

BOARD BILL # 119

INTRODUCED BY ALDERWOMAN LYDA KREWSON

1 An Ordinance amending Ordinance No. 68572, which ordinance relates to a lease (the “Ground
2 Lease”) between The City of St. Louis, Missouri (the “City”) and the Port Authority Commission
3 of The City of St. Louis (“Port”) for certain land and improvements comprising the Municipal
4 River Terminal (“MRT”) on the North River Front, approved by the Board of Estimate and
5 Apportionment, the Port Commission and the Board of Public Service; authorizing an extension
6 of time to the Ground Lease authorized under said ordinance, and thereby authorizing the
7 execution of a first amendment (the “First Amendment”) to a lease agreement (the “Port Lease
8 Agreement”) in order to extend the term to twenty-five (25) years by and between the Port and
9 SCF Lewis and Clark Terminals, LLC (“SCF”) and approving the form of the Standard
10 Provisions, as modified, attached to said Port Lease Agreement; authorizing other matters with
11 respect thereto, and containing a severability clause.

12 **WHEREAS**, the City, by Ordinance No. 68572, did lease for twenty-five (25) years
13 certain land and improvements comprising the MRT on the North River Front to the Port on or
14 about March 1, 2012 for the Port to sublease said land and improvements to the highest and best
15 bidder and requires the parties to, at a minimum, comply with the Standard Provisions; and

16 **WHEREAS**, two (2) requests for proposals were issued due to the withdrawal of
17 potential lessees in the negotiation process for the highest and best bidders over a period of
18 approximately three (3) years; and

19 **WHEREAS**, the Port has now selected SCF as its lessee and is desirous of entering into
20 a twenty-five (25) year Port Lease Agreement as allowed in the City Charter, Article 1, Section
21 16, which requires an amendment to Ordinance No. 68572 to extend the term of the Ground
22 Lease to twenty-five (25) years; and

1 **WHEREAS**, Ordinance 68572 required the parties to comply with the Standard
2 Provisions; and

3 **WHEREAS**, the parties to the Port Lease Agreement determined that certain terms of the
4 Standard Provisions conflicted with the terms of the Port Lease Agreement, as negotiated, and
5 consequently the Standard Provisions as required by Ordinance No. 68572 were required to be
6 modified, in part; and

7 **WHEREAS**, the Port desires to now utilize the Standard Provisions, as modified, and as
8 will be attached to the Port Lease Agreement with SCF.

9 **BE IT ORDAINED BY THE CITY OF ST. LOUIS AS FOLLOWS:**

10 **SECTION ONE.** The Board of Aldermen finds and determines that it is necessary and
11 desirable to amend Ordinance No. 68572 to extend the Ground Lease by a written amendment
12 between the City and the Port to the full twenty-five (25) years, as provided in the City Charter,
13 Article 1, Section 16.

14 **SECTION TWO.** The Board of Aldermen hereby approves, and the City and the
15 Executive Director of the Port are hereby authorized to execute, on behalf of the City and the
16 Port, the First Amendment to the Port Lease Agreement with SCF in order to enable said Port
17 Lease Agreement to be for a full term twenty-five (25) years, as provided in the City Charter,
18 Article 1, Section 16.

19 **SECTION THREE.** The Board of Aldermen finds and determines that it is necessary
20 and desirable to amend Ordinance No. 68572 to approve of the Standard Provisions, as modified,
21 (a black line version attached hereto as *Exhibit A* indicating the negotiated, necessary changes).

22 **SECTION FOUR.** The Board of Aldermen hereby approves, and the City and the
23 Executive Director of the Port are hereby authorized to execute, on behalf of the City and the

1 Port, the Port Lease Agreement with the modified Standard Provisions by and between the Port
2 and SCF. The Standard Provisions, as modified, shall be in substantially the form attached, with
3 such changes therein as shall be approved by said Executive Director executing the same and as
4 may be consistent with the intent of this Ordinance and necessary and appropriate in order to
5 carry out the matters herein authorized.

6 **SECTION FOUR.** The Executive Director of the Port or his designated representatives
7 are hereby authorized and directed to take any and all actions, and to execute and deliver for and
8 on behalf of the Port any and all additional certificates, documents, agreements or other
9 instruments, as may be necessary and appropriate in order to carry out the matters herein
10 authorized, with no such further action of the Board of Aldermen necessary to authorize such
11 action by the Executive Director or his designated representatives.

12 **SECTION FIVE.** The Executive Director or his designated representatives, with the
13 advice and concurrence of the City Counselor and after approval by the Port Commission, is
14 hereby further authorized and directed to make any changes to the documents, agreements and
15 instruments approved and authorized by this Ordinance as may be consistent with the intent of
16 this Ordinance and necessary and appropriate in order to carry out the matters herein authorized,
17 with no such further action of the Board of Aldermen necessary to authorize such changes.

18 **SECTION SIX.** It is hereby declared to be the intention of the Board of Aldermen that
19 each and every part, section and subsection of this Ordinance shall be separate and severable
20 from each and every other part, section and subsection hereof and that the Board of Aldermen
21 intends to adopt each said part, section and subsection separately and independently of any other
22 part, section and subsection. In the event that any part, section or subsection of this Ordinance
23 shall be determined to be or to have been unlawful or unconstitutional, the remaining parts,

1 sections and subsections shall be and remain in full force and effect, unless the court making
2 such finding shall determine that the valid portions standing alone are incomplete and are
3 incapable of being executed in accord with the legislative intent.

4 **SECTION SEVEN.** After adoption of this Ordinance by the Board of Aldermen, this
5 Ordinance shall become effective on the 30th day after its approval by the Mayor or adoption
6 over his veto.

EXHIBIT A

Black line version of Standard Provisions showing modifications