

# A G E N D A

## FORT SMITH PORT AUTHORITY

MEETING – Thursday, January 19, 2017  
City of Fort Smith Administrative Offices  
623 Garrison Ave, Rm 326  
Fort Smith, Arkansas

TIME: 11:30 a.m.

1. Call to order – Larry Combs, Chair
2. Roll Call
3. Approve minutes of:
  - a. October 27, 2016 regular meeting
  - b. November 17, 2016 special meeting
4. Treasurer’s Report – Dustin Collyge, Treasurer
  - a. Financial Report from 4<sup>th</sup> Quarter, 2016
  - b. Discussion of financial report presentation going forward
5. Operations Reports
  - a. Tonnage Report
  - b. Operations Report (projects, operations, customers, issues, requests, etc.)
6. Unfinished Business:
  - a. none
7. New Business:
  - a. Status report of Arkansas Waterways Commission grant project (Marty)
  - b. Discussion of membership dues payable (National Waterways Assn., AOPOA)
8. Other discussion items.
9. Next meeting: ~ April 20, 2017
10. Adjourn

City of Fort Smith  
Port Authority Meeting  
11:30 a.m. Thursday, October 27, 2016  
Port of Fort Smith  
200 Navy Road, Fort Smith, Arkansas

MINUTES

The Fort Smith Port Authority held its regular quarterly meeting at 11:30 a.m. on Thursday, October 27, 2016 at the Port of Fort Smith, 200 Navy Road, Fort Smith, Arkansas.

The meeting was called to order by Larry Combs, Chairperson at 11:44 a.m. and a quorum was noted present. Port Authority members present were Larry Combs, Eddie Norman, Dustin Collyge, Jeff Taake, and Philip Doss. Others present included Marty Shell and Wesley Dennis of Five Rivers Distribution as well as Jeff Dingman of the City of Fort Smith.

The minutes of the August 4, 2016 quarterly meeting were presented. The minutes were approved upon motion of Mr. Taake, which was seconded by Mr. Norman and carried by unanimous vote.

Mr. Shell of Five Rivers Distribution delivered the tonnage report for the Third Quarter of 2016. Mr. Shell reviewed materials and tonnage reports for July, August, and September through the Ports of Fort Smith and Van Buren as provided to the members in their meeting packet. A total of 70,485.23 net tons of product moved through the Ports of Fort Smith and Van Buren in the Third Quarter 2016, compared to 93,063.67 tons during the same period the previous year. Mr. Doss moved approval of the Tonnage Report. The motion was seconded by Mr. Norman and carried by unanimous vote.

Mr. Dingman reviewed the financial report for the Third Quarter 2016, showing the summary of tonnage indicated above and associated revenues (from rent & royalties) and expenses to date. The Port Authority received \$3,496.31 from the operator for rent and royalties for the quarter. Less the \$721.81 for sponsorship of the Arkansas Waterways Commission dinner in July, unencumbered cash on hand is \$19,789.99. Mr. Dingman also reviewed the accounting of capital investment made by Five Rivers and associated reimbursement by the Port Authority. To date, Five Rivers has invested \$127,201.53 in improvements to the port facility. The Port Authority has reimbursed \$52,444.91 to date, including \$1,165.44 for the 3Q 2016, and still owes Five Rivers \$74,756.62. A motion to approve the Financial Report was made by Mr. Collyge, seconded by Mr. Norman and approved unanimously.

Mr. Shell delivered the Operator's Report, noting that Five Rivers is glad to have all construction in the area completed, including the paving project at the Port property and the City's wastewater tank project on the neighboring property, which took nearly two years to complete. Mr. Norman asked Mr. Dingman about the possibility of Five Rivers using any excess area on the city's property, to which Mr. Dingman replied that was unlikely but could be investigated. Mr. Shell noted that he would be traveling to Little Rock on November 1 to a meeting of the Arkansas Waterways Commission as they consider the most recent grant application for public port improvement funds. The Port of Fort Smith applied for over \$500,000 in funds to go toward the bulk storage building project. Mr. Doss moved acceptance of the Operator's Report, Mr. Taake seconded, and the motion carried by unanimous vote.

As there was no unfinished business, Mr. Combs introduced the item of New Business concerning the potential long-term lease of the Port Property to Five Rivers Distribution. Mr. Dingman noted that the draft for review was distributed by email on October 11 for the members to review and make comment. Mr. Shell noted that the attorney representing Five Rivers Distribution, Mr. Philip Bagby, had reviewed the draft and has some drafting inquiries that should be negotiated or worked out with the

city's attorney. Specifically, item 7(e) is heavy on the documentation of financial information required to be presented for the Port Authority's review, especially if the rent arrangement is based on a flat rental amount, and not derived as royalty or a percentage of revenue. Also, issues such as the required amounts of insurance coverage, the use of insurance proceeds, and whether mortgage financing can be allowed for new construction are issues to work out.

As for the basic parameters of the document, Mr. Dingman asked the members to consider what the term of the lease should be, and how much the base amount of rent should be for inclusion in the next draft of the document. As to the term, after general discussion the members reached consensus that a 30-year term was acceptable.

As to the rental amount, Mr. Dingman recounted to the members that the Port Authority typically has about \$10,000 to \$12,000 per year. Some years, such as 2016, have contained additional expenses such as paying for facility improvements or providing grant matching funds. There was discussion about how much the Port Authority currently receives from the Operator per month under the base rent plus royalty setup, and it was thought to be between \$2,000 & \$3,000 per month (gross), out of which comes reimbursement to the operator for capital investment. Mr. Dingman agreed to follow up with clarification on this amount. The Port Authority consensus was that the rent should be a fixed rate, and whatever is finally determined, up to half of the monthly rental should go towards repayment of Five Rivers Distribution's capital investment in the Port facility until the debt is repaid.

After discussion, Mr. Norman moved that Mr. Doss be appointed to work with Mr. Dingman and Mr. Shell on behalf of the Port Authority membership to work through details of an agreement, get the agreement through both parties' respective attorneys, and back to the entire membership for review and approval. Mr. Taake seconded the motion, and the motion carried by unanimous vote. All agreed that a special meeting would be tentatively scheduled for November 17 to consider a negotiated and complete agreement.

Mr. Norman asked Mr. Shell about the status of the ground penetration radar investigation of the warehouse floor. Mr. Shell stated that his staff is working with the engineer to move material around so that the whole area of the floor could be properly surveyed. Mr. Dingman noted that the city's utility would be bearing the cost of the survey.

The next regular meeting of the Port Authority will tentatively be the last week of January, 2017. There being no further business, Mr. Combs declared the meeting be adjourned at 12:54 p.m.

Respectfully submitted,



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Jeff Dingman  
Deputy City Administrator  
City of Fort Smith, Arkansas

City of Fort Smith  
Port Authority Special Meeting  
11:30 a.m. Thursday, November 17, 2016  
City Administrative Offices, 5<sup>th</sup> Floor Conference Room  
623 Garrison Avenue, Fort Smith, Arkansas

MINUTES

The Fort Smith Port Authority held a special meeting at 11:30 a.m. on Thursday, November 17, 2016 in the 5<sup>th</sup> Floor conference room of the City Administrative offices, 623 Garrison Avenue, Fort Smith, Arkansas.

The meeting was called to order by Larry Combs, Chairperson at 11:44 a.m. and a quorum was noted present. Port Authority members present were Larry Combs, Eddie Norman, Dustin Collyge, Jeff Taake, and Philip Doss. Others present included Marty Shell and Wesley Dennis of Five Rivers Distribution as well as Jeff Dingman of the City of Fort Smith. Mr. Philip Bagby was also in attendance.

Mr. Combs introduced Unfinished Business the consideration of a Lease Agreement with Five Rivers Distribution for the Port of Fort Smith property at 200 Navy Road. Such agreement is proposed for a term of 30 years, effective beginning January 1, 2017, and containing provisions for two five-year extension terms. Such lease also specifies rent of \$3,000 per month, with provisions for adjustment based on comparison to the Consumer Price Index. For the first 48 months of the lease term, net rent payment of \$1500 per month will be payable to the Port Authority as rent, the balance of the \$3,000 to be applied toward reimbursement of Five Rivers Distribution for specific capital improvements made to the port premises since 2008. Mr. Dingman explained that he and Mr. Doss met with Mr. Shell at the direction of the Port Authority from its October 27 meeting to discuss terms of the agreement, including concerns presented by City Attorney Jerry Canfield and Mr. Shell's attorney Mr. Bagby. Mr. Bagby acknowledged some discussion with Mr. Canfield, and that the terms of the agreement were satisfactory to him and his client. Mr. Dingman indicated that Mr. Canfield was also satisfied with the agreement. Mr. Norman moved that such agreement be approved by the Port Authority, and Mr. Taake seconded. The motion carried by unanimous vote.

Mr. Combs invited discussion on the first item of New Business regarding confirmation of officers of the City of Fort Smith Port Authority Commission. Mr. Dingman noted that the enabling state legislation and the corresponding provisions of the Fort Smith Municipal Code indicate that both a treasurer and the chair of the Port Authority sign warrants/checks for the Port Authority's expenses, and that the Port Authority has an annual financial reporting responsibility to the City of Fort Smith. Therefore, a treasurer needs to be named, as should a vice-chair. Mr. Norman moved that Mr. Collyge be named Treasurer for the Port Authority. Mr. Taake seconded, and the motion carried unanimously. Subsequently, Mr. Norman moved that Mr. Doss be named Vice-Chair for the Port Authority. Mr. Taake again seconded, and the motion carried by unanimous vote.

The Port Authority considered a Resolution authorizing the establishment of at least two bank accounts in the name of the City of Fort Smith Port Authority for purposes of receiving grant funds and for general operations. Such action would remove the current process of funneling Port Authority revenues and expenses through the treasury of the City of Fort Smith, as well as comply with the Arkansas Waterways Commission's requirement that funds granted to the Port Authority by the Commission be administered through a separate and specific bank account. Mr. Norman moved approval of Resolution No. 2016-03, and Mr. Doss seconded. The motion carried by unanimous vote. Subsequently, Mr. Collyge moved that two such bank accounts be established at the Bank of the Ozarks. Mr. Norman seconded, and the motion carried. The discussion following indicated that the Port Authority would be ready to

accept all future rent payments and other revenues in the new accounts as soon as is practicable after establishment of the accounts, whether submitted by paper check or by Electronic Fund Transfer. Mr. Shell indicated that his staff would discuss future methods of rent submittal with Mr. Doss.

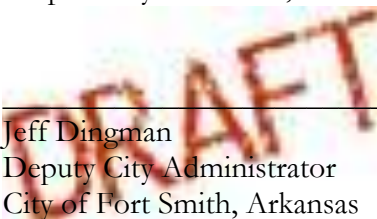
There was discussion regarding historical expenses of the Port Authority, and how some expenses were paid by the City Administrator's program of the City of Fort Smith budget. The action of separating the Port Authority treasury from the City of Fort Smith treasury will lend greater transparency to the expenses of the Port Authority, and greater accountability on the Port Authority for management of its finances.

The Port Authority considered a Resolution authorizing the Chair, or Mr. Shell as the Chair's designee, to apply for Arkansas General Improvement Fund grant funds through the Western Arkansas Planning & Development District (WAPDD) for purposes of improvements to the Port of Fort Smith. Any such grant funds received would be deposited into the Port Authority's operations account and used for the reasons specified in the grant application, which include capital improvements to the facility. The deadline for submittal of such grant application is November 23. Mr. Doss moved approval of Resolution No. 2016-04. Mr. Collyge seconded and the motion carried by unanimous vote.

Mr. Shell relayed that the Arkansas Waterways Commission awarded just over \$163,000 to the public Port of Fort Smith based on the Port Authority's grant application at its November 1 meeting. The sum requires a 10% match, which will be provided by Five Rivers Distribution. The funds will be used to pay design fees and initiate site preparation for the bulk storage building that has been in discussion for many months, with applications for subsequent grants planned for the remainder of the project. A formal letter from the Arkansas Waterways Commission is forthcoming, and an Awards Ceremony recognizing the recipients of the grants awarded by the Arkansas Waterways Commission will be held in the Governor's Reception Room on the 2<sup>nd</sup> floor of the Arkansas State Capitol in Little Rock at 10:30 a.m. on Friday, December 16, 2016. Members of the Port Authority are invited to the ceremony and encouraged to attend.

The next regular meeting of the Port Authority will tentatively be the last week of January, 2017. There being no further business, Mr. Combs declared the meeting be adjourned at 12:30 p.m. upon motion by Mr. Norman, a second by Mr. Taake, and a unanimous vote.

Respectfully submitted,



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Jeff Dingman  
Deputy City Administrator  
City of Fort Smith, Arkansas

Five River Distribution, LLC  
 Repair Reserve - Fort Smith Port

	2012	\$	
6/25/2008 Riverside furniture (rail stop)		500.00	
8/1/2008 American Track Generations (rail track repairs)		2,500.00	
7/1/2008 Modern Fence (fence repairs)		11,142.49	
10/30/2008 Arkoma Services (rebuild rail bridge)		38,660.00	
2009 Hang Tin WH 1		4,698.37	
2009 Pant & Thinner for WH 1		1,130.71	
2009 Hang Tin WH 2		1,587.41	
2/5/2010 Home Depot (supplies for new office floor)		48.18	
2/7/2010 Home Depot (supplies for new office floor)		5.42	
2/11/2010 Alford's House of Carpets (floor for office)	12720.107	2,773.73	
2/15/2010 Yeagers (supplies for new office floor)		16.87	
9/13/2010 American Track Generations (rail track repairs)		1,516.64	
9/28/2010 American Track Generations (rail track repairs)		4,365.77	
3/14/2011 American Track Generations (rail bridge repairs)		5,277.00	
7/21/2011 PA approved office improvements		11,410.97	
10/20/2011 PA approved warehouse door/floor improvements		9,572.12	
1/19/2012 Masonry Repair to NW corner wall, WH 2		2,350.00	
1/19/2012 Tube City IMS (hauled slag)		1,018.35	
1/19/2012 Larry Osborne (hauled slag)		1,050.00	
5/16/2012 Grace Railroad Contractors (rail track repairs)	rotten ties	3,896.00	
6/13/2012 Grace Railroad Contractors (rail track repairs)	replace add'l rotten ties	4,296.00	
6/19/2013 APAC (rail track repairs)		363.55	
6/19/2013 APAC (rail track repairs)		392.55	
8/20/2012 Replace Air Conditioner in Port Office		3,795.00	
10/4/2012 Remove/install new DLM dock leveler		2,500.73	
5/22/2013 Sooner Scale Inc.	Replace component due to lightning strike	2,027.05	
6/5/2013 Matlock Electric	Replaced disconnect/meter base - lightning	1,613.16	
11/26/2013 Anderson Surveying	Established benchmark	150.00	
12/27/2013 Arkansas & Missouri Railroad	Rail, Plates, Angle Bars, Switch Plates	2,784.00	
3/19/2014 APAC (rail track repairs)		367.45	
11/13/2014 Overhead Door	Repair overhead door	2,376.01	
11/18/2014 Overhead Door	Repair overhead door	3,016.00	
		<u>127,201.53</u>	
5/31/16: 10% Grant Match - Ark Waterways Grant			
5/6/2010 City reimbursement (for floor expense)	From unencumbered Port cash	2,844.20	
1/12/2011 For 4Q 2010	25% deduct from Qtrly royalty payment	1,675.16	
1/12/2011 City reimbursement	From unencumbered Port cash	671.82	
7/20/2011 City reimbursement	From unencumbered Port cash	1,967.94	
7/20/2011 For 1Q 2011 - Corrective adjustment	\$750 kept by Port	750.00	
7/20/2011 For 2Q 2011 - Corrective adjustment	\$750 kept by Port	750.00	
9/8/2011 City reimbursement (office improvements)	From unencumbered Port cash	11,410.97	
10/18/2011 For 3Q 2011	25% deduct from Qtrly royalty payment	753.91	
12/22/2011 City reimbursement (warehouse floor)	From unencumbered Port cash	3,500.00	
1/19/2012 For 4Q 2011	25% deduct from Qtrly royalty payment	578.45	(corrected)
1/6/2012 City reimbursement (overhead door replacement)	From unencumbered Port cash	4,521.00	
1/6/2012 City reimbursement (overhead door repairs)	From unencumbered Port cash	1,551.12	
4/18/2012 For 1Q 2012	25% deduct from Qtrly royalty payment	935.69	
7/26/2012 For 2Q 2012	25% deduct from Qtrly royalty payment	1,752.15	
10/18/2012 For 3Q 2012	25% deduct from Qtrly royalty payment	881.11	
1/17/2013 For 4Q 2012	25% deduct from Qtrly royalty payment	959.11	
4/22/2013 For 1Q 2013	25% deduct from Qtrly royalty payment	1,885.34	
7/25/2013 For 2Q 2013	25% deduct from Qtrly royalty payment	1,030.86	
10/17/2013 For 3Q 2013	25% deduct from Qtrly royalty payment	993.06	
1/23/2014 For 4Q 2013	25% deduct from Qtrly royalty payment	829.49	
4/17/2014 For 1Q 2014	25% deduct from Qtrly royalty payment	1,048.72	
7/31/2014 For 2Q 2014	25% deduct from Qtrly royalty payment	1,576.06	
10/16/2014 For 3Q 2014	25% deduct from Qtrly royalty payment	1,038.79	
1/29/2014 For 4Q 2014	25% deduct from Qtrly royalty payment	963.28	
4/24/2015 For 1Q 2015	25% deduct from Qtrly royalty payment	1,255.43	
7/30/2015 For 2Q 2015	25% deduct from Qtrly royalty payment	750.00	
10/12/2015 For 3Q 2015	25% deduct from Qtrly royalty payment	1,413.86	
1/21/2016 For 4Q 2015	25% deduct from Qtrly royalty payment	523.11	
4/19/2016 For 1Q 2016	25% deduct from Qtrly royalty payment	1,438.79	
8/4/2016 For 2Q 2016	25% deduct from Qtrly royalty payment	1,030.05	
10/27/2016 For 3Q 2016	25% deduct from Qtrly royalty payment	1,165.44	
1/17/2017 For 4Q 2016	25% deduct from Qtrly royalty payment	1,040.09	
	Port Has Reimbursed Five Rivers	<u>53,485.00</u>	
	Port Still Owes Five Rivers, as of:	<u>73,716.53</u>	

In contract signed in 2008, Five Rivers agreed to spend \$60,000 on improvements the first five years of the lease.

1/13/2017

	January	February	March	1st Qtr Total		April	May	June	2nd Qtr Total		July	August	September	3rd Qtr Total		October	November	December	4th Qtr Total		Annual (YTD)	
				2016	2015				2016	2015				2016	2015				2016	2015	2016	2015
<b>Steel/other</b>																						
Van Buren	8,821.92	19,233.55	19,699.83	47,755.30	54,990.66	12,713.22	9,967.01	13,034.42	35,714.65	29,534.50	15,900.34	21,206.81	12,308.71	49,415.86	51,023.21	13,360.37	14,445.51	8,179.88	35,985.76	31,362.94	168,871.57	166,911.31
Fort Smith	1,091.02	719.47	4,586.58	6,397.07	8,198.59	4,632.16	4,472.63	3,228.96	12,333.75	5,753.96	6,257.24	3,183.59	1,850.95	11,291.78	6,865.83	3,266.76	4,730.92	5,793.63	8,577.31	4,246.24	38,599.90	25,064.62
subtotal	9,912.94	19,953.02	24,286.41	54,152.37	63,189.25	17,345.38	14,439.64	16,263.38	48,048.40	35,288.47	22,157.58	24,390.40	14,159.66	60,707.64	57,889.03	16,627.13	19,176.43	8,759.51	44,563.07	35,609.18	207,471.47	191,975.93
Rate	0.1178	0.1178	0.1178			0.1178	0.1178	0.1178			0.1178	0.1178	0.1178			0.1178	0.1178	0.1178				
	1,167.74	2,350.47	2,860.94			2,043.29	1,700.99	1,915.83			2,610.16	2,873.19	1,668.01			1,958.68	2,258.98	1,031.87				
<b>Cool or sand</b>																						
Van Buren	609.33	1,535.81	3,176.20	5,321.34	4,522.07	3,010.26	1,604.61	4,177.49	8,792.35	152.49	1,451.30	-	-	1,451.30	13,537.69	4,690.56	4,408.92	9,096.14	18,195.63	8,856.56	33,760.62	27,068.80
Fort Smith	1,630.23	25,845.83	12,720.11	40,196.16	6,551.53	9,412.86	225.72	9,540.32	19,178.89	3,812.62	1,458.83	5,240.64	1,626.82	8,326.28	21,636.95	51.02	3,025.39	15,334.19	18,410.59	8,340.34	86,111.93	40,341.43
subtotal	2,239.56	27,381.63	15,896.31	45,517.50	11,073.60	12,423.11	1,830.32	13,717.80	27,971.24	3,965.11	2,910.13	5,240.64	1,626.82	9,777.58	35,174.64	4,741.58	7,434.31	24,430.33	36,606.23	17,196.89	119,872.55	67,410.24
Rate	0.0522	0.0522	0.0522			0.0522	0.0522	0.0522			0.0522	0.0522	0.0522			0.0522	0.0522	0.0522				
	116.90	1,429.32	829.79			648.49	95.54	716.07			151.91	273.56	84.92			247.51	388.07	1,275.26				
total	1,284.65	3,779.79	3,690.73			2,691.77	1,796.53	2,631.90			2,762.07	3,146.75	1,752.93			2,206.19	2,647.05	2,307.13				
Monthly Rent (covers ins/adv costs in City budget)	1,000.00	1,000.00	1,000.00			1,000.00	1,000.00	1,000.00			1,000.00	1,000.00	1,000.00			1,000.00	1,000.00	1,000.00				
				99,669.86	74,262.85				76,019.64	39,253.58				70,485.23	93,063.67				81,169.29	52,806.07	327,344.02	259,386.17
Excess Rent due (divided operator/Port for improvements)	284.65	2,779.79	2,690.73			1,691.77	796.53	1,631.90			1,762.07	2,146.75	752.93			1,206.19	1,647.05	1,307.13				
Total minimum rent			3,000.00					3,000.00					3,000.00					3,000.00				
Total excess rent			5,755.16					4,120.20					4,661.75					4,160.37				
Total Royalty Due			8,755.16					7,120.20					7,661.75					7,160.37			30,697.49	30,726.87
25% of excess rent paid to operator by agreement	71.16	694.95	672.68			422.94	199.13	407.97			440.52	536.69	188.23			301.55	411.76	326.78				
Total earned by Operator this period			1,438.79					1,030.05					1,165.44					1,040.09				
50% of excess rent held by Port Auth for improvements (a)	142.32	1,389.89	1,345.36			845.89	398.27	815.95			881.04	1,073.38	376.46			603.09	823.53	653.57				
25% of excess rent available to reimb Port Auth (a)	71.16	694.95	672.68			422.94	199.13	407.97			440.52	536.69	188.23			301.55	411.76	326.78				
75% paid to Port Auth by agreement sum (a)	213.49	2,084.84	2,018.04			1,268.83	597.40	1,223.92			1,321.55	1,610.06	564.70			904.64	1,235.29	980.35				
Total Earned by Port Authority this period			4,316.37					3,090.15					3,496.31					3,120.28				
Additional to be kept by operator			-					-					-					-				
Other income																						
Unencumbered Reserve (from previous quarter)			(b) 22,173.41					26,489.78					17,015.49					19,789.99				
Reserve for spending current quarter			sum (b) 26,489.78					29,579.93					20,511.80					22,910.27				
Expended from Reserve																						
5/31/16: 10% Grant Match - Ark Waterways Grant								12,564.44														
July 27 Ark Waterways Comm'n Dinner													721.81									
Unencumbered Reserve				26,489.78					17,015.49					19,789.99				22,910.27			Ending Cash	22,910.27

# FIVE RIVERS DISTRIBUTION - VAN BUREN TONNAGE REPORT

Date: October 1-31, 2016

Pay to: City of Fort Smith

PORT	DATE RECD.	COMMODITY	RECD. VIA	LOAD WT	TONS	PAY
<b>RECEIVED VIA TRUCKS (Rate \$.1178 PNT)</b>						
VB	10/01-31/16	Electrical Coils	Trucks	0	0.0000	0.00
VB	10/01-31/16	Steel Coils	Trucks	0	0.0000	0.00
VB	10/01-31/16	Tinplate Coils	Trucks	0	0.0000	0.00
VB	10/01-31/16	Wire Rods	Trucks	0	0.0000	0.00
VB	10/01-31/16	Proppants	Trucks	0	0.0000	0.00
TOTALS				0	0.0000	0.00
<b>RECEIVED VIA RAIL (Rate \$.1178 PNT)</b>						
VB	10/01-31/16	Lumber	Rail Cars	0	0.0000	0.00
VB	10/01-31/16	Ingots	Rail Cars	726,453	363.2265	42.79
VB	10/01-31/16	Tinplate Coils	Rail Cars	0	0.0000	0.00
VB	10/01-31/16	Wire Rods	Rail Cars	0	0.0000	0.00
TOTALS				726,453	363.2265	42.79
<b>RECEIVED VIA RAIL (Rate \$.0522 PNT)</b>						
VB	10/01-31/16	Feed Pellets	Rail Cars	565,050	282.5250	14.75
VB	10/01-31/16	Sand	Rail Cars	0	0.0000	0.00
TOTALS				565,050	282.5250	14.75
<b>RECEIVED VIA BARGE (Rate \$.1178 PNT)</b>						
VB	10/01-31/16	Wire Rods	Barges	20,165,450	10,082.7250	1,187.75
VB	10/01-31/16	Tinplate	Barges	2,651,746	1,325.8730	156.19
VB	10/01-31/16	Steel Coils	Barges	3,177,081	1,588.5405	187.13
TOTALS				25,994,277	12,997.1385	1,531.06
<b>RECEIVED VIA BARGE (Rate \$.0522 PNT)</b>						
VB	10/01-31/16	Urea/DFP/Potash	Barges	5,972,380	2,986.1900	155.88
VB	10/01-31/16	Feed Pellets	Barges	2,843,698	1,421.8490	74.22
VB	10/01-31/16	Phosphate	Barges	0	0.0000	0.00
VB	10/01-31/16	DDG	Barges	0	0.0000	0.00
VB	10/01-31/16	MagOx	Barges	0	0.0000	0.00
TOTALS				8,816,078	4,408.0390	230.10
<b>RECEIVED VIA TRUCK (Rate \$.0522 PNT)</b>						
VB	10/01-31/16	Potash/Magox	Trucks	0	0.0000	0.00
				0	0.0000	0.00
<b>RECEIVED VIA BARGE (Rate \$.1178 PNT)</b>						
VB	10/01-31/16	Scrap	Barges	0	0.0000	0.00
TOTALS				0	0.0000	0.00
<b>SHIPPED VIA RAIL (Rate \$.0522 PNT)</b>						
VB	10/01-31/16	Coal	Rail Cars	0	0.0000	0.00
TOTALS				0	0.0000	0.00

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10/31/16 TOTAL DUE CITY OF FORT SMITH FOR VB TONNAGE 18,050.9290 1,818.70



# FIVE RIVERS DISTRIBUTION - VAN BUREN TONNAGE REPORT

Date: November 1-30, 2016

Pay to: City of Fort Smith

PORT	DATE RECD.	COMMODITY	RECD. VIA	LOAD WT	TONS	PAY
<b>RECEIVED VIA TRUCKS (Rate \$.1178 PNT)</b>						
VB	11/01-30/16	Electrical Coils	Trucks	0	0.0000	0.00
VB	11/01-30/16	Steel Coils	Trucks	0	0.0000	0.00
VB	11/01-30/16	Tinplate Coils	Trucks	0	0.0000	0.00
VB	11/01-30/16	Wire Rods	Trucks	0	0.0000	0.00
VB	11/01-30/16	Proppants	Trucks	0	0.0000	0.00
TOTALS				0	0.0000	0.00
<b>RECEIVED VIA RAIL (Rate \$.1178 PNT)</b>						
VB	11/01-30/16	Lumber	Rail Cars	0	0.0000	0.00
VB	11/01-30/16	Ingots	Rail Cars	547,040	273.5200	32.22
VB	11/01-30/16	Tinplate Coils	Rail Cars	0	0.0000	0.00
VB	11/01-30/16	Wire Rods	Rail Cars	0	0.0000	0.00
TOTALS				547,040	273.5200	32.22
<b>RECEIVED VIA RAIL (Rate \$.0522 PNT)</b>						
VB	11/01-30/16	Feed Pellets	Rail Cars	0	0.0000	0.00
VB	11/01-30/16	Sand	Rail Cars	0	0.0000	0.00
TOTALS				0	0.0000	0.00
<b>RECEIVED VIA BARGE (Rate \$.1178 PNT)</b>						
VB	11/01-30/16	Wire Rods	Barges	17,161,322	8,580.6610	1,010.80
VB	11/01-30/16	Tinplate	Barges	4,796,705	2,398.3525	282.53
VB	11/01-30/16	Steel Coils	Barges	6,385,960	3,192.9800	376.13
TOTALS				28,343,987	14,171.9935	1,669.46
<b>RECEIVED VIA BARGE (Rate \$.0522 PNT)</b>						
VB	11/01-30/16	Urea/DFP/Potash	Barges	0	0.0000	0.00
VB	11/01-30/16	Feed Pellets	Barges	0	0.0000	0.00
VB	11/01-30/16	Phosphate	Barges	6,124,124	3,062.0620	159.84
VB	11/01-30/16	DDG	Barges	2,693,724	1,346.8620	70.31
VB	11/01-30/16	MagOx	Barges	0	0.0000	0.00
TOTALS				8,817,848	4,408.9240	230.15
<b>RECEIVED VIA TRUCK (Rate \$.0522 PNT)</b>						
VB	11/01-30/16	Potash/Magox	Trucks	0	0.0000	0.00
				0	0.0000	0.00
<b>RECEIVED VIA BARGE (Rate \$.1178 PNT)</b>						
VB	11/01-30/16	Scrap	Barges	0	0.0000	0.00
TOTALS				0	0.0000	0.00
<b>SHIPPED VIA RAIL (Rate \$.0522 PNT)</b>						
VB	11/01-30/16	Coal	Rail Cars	0	0.0000	0.00
TOTALS				0	0.0000	0.00

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11/30/16 TOTAL DUE CITY OF FORT SMITH FOR VB TONNAGE 18,854.4375 1,931.83

# FIVE RIVERS DISTRIBUTION - VAN BUREN TONNAGE REPORT

Date: December 1-31, 2016

Pay to: City of Fort Smith

PORT	DATE RECD.	COMMODITY	RECD. VIA	LOAD WT	TONS	PAY
<b>RECEIVED VIA TRUCKS (Rate \$.1178 PNT)</b>						
VB	12/01-31/16	Electrical Coils	Trucks	0	0.0000	0.00
VB	12/01-31/16	Steel Coils	Trucks	0	0.0000	0.00
VB	12/01-31/16	Tinplate Coils	Trucks	0	0.0000	0.00
VB	12/01-31/16	Wire Rods	Trucks	0	0.0000	0.00
VB	12/01-31/16	Proppants	Trucks	0	0.0000	0.00
TOTALS				0	0.0000	0.00
<b>RECEIVED VIA RAIL (Rate \$.1178 PNT)</b>						
VB	12/01-31/16	Lumber	Rail Cars	0	0.0000	0.00
VB	12/01-31/16	Ingots	Rail Cars	182,650	91.3250	10.76
VB	12/01-31/16	Tinplate Coils	Rail Cars	0	0.0000	0.00
VB	12/01-31/16	Wire Rods	Rail Cars	904,799	452.3995	53.29
TOTALS				1,087,449	543.7245	64.05
<b>RECEIVED VIA RAIL (Rate \$.0522 PNT)</b>						
VB	12/01-31/16	Feed Pellets	Rail Cars	0	0.0000	0.00
VB	12/01-31/16	Sand	Rail Cars	0	0.0000	0.00
TOTALS				0	0.0000	0.00
<b>RECEIVED VIA BARGE (Rate \$.1178 PNT)</b>						
VB	12/01-31/16	Wire Rods	Barges	12,560,948	6,280.4740	739.84
VB	12/01-31/16	Tinplate	Barges	2,711,365	1,355.6825	159.70
VB	12/01-31/16	Steel Coils	Barges	0	0.0000	0.00
TOTALS				15,272,313	7,636.1565	899.54
<b>RECEIVED VIA BARGE (Rate \$.0522 PNT)</b>						
VB	12/01-31/16	Urea/DFP/Potash	Barges	2,967,862	1,483.9310	77.46
VB	12/01-31/16	Feed Pellets	Barges	0	0.0000	0.00
VB	12/01-31/16	Phosphate	Barges	2,817,102	1,408.5510	73.53
VB	12/01-31/16	DDG	Barges	6,223,856	3,111.9280	162.44
VB	12/01-31/16	MagOx	Barges	6,183,468	3,091.7340	161.39
TOTALS				18,192,288	9,096.1440	474.82
<b>RECEIVED VIA TRUCK (Rate \$.0522 PNT)</b>						
VB	12/01-31/16	Potash/Magox	Trucks	0	0.0000	0.00
TOTALS				0	0.0000	0.00
<b>RECEIVED VIA BARGE (Rate \$.1178 PNT)</b>						
VB	12/01-31/16	Scrap	Barges	0	0.0000	0.00
TOTALS				0	0.0000	0.00
<b>SHIPPED VIA RAIL (Rate \$.0522 PNT)</b>						
VB	12/01-31/16	Coal	Rail Cars	0	0.0000	0.00
TOTALS				0	0.0000	0.00

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12/31/16 TOTAL DUE CITY OF FORT SMITH FOR VB TONNAGE 17,276.0250 1,438.41

**FIVE RIVERS DISTRIBUTION - PORT OF FORT SMITH  
TONNAGE REPORT**

Date: October 2016

Pay to: City of Fort Smith

PORT	DATE RECD.	COMMODITY	RECD. VIA	LOAD WT	TONS	
<b>RECEIVED VIA TRUCKS</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	10/01-31/16	Steel	Truck	1,451,492	725.7460	85.49
					<b>TOTALS</b>	<b>0 725.7460 85.49</b>
<b>RECEIVED VIA TRUCKS</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	10/01-31/16	Potash/Trio	Truck	102,030	51.0150	2.66
					<b>TOTALS</b>	<b>102,030 51.0150 2.66</b>
<b>RECEIVED VIA RAIL</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	09/01-30/16	Steel	Rail Cars	1,305,750	652.8750	76.91
					<b>TOTALS</b>	<b>1,305,750 652.8750 76.91</b>
<b>RECEIVED VIA RAIL</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	10/01-31/16	Lumber	Rail Cars	115,000	57.5000	6.77
					<b>TOTALS</b>	<b>115,000 57.5000 6.77</b>
<b>RECEIVED VIA RAIL</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	10/01-31/16	Phosphate	Rail Cars	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>RECEIVED VIA RAIL</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	10/01-31/16	Soy Hull Pellets	Rail Cars	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>RECEIVED VIA RAIL/TRUCK</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	10/01-31/16	Scrap Iron	Trucks	371,720	185.8600	21.89
					<b>TOTALS</b>	<b>371,720 185.8600 21.89</b>
<b>RECEIVED VIA RAIL</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	10/01-31/16	Potash	Rail Cars	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>SHIPPED/RECEIVED VIA BARGE</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	09/01-30/16	Scrap Iron	Barge	3,289,560	1,644.7800	193.76
					<b>TOTALS</b>	<b>3,289,560 1,644.7800 193.76</b>
<b>SHIPPED VIA TRUCK</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	10/01-31/16	Alloys	Barge	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>RECEIVED VIA BARGE/RAIL</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	10/01-31/16	Alloys	Rail	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>RECEIVED/SHIPPED VIA RAIL/BARGE/TRUCK</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	10/01-31/16	Urea/Trio/Potash	Barge	0	0.0000	0.00
FSPT	10/01-31/16	Mag. Oxide	Barge	0	0.0000	0.00
FSPT	10/01-31/16	Magnachem Ore	Barge	0	0.0000	0.00
FSPT	10/01-31/16	Soy Hull	Barge	0	0.0000	0.00
FSPT	10/01-31/16	Corn	Barge	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>SHIPPED VIA BARGE</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	10/01-31/16	Coal	Barge	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>

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10/31/16 TOTAL DUE CITY OF FORT SMITH 3,317.7760 387.49  
FOR FSPT TONNAGE

**FIVE RIVERS DISTRIBUTION - PORT OF FORT SMITH**

**TONNAGE REPORT**

Date: November 2016

Pay to: City of Fort Smith

PORT	DATE RECD.	COMMODITY	RECD. VIA	LOAD WT	TONS	
<b>RECEIVED VIA TRUCKS</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	11/01-30/16	Steel	Truck	1,946,011	973.0055	114.62
					<b>TOTALS</b>	<b>0 973.0055 114.62</b>
<b>RECEIVED VIA TRUCKS</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	11/01-30/16	Potash/Trio	Truck	50,220	25.1100	1.31
					<b>TOTALS</b>	<b>50,220 25.1100 1.31</b>
<b>RECEIVED VIA RAIL</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	09/01-30/16	Steel	Rail Cars	537,160	268.5800	31.64
					<b>TOTALS</b>	<b>537,160 268.5800 31.64</b>
<b>RECEIVED VIA RAIL</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	11/01-30/16	Lumber	Rail Cars	460,000	230.0000	27.09
					<b>TOTALS</b>	<b>460,000 230.0000 27.09</b>
<b>RECEIVED VIA RAIL</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	11/01-30/16	Phosphate	Rail Cars	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>RECEIVED VIA RAIL</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	11/01-30/16	Soy Hull Pellets	Rail Cars	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>RECEIVED VIA RAIL/TRUCK</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	11/01-30/16	Scrap Iron	Trucks	287,420	143.7100	16.93
					<b>TOTALS</b>	<b>287,420 143.7100 16.93</b>
<b>RECEIVED VIA RAIL</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	11/01-30/16	Potash	Rail Cars	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>SHIPPED/RECEIVED VIA BARGE</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	11/01-30/16	Scrap Iron	Barge	6,231,240	3,115.6200	367.02
					<b>TOTALS</b>	<b>6,231,240 3,115.6200 367.02</b>
<b>SHIPPED VIA TRUCK</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	11/01-30/16	Alloys	Barge	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>RECEIVED VIA BARGE/RAIL</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	11/01-30/16	Alloys	Rail	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>RECEIVED/SHIPPED VIA RAIL/BARGE/TRUCK</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	11/01-30/16	Urea/Trio/Potash	Barge	6,000,558	3,000.2790	156.61
FSPT	11/01-30/16	Mag. Oxide	Barge	0	0.0000	0.00
FSPT	11/01-30/16	Magnachem Ore	Barge	0	0.0000	0.00
FSPT	11/01-30/16	Soy Hull	Barge	0	0.0000	0.00
FSPT	11/01-30/16	Corn	Barge	0	0.0000	0.00
					<b>TOTALS</b>	<b>6,000,558 3,000.2790 156.61</b>
<b>SHIPPED VIA BARGE</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	11/01-30/16	Coal	Barge	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>

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11/30/16 TOTAL DUE CITY OF FORT SMITH		7,756.3045	715.23
FOR FSPT TONNAGE			

**FIVE RIVERS DISTRIBUTION - PORT OF FORT SMITH  
TONNAGE REPORT**

Date: December 2016

Pay to: City of Fort Smith

PORT	DATE RECD.	COMMODITY	RECD. VIA	LOAD WT	TONS	
<b>RECEIVED VIA TRUCKS</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	12/01-31/16	Steel	Truck	590,661	295.3305	34.79
					<b>TOTALS</b>	<b>0 295.3305 34.79</b>
<b>RECEIVED VIA TRUCKS</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	12/01-31/16	Potash/Trio	Truck	203,810	101.9050	5.32
					<b>TOTALS</b>	<b>203,810 101.9050 5.32</b>
<b>RECEIVED VIA RAIL</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	12/01-31/16	Steel	Rail Cars	338,600	169.3000	19.94
					<b>TOTALS</b>	<b>338,600 169.3000 19.94</b>
<b>RECEIVED VIA RAIL</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	12/01-31/16	Lumber	Rail Cars	230,000	115.0000	13.55
					<b>TOTALS</b>	<b>230,000 115.0000 13.55</b>
<b>RECEIVED VIA RAIL</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	12/01-31/16	Phosphate	Rail Cars	398,150	199.0750	10.39
					<b>TOTALS</b>	<b>398,150 199.0750 10.39</b>
<b>RECEIVED VIA RAIL</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	12/01-31/16	Soy Hull Pellets	Rail Cars	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>RECEIVED VIA RAIL/TRUCK</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	12/01-31/16	Scrap Iron	Trucks	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>RECEIVED VIA RAIL</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	12/01-31/16	Potash	Rail Cars	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>SHIPPED/RECEIVED VIA BARGE</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	12/01-31/16	Scrap Iron	Barge	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>SHIPPED VIA TRUCK</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	12/01-31/16	Alloys	Barge	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>RECEIVED VIA BARGE/RAIL</b>						<b>RATE (\$.1178 PNT)</b>
FSPT	12/01-31/16	Alloys	Rail	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
<b>RECEIVED/SHIPPED VIA RAIL/BARGE/TRUCK</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	12/01-31/16	Urea/Trio/Potash	Barge	2,901,422	1,450.7110	75.73
FSPT	12/01-31/16	Mag. Oxide	Barge	0	0.0000	0.00
FSPT	12/01-31/16	Magnachem Ore	Barge	21,397,588	10,698.7940	558.48
FSPT	12/01-31/16	DDG	Barge	2,898,144	1,449.0720	75.64
FSPT	12/01-31/16	Corn	Barge	2,869,266	1,434.6330	74.89
					<b>TOTALS</b>	<b>30,066,420 15,033.2100 784.73</b>
<b>SHIPPED VIA BARGE</b>						<b>RATE (\$.0522 PNT)</b>
FSPT	12/01-31/16	Coal	Barge	0	0.0000	0.00
					<b>TOTALS</b>	<b>0 0.0000 0.00</b>
12/31/16 TOTAL DUE CITY OF FORT SMITH					15,913.8205	868.73
FOR FSPT TONNAGE						