, Ports & Terminals, Inc. (IRPT), I am writing to express our full support of the Birmingham-Jefferson County Port Authority (BJCPA) application for ADECA Inland Port Infrastructure Program to further the development of Birmingham's Inland Port.

Lynn Port Terminal has a barge, railroad connectivity to three Class 1 railroads, and convenient access to Birmingham's extensive interstate network. IRPT is joined by numerous other corporate and government entities across the region in recognizing the unique value of this facility. We are fully committed to working in harmony with the BJCPA leadership to fully capitalize on this asset.

The volume of goods in our transportation system will increase over the next 30 years with population growth. We applaud the work of the ADECA's Inland Port Infrastructure Program for recognizing that supporting inland port projects is reinforcing US transportation infrastructure and resiliency. The proposed BJCPA project will further support the ongoing community and business sector engagement around Port Birmingham by promoting waterway use and leveraging public-private-partnerships to offer effective and efficient freight alternatives to the region.

The strength and integrity of America's inland rivers make them ripe for significant development. River transportation was the backbone of the founding of many of today's major cities in the U.S., like Birmingham. Unfortunately, the shipping industry has not capitalized on the river system as a means of inland transportation but the time is now to re-focus efforts on making the inland waterway system a cost-effective and efficient mode of transportation.

Inland Rivers, Ports and Terminals, Inc. (IRPT) is a nationwide trade association composed of ports, terminals, users and suppliers of the U.S. Inland Waterway system. IRPT promotes the use of our nation's rivers as the most cost effective, and environmentally-friendly form of transportation. The BJCPA depends on all available funding sources to continue growing and developing the inland port. IRPT fully supports the efforts of the BJCPA to exceed its project goals and encourages you to strongly consider Port Birmingham for this funding opportunity. I appreciate your time and thoughtful consideration of this funding application. This project will yield significant long-term economic benefits and positively impact the future of transportation in the region.

Sincerely,

Aimee Andres

Aimee Andres
Executive Director



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