

**INTERGOVERNMENTAL AGREEMENT
BETWEEN**

ST. CHARLES PARISH

AND

THE RIVER PARISHES TRANSIT AUTHORITY

THIS AGREEMENT made this 4th day of November 2014, by and between ST. CHARLES PARISH ("PARISH"), Post Office Box 302, 15045 River Road, Hahnville, LA 70057, HEREIN REPRESENTED BY V. J. ST. PIERRE, Jr., PARISH PRESIDENT,

AND

THE RIVER PARISHES TRANSIT AUTHORITY, ("RPTA") Post Office Box 2444, LaPlace, LA 70069, HEREIN REPRESENTED BY BRENT PETIT, CHAIRMAN.

WHEREAS, the River Parishes Transit Authority (RPTA) was created pursuant to Louisiana Revised Statutes 48:1601 et seq as a body politic and corporate and a political subdivision of the state comprising all of the territory in the parishes of St. Charles, St. James and St. John the Baptist; and,

WHEREAS, the RPTA was created for the purpose to "plan, design, lease (as lessee), purchase, acquire, hold, own, construct, improve, have equity in, maintain, and administer a transit system within the area, to operate same or contract therefore, and to lease (as lessor) same for operation by private parties"; and,

WHEREAS, the RPTA began operation of such transit system in an area including St. Charles and St. John the Baptist Parishes on February 2, 2009; and,

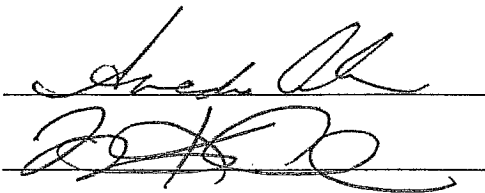
WHEREAS, the RPTA relies upon financial participation from its member parishes to supplement funds necessary to carry out its purpose of providing public transit; and,

WHEREAS, each parish in the service area has to participated at the initial level of \$125,000 per year,

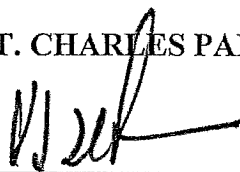
NOW THEREFORE THE PARISH AND THE RPTA hereby enter into this Intergovernmental Agreement for the purpose of distribution of local funds to the RPTA for use in provision of a regional mass transit system serving St. Charles and St. John the Baptist Parishes subject to the following:

1. The term of this Agreement is for one year, January 1, 2015 through December 31, 2015, but may be renewed by the Parish President for two additional one year periods based upon the written mutual consent of the parties and the allocation of funding by the St. Charles Parish Council.
2. The RPTA shall be responsible for the operation of the public transit system including any and all capital and/or operating matters required for the system.
3. The RPTA shall provide the transit system and operate and maintain it in accordance with all requirements of the Federal Transit Administration, Louisiana Department of Transportation and Development, and any other applicable state or federal laws and regulations.
4. The RPTA will defend, indemnify and hold harmless St. Charles Parish from any and all damages and/or claim which may be sustained or arise from the operation of the public transit system, including but not limited to damages sustained as a result of the negligence of the RPTA, its agents or employees or as a result of any defect in any equipment used or service provided and shall provide insurance coverage in accordance with Attachment A.
5. The Parish shall fund the RPTA on a monthly basis in the amount of \$10,416.66 for a total of \$125,000.00 per year for costs incurred in providing the public transit system.
6. The RPTA shall provide to St. Charles Parish a complete financial and operating report on the transit system within sixty days of the close of each fiscal year.

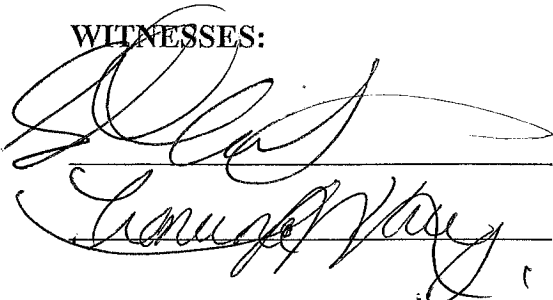
WITNESSES:



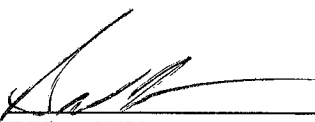
ST. CHARLES PARISH


BY: V.J. ST. PIERRE, JR.
PARISH PRESIDENT

WITNESSES:



RIVER PARISHES TRANSIT AUTHORITY


BY: BRENT PETIT
CHAIRMAN