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PORT EVERGLADES DEPT
BUSINESS ADMINISTRATION

PORT EVERGLADES FRANCHISE APPLICATION

An application will not be deemed complete and ready for processing until all required documents and fees are received.

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A separate application must be filed for each type of franchise applied for.

FRANCHISE TYPE

CHECK ONE

STEAMSHIP AGENT

STEVEDORE

CARGO HANDLER

TUGBOAT & TOWING

VESSEL BUNKERING

VESSEL OILY WASTE REMOVAL

VESSEL SANITARY WASTE WATER REMOVAL

MARINE TERMINAL SECURITY

MARINE TERMINAL SECURITY

FIREARMS CARRYING SECURITY PERSONNEL

NON-FIREARMS CARRYING SECURITY PERSONNEL

Note: Applicant is the legal entity applying for the franchise. If the Applicant is granted the franchise, it will be the named franchisee. All information contained in this application shall apply only to the Applicant, and not to any parent, affiliate, or subsidiary entities.

Applicant's

Name Kirby Inland Marine, LP

(Name as it appears on the certificate of incorporation, charter, or other legal documentation as applicable, evidencing the legal formation of the Applicant)

Applicant's Business Address 55 Waugh Drive Suite 1000 Houston, TX 77007

Number

Street

City State/Zip

Phone # (713) 435-1000

E-mail address

@

Fax #: (713) 435-1408

Name of the person authorized to bind the Applicant (Person's signature must appear on Page 13.)

Name Christan G O'Neil

Title President

Business Address 55 Waugh Drive Suite 1000 Houston, TX 77007

Number

Street

City State/Zip

Phone # (713) 435-1253

E-mail address

@

Fax #: () 435-1408

Provide the Name and Contact Information of Applicant's Representative to whom questions about this application are to be directed (if different from the person authorized to bind the Applicant):

Representative's Name John Kennedy

Representative's Title Operations Manager

Representative's Business Address 1020 port Blvd Suite #2 Miami FL 33132

Number

Street

City State/Zip

Representative's Phone # (305) 579-5013

Representative's E-mail address

john.kennedy @ kirbycorp.com

Representative's Fax # (305) 371-3041

PLEASE COMPLETE THIS APPLICATION AND LABEL ALL REQUIRED BACKUP DOCUMENTATION TO CLEARLY IDENTIFY THE SECTION OF THE APPLICATION TO WHICH THE DOCUMENTATION APPLIES (I.E., SECTION A, B, C, etc.).

Section A

1. List the name(s) of Applicant's officers, including, CEO, COO, CFO, director(s), member(s), partner(s), shareholder(s), principal(s), employee(s), agents, and local representative(s) active in the management of the Applicant.

Officers:

Title President, Chief Executive officer
First Name David Middle Name W
Last Name Grzebinski
Business Street Address 55 Waugh Dr Suite 1000
City, State, Zip Code Houston, TX 77007
Phone Number (713) 435-1000 Fax Number (713) 435-1408
Email Address david.grzebinski@kirbycorp.com

Title President, Kirby Inland Marine
First Name Christian Middle Name G
Last Name O'Neil
Business Street Address 55 Waugh Dr Suite 1000
City, State, Zip Code Houston TX, 77007
Phone Number (713) 435-1000 Fax Number (713) 435-1408
Email Address christan.oneil@kirbycorp.com

Title Chief Financial Officer
First Name William Middle Name G
Last Name Harvey
Business Street Address 55 Waugh Dr Suite 1000
City, State, Zip Code Houston TX, 77007
Phone Number (713) 435-1000 Fax Number (713) 435-1408
Email Address william.harvey@kirbycorp.com

Title Vice President - Legal
First Name Amy Middle Name D
Last Name Husted
Business Street Address 55 Waugh Dr Suite 1000
City, State, Zip Code Houston TX, 77007
Phone Number (713) 435-1000 Fax Number (713) 435-1408
Email Address amy.husted@Kirbycorp.com

Attach additional sheets if necessary.

2. RESUMES: Provide a resume for each officer, director, member, partner, shareholder, principal, employee, agent, and local representative(s) active in the management of the Applicant, as listed above.

Section B

1. Place checkmark to describe the Applicant:
() Sole Proprietorship () Corporation () Partnership () Joint Venture () Limited Liability Company
2. Provide copies of the documents filed at the time the Applicant was formed including Articles of Incorporation (if a corporation); Articles of Organization (if an LLC); or Certificate of Limited Partnership or Limited Liability Limited Partnership (if a partnership). If the Applicant was not formed in the State of Florida, provide a copy of the documents demonstrating that the Applicant is authorized to conduct business in the State of Florida.

Section C

1. Has there been any change in the ownership of the Applicant within the last five (5) years? (e.g., any transfer of interest to another party)
Yes ___ No If "Yes," please provide details in the space provided. Attach additional sheets if necessary.
2. Has there been any name change of the Applicant or has the Applicant operated under a different name within the last five (5) years?
Yes ___ No If "Yes," please provide details in the space provided, including: Prior name(s) and Date of name change(s) filed with the State of Florida's Division of Corporations or other applicable state agency. Attach additional sheets if necessary.
3. Has there been any change in the officers, directors, executives, partners, shareholders, or members of the Applicant within the past five (5) years?
Yes No ___ If "Yes," please provide details in the space provided, including:
Prior officers, directors, executives, partners, shareholders, members
Name(s) William Ivey-President, Charles Smith CFO
New officers, directors, executives, partners, shareholders, members
Name(s) Christian O'Neil -President, William Harvey CFO
Also supply documentation evidencing the changes including resolution or minutes appointing new officers, list of new principals with titles and contact information, and effective date of changes. Attach additional sheets if necessary.

Section D

Provide copies of all fictitious name registrations filed by the Applicant with the State of Florida's Division of Corporations or other State agencies. If none, indicate "None" None

Section E

1. Has the Applicant acquired another business entity within the last five (5) years?
Yes No If "Yes," please provide the full legal name of any business entity which the Applicant acquired during the last five (5) years which engaged in a similar business activity as the business activity which is the subject of this Port Everglades Franchise Application.
If none, indicate "None" _____.

2. Indicate in the space provided the date of the acquisition and whether the acquisition was by a stock purchase or asset purchase and whether the Applicant herein is relying on the background and history of the acquired firm's officers, managers, employees and/or the acquired firm's business reputation in the industry to describe the Applicant's experience or previous business history. Attach additional sheets if necessary.

3. Has the Applicant been acquired by another business entity within the last five (5) years?
Yes No If "Yes," provide the full legal name of any business entity which acquired the Applicant during the last five (5) years which engaged in a similar business activity as the business activity which is the subject of this Port Everglades Franchise Application.
If none, indicate "None" _____.

4. Indicate in the space provided the date of the acquisition and whether the acquisition was by a stock purchase or asset purchase and whether the Applicant herein is relying on the background and history of the parent firm's officers, managers, employees and/or the parent firm's business reputation in the industry to describe the Applicant's experience or previous business history. Attach additional sheets if necessary.

Section F

Provide the Applicant's previous business history, including length of time in the same or similar business activities as planned at Port Everglades.

Section G

1. Provide a list of the Applicant's current managerial employees, including supervisors, superintendents, and forepersons.

2. List the previous work history/experience of the Applicant's current managerial employees, including their active involvement in seaports and length of time in the same or similar business activities as planned at Port Everglades.

Section H

List all seaports, including Port Everglades (if application is for renewal), where the Applicant is currently performing the services/operation which is the subject of this Franchise application. Use this form for each seaport listed. Photocopy additional pages as needed (one page for each seaport listed).

If none, state "None" _____.

Seaport Port of Miami, Port Everglades Number of Years Operating at this Seaport 5+

List below all of the Applicant's Clients for which it provides services at the seaport listed above.

Client Name (Company)	Number of Years Applicant has Provided Services to this Client
Laurel Shipping LLC	1.0
Glencore, LTD	4.0

Section I

1. Provide a description of all past (within the last five (5) years) and pending litigation and legal claims where the Applicant is a named party, whether in the State of Florida or in another jurisdiction, involving allegations that Applicant has violated or otherwise failed to comply with environmental laws, rules, or regulations or committed a public entity crime as defined by Chapter 287, Florida Statutes, or theft-related crime such as fraud, bribery, smuggling, embezzlement or misappropriation of funds or acts of moral turpitude, meaning conduct or acts that tend to degrade persons in society or ridicule public morals.

The description must include all of the following:

- a) The case title and docket number
- b) The name and location of the court before which it is pending or was heard
- c) The identification of all parties to the litigation
- d) General nature of all claims being made

If none, indicate "None" _____.

2. Indicate whether in the last five (5) years the Applicant or an officer, director, executive, partner, or a shareholder, employee or agent who is or was (during the time period in which the illegal conduct or activity took place) active in the management of the Applicant was charged, indicted, found guilty or convicted of illegal conduct or activity (with or without an adjudication of guilt) as a result of a jury verdict, nonjury trial, entry of a plea of guilty or nolo contendere where the illegal conduct or activity (1) is considered to be a public entity crime as defined by Chapter 287, Florida Statutes, as amended from time to time, or (2) is customarily considered to be a white-collar crime or theft-related crime such as fraud, smuggling, bribery, embezzlement, or misappropriation of funds, etc. or (3) results in a felony conviction where the crime is directly related to the business activities for which the franchise is sought.

Yes ___ No

If you responded "Yes," please provide all of the following information for each indictment, charge, or conviction:

- a) A description of the case style and docket number
- b) The nature of the charge or indictment
- c) Date of the charge or indictment
- d) Location of the court before which the proceeding is pending or was heard
- e) The disposition (e.g., convicted, acquitted, dismissed, etc.)
- f) Any sentence imposed
- g) Any evidence which the County (in its discretion) may determine that the Applicant and/or person found guilty or convicted of illegal conduct or activity has conducted itself, himself or herself in a manner as to warrant the granting or renewal of the franchise.

Section J

The Applicant must provide a current certificate(s) of insurance. Franchise insurance requirements are determined by Broward County's Risk Management Division and are contained in the Port Everglades Tariff No. 12 as amended, revised or reissued from time to time. The Port Everglades Tariff is contained in the Broward County Administrative Code, Chapter 42, and is available for inspection on line at: <http://www.porteverglades.net/development/tariff>.

attached

Section K

1. The Applicant must provide its most recent audited or reviewed financial statements prepared in accordance with generally accepted accounting principles, or other documents and information which demonstrate the Applicant's creditworthiness, financial responsibility, and resources, which the Port will consider in evaluating the Applicant's financial responsibility.

2. Has the Applicant or entity acquired by Applicant (discussed in Section E herein) sought relief under any provision of the Federal Bankruptcy Code or under any state insolvency law filed by or against it within the last five (5) year period?

Yes ___ No

If "Yes," please provide the following information for each bankruptcy or insolvency proceeding:

- a) Date petition was filed or relief sought
- b) Title of case and docket number
- c) Name and address of court or agency
- d) Nature of judgment or relief
- e) Date entered

3. Has any receiver, fiscal agent, trustee, reorganization trustee, or similar officer been appointed in the last five (5) year period by a court for the business or property of the Applicant?

Yes ___ No

If "Yes," please provide the following information for each appointment:

- a) Name of person appointed
- b) Date appointed
- c) Name and address of court
- d) Reason for appointment

4. Has any receiver, fiscal agent, trustee, reorganization trustee, or similar officer been appointed in the last five (5) year period by a court for any entity, business, or property acquired by the Applicant?

Yes ___ No

If "Yes," please provide the following information for each appointment:

- a) Name of person appointed
- b) Date appointed
- c) Name and address of court
- d) Reason for appointment

Section L

List four (4) credit references for the Applicant, one of which must be a bank. Use this format:

Name of Reference Attached _____ Nature of Business _____

Contact Name _____ Title _____

Legal Business Street Address _____

City, State, Zip Code _____

Phone Number () _____

(Provide on a separate sheet.)

Section M

1. Security: Pursuant to Port Everglades Tariff 12, Item 960, all Franchisees are required to furnish an Indemnity and Payment Bond or Irrevocable Letter of Credit drawn on a U.S. bank in a format and an amount not less than \$20,000 as required by Broward County Port Everglades Department.

2. Has the Applicant been denied a bond or letter of credit within the past five (5) years?

Yes No

If "Yes," please provide a summary explanation in the space provided of why the Applicant was denied. Use additional sheets if necessary.

Section N

1. Provide a list and description of all equipment currently owned and/or leased by the Applicant and intended to be used by the Applicant for the type of service(s) intended to be performed at Port Everglades including the age, type of equipment and model number.

2. Identify the type of fuel used for each piece of equipment.

3. Indicate which equipment, if any, is to be domiciled at Port Everglades.

4. Will all equipment operators be employees of the Applicant, on the payroll of the Applicant, with wages, taxes, benefits, and insurance paid by the Applicant?

Yes No

If "No," please explain in the space provided who will operate the equipment and pay wages, taxes, benefits, and insurance, if the franchise is granted. Use additional sheets if necessary.

Section O

Provide a copy of the Applicant's current Broward County Business Tax Receipt (formerly Occupational License).

Section P

1. Provide a copy of Applicant's safety program.
2. Provide a copy of Applicant's substance abuse policy.
3. Provide a copy of Applicant's employee job training program/policy.
4. Provide information regarding frequency of training.
5. Include equipment operator certificates, if any.

Section Q

1. Has the Applicant received within the past five (5) years or does the Applicant have pending any citations, notices of violations, warning notices, or fines from any federal, state, or local environmental regulatory agencies?
Yes No
2. Has the Applicant received within the past five (5) years or does the Applicant have pending any citations, notices of violations, warning notices, or civil penalties from the U.S. Coast Guard?
Yes No
3. Has the Applicant received within the past five (5) years or does the Applicant have pending any citations, notices of violations, warning notices, or fines from the Occupational Safety and Health Administration?
Yes No

If you responded "Yes" to any of this section's questions 1, 2, or 3 above, please provide a detailed summary for each question containing the following information:

- a) Name and address of the agency issuing the citation or notice
- b) Date of the notice
- c) Nature of the violation
- d) Copies of the infraction notice(s) from the agency
- e) Disposition of case
- f) Amount of fines, if any
- g) Corrective action taken

Attach copies of all citations, notices of violations, warning notices, civil penalties and fines issued by local, state, and federal regulatory agencies, all related correspondence, and proof of payment of fines.

4. Provide a statement (and/or documentation) which describes the Applicant's commitment to environmental protection, environmental maintenance, and environmental enhancement in the Port.

Section R

Provide written evidence of Applicant's ability to promote and develop growth in the business activities, projects or facilities of Port Everglades through its provision of the services (i.e., stevedore, cargo handler or steamship agent) it seeks to perform at Port Everglades. For first-time applicants (stevedore, cargo handler and steamship agent), the written evidence must demonstrate Applicant's ability to attract and retain new business such that, Broward County may determine in its discretion that the franchise is in the best interests of the operation and promotion of the port and harbor facilities. The term "new business" is defined in Chapter 32, Part II of the Broward County Administrative Code as may be amended from time to time.

If you have checked an Applicant box for VESSEL BUNKERING, VESSEL OILY WASTE REMOVAL, VESSEL SANITARY WASTE WATER REMOVAL, OR MARINE TERMINAL SECURITY, the following additional information is required:

VESSEL BUNKERING

Section T- A Letter of Adequacy from the U.S. Coast Guard and a copy of the applicant's operations manual approved by the U.S. Coast Guard.

Section V- A copy of the applicant's Oil Spill Contingency Plan for Marine Transportation Related Facilities approved by the U.S. Coast Guard.

Section W- A Terminal Facility Discharge Prevention and Response Certificate with a copy of an approved Oil Spill Contingency Plan from the Florida Dept. of Environmental Protection.

Section Z- An approved Discharge Cleanup Organization Certificate from the Florida Dept. of Environmental Protection which has been issued to the applicant or to its cleanup contractor with a copy of the cleanup contract showing the expiration date.

VESSEL OILY WASTE REMOVAL

Section S - Certificate of Adequacy in compliance with the Directives of MARPOL 73/75 and 33 CFR 158, if applicable.

Section T- A Letter of Adequacy from the U.S. Coast Guard and a copy of the Applicant's operations manual approved by the U.S. Coast Guard.

Section U- A Waste Transporter License from the Broward County Environmental Protection Department identifying the nature of the discarded hazardous (or non-hazardous) material to be transported.

Section V- A copy of the Applicant's Oil Spill Contingency Plan for Marine Transportation Related Facilities approved by the U.S. Coast Guard.

Section W- A Terminal Facility Discharge Prevention and Response Certificate with a copy of an approved Oil Spill Contingency Plan from the Florida Dept. of Environmental Protection.

Section X- A Used Oil Collector, Transporter, and Recycler Certificate from the Florida Dept. of Environmental Protection.

Section Y- An Identification Certificate from the U.S. Environmental Protection Agency.

Section Z- An approved Discharge Cleanup Organization Certificate from the Florida Dept. of Environmental Protection which has been issued to the Applicant or to its cleanup contractor with a copy of the cleanup contract showing the expiration date.

VESSEL SANITARY WASTE WATER REMOVAL

Section U- A Waste Transporter License from the Broward County Environmental Protection Department identifying the nature of the discarded hazardous (or non-hazardous) material to be transported.

Section Z1- A copy of the Applicant's operations manual.

Section Z2- A Septage Receiving Facility Waste Hauler Discharge Permit from the Broward County Water and Wastewater Services Operations Division.

MARINE TERMINAL SECURITY

Section N1- A list of all metal detection devices, walk-through and hand held, as well as all luggage and carryon x-ray machines owned or leased, to be used or domiciled at Port Everglades. Listing must include brand name and model.

Section N2- A copy of all manufacturers recommended service intervals and name of

company contracted to provide such services on all aforementioned equipment.

Section N3- A description of current method employed to assure all equipment is properly calibrated and functioning.

Section N4- current training requirements and training syllabus for employees operating x-ray equipment. Highlight emphasis on weapon and contraband identification. Include equipment operator certificates, if any.

Section O1- Provide copies of all local, state and federal licenses, including:

- a. A copy of the Applicant's State of Florida Business License.
- b. A copy of security agency's Manager's "M" or "MB" License and a copy of the security agency's "B" or "BB" License issued by the Florida Department of Agriculture and Consumer Services.

Section P3- SECURITY GUARDS / SUPERVISORS

- a. Provide Applicant's background requirements, education, training etc., for personnel hired as security guards.
- b. Provide historic annual turnover ratio for security guards.
- c. Provide a copy of Applicant's job training program/policy including a copy of training curriculum and copies of all manuals and take-home materials made available to security guards. Include information regarding frequency of training.
- d. Provide background requirements, experience, licensing and any and all advanced training provided to supervisory personnel.
- e. Provide present policy for individual communication devices either required of security guards or supplied by the employer.
- f. Provide procurement criteria and source as well as Applicant's certification requirements for K-9 workforce.
- g. Provide information on the number of security guards / supervisors currently employed or expected to be employed to provide security services at Port Everglades.

Supervisors _____
Class D Guards _____
Class G Guards _____
K-9 Handlers _____

Port Everglades Tariff 12

References to the Port Everglades Tariff 12 as amended or reissued: <http://www.porteverglades.net/development/tariff>

Application Fees

The following fees have been established for franchised businesses at Port Everglades. Initial processing fees are nonrefundable. A franchise is required for each category of business.

Stevedore

Initial processing fee, assignment fee, or reinstatement fee \$ 11,000.00
Annual Fee
\$ 4,000.00

Cargo Handler

Initial processing fee, assignment fee, or reinstatement fee \$ 11,000.00
Annual Fee
\$ 4,000.00

Steamship Agent

Initial processing fee, assignment fee, or reinstatement fee \$
4,000.00
Annual Fee
\$ 2,250.00

Tugboat and Towing

Initial processing fee, assignment fee, or reinstatement fee \$ 26,000.00
Annual Fee
By Contract

Vessel Bunkering, Vessel Oily Waste Removal,

Vessel Sanitary Waste Water Removal

Initial processing fee, assignment fee, or reinstatement fee \$ 4,000.00
Annual Fee
\$ 2,250.00

For first-time franchise Applicants, both the initial application fee and the annual fee must be submitted at time of application. Thereafter, annual franchise fees are due and payable each year on the franchise anniversary date, which is defined as the effective date of the franchise.

Note: Check(s) should be made payable to:

BROWARD COUNTY BOARD OF COUNTY COMMISSIONERS and be mailed with this application to:
Port Everglades Business Administration Division
1850 Eller Drive, Fort Lauderdale, FL 33316

Required Public Hearing

Staff review of this application will not commence until such time as all of the above requested information and documentation has been provided and the franchise application has been determined by staff to be complete. All of the above requested information and Sections are required to be completed prior to the scheduling of the public hearing. Staff will request that the Broward County Board of County Commissioners set a public hearing to consider the franchise application and hear comments from the public. The Applicant will be notified of the Public Hearing date and must plan to attend the Public Hearing.

By signing and submitting this application, Applicant certifies that all information provided in this application is true and correct. Applicant understands that providing false or misleading information on this application may result in the franchise application being denied, or in instances of renewal, a franchise revoked. Applicant hereby waives any and all claims for any damages resulting to the Applicant from any disclosure or publication in any manner of any material or information acquired by Broward County during the franchise application process or during any inquiries, investigations, or public hearings.


Applicant further understands that if there are any changes to the information provided herein (subsequent to this application submission) or to its officers, directors, senior management personnel, or business operation as stated in this application, Applicant agrees to provide such updated information to the Port Everglades Department of Broward County, including the furnishing of the names, addresses (and other information as required above) with respect to persons becoming associated with Applicant after its franchise application is submitted, and any other required documentation requested by Port Everglades Department staff as relating to the changes in the business operation. This information must be submitted within ten (10) calendar days from the date of any change made by the Applicant.

Applicant certifies that all workers performing functions for Applicant who are subject to the Longshore and Harbor Workers' Act are covered by Longshore & Harbor Workers' Act, Jones Act Insurance, as required by federal law.

This application and all related records are subject to Chapter 119, F.S., the Florida Public Records Act.

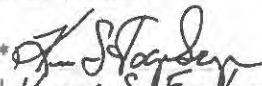
By its execution of this application, Applicant acknowledges that it has read and understands the rules, regulations, terms and conditions of the franchise it is applying for as set forth in Chapter 32, Part II, of the Broward County Administrative Code as amended, and agrees, should the franchise be granted by Broward County, to be legally bound and governed by all such rules, regulations, terms and conditions of the franchise as set forth in Chapter 32, Part II, of the Broward County Administrative Code as amended.

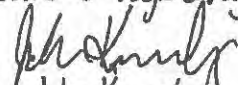
The individual executing this application on behalf of the Applicant, personally warrants that s he has the full legal authority to execute this application and legally bind the Applicant.

Signature of Applicant's Authorized Representative 

Date Signed 7-31-20

Signature name and title - typed or printed

Witness Signature (*Required*) 
Witness name-typed or printed KEVIN S Fogelsanger

Witness Signature (*Required*) 
Witness name-typed or printed John Kennedy

If a franchise is granted, all official notices correspondence should be sent to:

Name John Kennedy Title Operations Manager
Address Kirby Inland Maene Phone 305 579 5013
1020 Port Blvd suite 2
Miami, FL 33132

Section A2- Resumes Corporate Officers:

David W. Grzebinski

President and Chief Executive Officer

David W. Grzebinski is a Chartered Financial Analyst and holds a Master of Business Administration degree from Tulane University and a degree in chemical engineering from the University of South Florida. He has served as President and Chief Executive Officer since April 2014. He served as President and Chief Operating Officer from January 2014 to April 2014 and as Chief Financial Officer from March 2010 to April 2014. He served as Chairman of Kirby Offshore Marine from February 2012 to April 2013 and served as Executive Vice President from March 2010 to January 2014. Prior to joining the Company in February 2010, he served in various administrative positions since 1988 with FMC Technologies Inc. ("FMC"), including Controller, Energy Services, Treasurer, and Director of Global SAP and Industry Relations. Prior to joining FMC, he was employed by Dow Chemical Company.

William G. Harvey

Executive Vice President and Chief Financial Officer

William G. Harvey is a Chartered Financial Analysts and holds a Master of Business Administration degree from the University of Toronto and a degree in mechanical engineering from Queens University. He has served as Executive Vice President – Finance since February 2018. Prior to joining the Company, Mr. Harvey served as Executive Vice President and Chief Financial Officer of Walter Energy, Inc. from 2012 to 2017, Senior Vice President and Chief Financial Officer of Resolute Forest Products Inc. ("Resolute") from 2008 to 2011, and as Executive Vice President and Chief Financial Officer of Bowater Inc., a predecessor company of Resolute, from 2004 to 2008.

Christian G. O'Neil

President – Kirby Inland Marine and Kirby Offshore Marine

Christian G. O'Neil holds a Master of Business Administration degree from Rice University, a doctorate of jurisprudence from Tulane University and a bachelor of arts degree from Southern Methodist University. He has served as President of Kirby Inland Marine and Kirby Offshore Marine since January 2018. He served as Executive Vice President and Chief Operating Officer of Kirby Inland Marine and Kirby Offshore Marine from May 2016 to January 2018. He also served as Executive Vice President – Commercial Operations of Kirby Inland Marine and Kirby Offshore Marine from April 2014 to May 2016, Vice President – Human Resources of the Company from May 2012 to April 2014, Vice President – Sales for Kirby Inland Marine from 2009 to 2012 and President of Osprey from 2006 through 2008. He has also served in various sales and business development roles at the Company and Osprey. Prior to joining the Company, he served as Sales Manager and Fleet Manager at Hollywood Marine, Inc. ("Hollywood Marine") after joining Hollywood Marine in 1997.

Amy D. Husted

Vice President, General Counsel and Secretary

Amy D. Husted holds a doctorate of jurisprudence from South Texas College of Law and a degree in political science from the University of Houston. She has served the Company as Vice President and General Counsel since January 2017. She served as Vice President – Legal from January 2008 to January 2017 and served as Corporate Counsel from November 1999 through December 2007. Prior to joining the Company, she served as Corporate Counsel of Hollywood Marine from 1996 to 1999 after joining Hollywood Marine in 1994

SECTION F

APPLICANT'S PREVIOUS BUSINESS HISTORY

The Applicant, Kirby Inland Marine, LP, ("Kirby"), is the principal marine transportation subsidiary of Kirby Corporation, a publicly traded company listed on the New York Stock Exchange (Symbol: KEX). Kirby Inland Marine operates 350 towing vessels and 1157 tank barges, with a combined cargo capacity of nearly 26.3 million barrels, on U.S. waters. Kirby has been providing vessel bunkering services for more than twenty years in other U.S. ports, including Houston, Galveston, Beaumont, Port Arthur and Corpus Christi, Texas, and Lake Charles, Louisiana.

In February 2011, Kirby acquired certain assets of Enterprise Marine Services, LLC - assets which have been employed to provide vessel bunkering services in Florida ports, including Port Everglades, for many years. Kirby has retained the same mariners and shore-based support employees who have operated these assets for many years, an operation that originated when Belcher Oil Company began operating a fleet of tugs and barges to provide vessel bunkering services in Florida in 1930. The Coastal Corporation acquired all the Belcher assets in 1977 and changed the name of the company to Coastal Tug and Barge in 1989. The Coastal assets were then acquired by El Paso Corporation in 2000 and changed hands again in 2003 when they were purchased by TransMontaigne until they were acquired by TEPPCO Marine Services, LLC on June 5, 2009. TEPPCO Marine Services, LLC changed its name to Enterprise Marine Services, LLC in November 2009.

Predecessors in interest to the Applicant, then, have been delivering bunker fuels by barge in the ports of Canaveral, Port Everglades, Miami, Tampa and Port Manatee since the 1970's. While bunker delivery tugs and barges were continuously domiciled in Canaveral, Miami, Tampa and Port Manatee, that was not always the case in Port Everglades. Prior to 2001, the tugs and barges servicing Port Everglades were domiciled in the port of Miami, transiting to Port Everglades to deliver bunkers as needed. Operating in this fashion was very weather dependent, resulting in a less as reliable source of bunkers for ships calling Port Everglades. Since 2001, a tug and barge have been stationed in Port Everglades for the sole purpose of providing vessel bunkering services, which has greatly enhanced service capabilities and reliability. Kirby expects to continue this bunkering service to vessels in Port Everglades with the same reliability and commitment to excellence, as it has done since the inception of this bunker franchise in 2011.

Section G- Managerial Employees:

James C. Guidry: Executive Vice President of Vessel Operations for Kirby Marine Transportation Group. Mr. Guidry has worked in the marine transportation industry for nearly 30 years. He began his career as a very young child working with his Father on towboats the family owned in Texas and Louisiana. Mr. Guidry worked his way up from deckhand to Towing Vessel Master, then shoreside in Dispatching and promotions to management and finally his current position overseeing vessel operations for both Kirby Inland Marine and Kirby Offshore Marine Fleets. He is also the Incident Commander for the Kirby Inland Marine Emergency response team which is responsible for responding to natural disasters such as hurricanes and floods as well as manmade issues such as collisions, spills, fires etc. when they occur near or on Kirby equipment.

Kevin S. Fogelsanger: General Manager, Kirby Offshore Marine. Mr. Fogelsanger is the General Manager for the division of Kirby that operates bunker barges in Port Everglades and Port Miami. He is a graduate of Massachusetts Maritime Academy and holds USCG credential as Third Mate Unlimited Tonnage and Master of Towing Oceans. Mr. Fogelsanger began his career on Florida-based tugs as AB-Tankerman and quickly rose through the ranks to Master of Towing vessels, operating tugs towing inland and offshore bunker barges. He transitioned to shoreside office positions that included managing shoreside tankerman group, Manager of Operations, transferred to Houston and was promoted to General Manager of Kirby Offshore Marine/ Florida Bunker Group 2016 where he manages 45 offshore boats and 50 offshore oil barges.

John C. Kennedy: Operations Manager, Kirby, Florida Bunker Group. Mr. Kennedy was a member of the USCG from 1980 until 1992, and is a graduate of SUNY Maritime College. He holds mariner's credential as Third Mate Unlimited and Master of Towing, Oceans. Mr. Kennedy spent many years' operating vessels in both wheelhouse and shoreside positions and was Vice President of Marine Operations for Bayfront Ventures, which operated several casino boats in the Miami area. Mr. Kennedy joined Kirby's Florida-based bunkering division in 2007 as Captain on tugs operating inland and offshore. He accepted a shoreside position as Port Captain and Safety Manager in August 2014, and was promoted to Operations Manager in January of 2019.

LIMITED PARTNERSHIP AGREEMENT
OF
KIRBY INLAND MARINE, LP
DECEMBER 31, 2001

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**LIMITED PARTNERSHIP AGREEMENT
OF
KIRBY INLAND MARINE, LP**

This Limited Partnership Agreement (the "Agreement") of Kirby Inland Marine, LP (the "Partnership") is entered into effective December 31, 2001 by and among KIM Holdings, Inc., a Delaware corporation, as general partner, and KIM Partners, LLC, a Louisiana limited liability company, as limited partner.

RECITALS

A. Kirby Inland Marine, Inc. ("KIM") was a Delaware corporation whose outstanding capital stock consisted of 44,950 shares of common stock, 449.5 of which were owned by the General Partner and 44,500.5 of which were owned by the Limited Partner.

B. The stockholders of KIM elected to convert KIM from a Delaware corporation to a Delaware limited partnership effective December 31, 2001 by filing with the Secretary of State of the State of Delaware a Certificate of Conversion and a Certificate of Limited Partnership and complying with the requirements for conversion under the Delaware General Corporation Law and the Act.

C. Under the terms of the conversion, the Percentage Interests of the Partners in the Partnership are in proportion to their respective ownership of the outstanding common stock of KIM.

**ARTICLE I
DEFINITIONS**

Section 1.1. Act. "Act" means the Delaware Revised Uniform Limited Partnership Act, as amended.

Section 1.2. Assignee. "Assignee" means a person or entity to whom an interest in the Partnership has been transferred but who has not been admitted as a substituted partner pursuant to this Agreement.

Section 1.3. Code. "Code" means the Internal Revenue Code of 1986, as amended.

Section 1.4. General Partner. "General Partner" means KIM Holdings, Inc., a Delaware corporation, and any other person or entity who succeeds such corporation in such capacity.

Section 1.5. Limited Partner. "Limited Partner" means KIM Partners, LLC, a Louisiana limited liability company, and any person or entity who is admitted as a limited partner pursuant to this Agreement.

Section 1.6. Partners. "Partners" means the General Partner and the Limited Partners.

Section 1.7. Partnership Assets. "Partnership Assets" means all interests, properties and rights of any kind owned by the Partnership.

Section 1.8. Percentage Interest. "Percentage Interest" means each Partner's interest in the Partnership.

Section 1.9. Person. "Person" means an individual or a corporation, partnership, limited partnership, limited liability company, trust, or other entity.

ARTICLE II THE PARTNERSHIP

Section 2.1. Formation. The General Partner and the Limited Partner hereby agree to form the Partnership pursuant and subject to the Act and the Certificate of Conversion of Kirby Inland Marine, Inc. into Kirby Inland Marine, LP and upon the terms and conditions set forth in this Agreement.

Section 2.2. Partnership Name and Offices. The name of the Partnership shall be "Kirby Inland Marine, LP," provided that Partnership business may be conducted under such other names as the General Partner deems necessary or appropriate, whether to comply with the laws of other states in which the Partnership may do business or make investments or for any other purposes. The principal place of business of the Partnership shall be located at 55 Waugh Drive, Suite 1000, Houston, Texas 77007. The Partnership may maintain other offices as may be designated from time to time by the General Partner for the purpose of carrying out the business of the Partnership.

Section 2.3. Registered Office and Registered Agent. The registered office of the Partnership shall be Corporation Trust Center, 1209 Orange Street, Wilmington, County of Newcastle, Delaware 19801. The name of the registered agent of the Partnership for service of process at such address is The Corporation Trust Company.

Section 2.4. Purpose. The purpose of the Partnership is to engage in such lawful businesses, investments and activities as the General Partner may decide.

Section 2.5. Term. The term of the Partnership shall continue until terminated as provided in Article IX.

Section 2.6. Independent Activities. Nothing herein shall be deemed to restrict in any way the freedom of any Partner to conduct any business or activity whatsoever on its own account without any accountability to the Partnership or any other Partner.

Section 2.7. Title to Property. Partnership Assets shall be deemed to be owned by the Partnership as an entity, and no Partner shall have any ownership interest in Partnership Assets or any portion thereof. Record title to any property acquired by the Partnership may, at the

discretion of the General Partner, be acquired in the name of the General Partner, the Partnership or any other nominee selected by the General Partner. The Partnership records relating to any partnership property held of record in the name of the General Partner or another nominee shall reflect the Partnership's beneficial ownership of such property.

ARTICLE III PARTNERSHIP INTERESTS; CAPITAL CONTRIBUTIONS

Section 3.1. General Partner. The Percentage Interest of the General Partner in the Partnership shall be one percent (1%).

Section 3.2. Limited Partners. The Percentage Interest of the Limited Partner in the Partnership shall be ninety-nine percent (99%).

Section 3.3. Additional Assessments. No additional capital contributions may be required from the Limited Partner without the Limited Partner's consent.

ARTICLE IV ALLOCATIONS; DISTRIBUTIONS

Section 4.1. Allocations. Each item of revenue, cost, expense, amount realized, income, gain, loss, deduction and credit of the Partnership shall be allocated among and credited or charged, as the case may be, to the Partners in proportion to their Percentage Interests.

Section 4.2. Assignor-Assignee Allocations. The Partnership shall allocate taxable items attributable to any interest in the Partnership that is assigned during a year between the assignor and assignee of such interest in accordance with any method that the General Partner chooses and which is permitted by the Code.

Section 4.3. Distributions. Distributions from the Partnership to the Partners shall be made at such times, in such amounts and in such forms as shall be determined by the General Partner, and shall be allocated among the Partners in accordance with their Percentage Interests.

ARTICLE V RIGHTS, OBLIGATIONS, WITHDRAWAL AND REMOVAL OF GENERAL PARTNER

Section 5.1. Management.

(a) The General Partner shall conduct, direct and exercise full control over all activities of the Partnership. Except as otherwise expressly provided in this Agreement, all management powers over and control of the business and affairs of the Partnership shall be vested exclusively in the General Partner, and no Limited Partner shall have any right of control

or management power over the business and affairs of the Partnership. The exercise by the General Partner of any power conferred on it by this Agreement shall bind the Partnership.

(b) The General Partner shall have full authority to do all things deemed by it to be necessary or desirable in the conduct of the business of the Partnership, including without limitation, the right to enter into and perform contracts of all kinds (including contracts between the Partnership and the General Partner acting in its individual capacity), to lend or borrow money, to assume, guaranty or otherwise contract for indebtedness and other liabilities, to issue evidences of indebtedness and secure the same by mortgage, deed of trust or other lien or encumbrance, to bring and defend actions at law or in equity, to indemnify any person against liabilities and contingencies to the extent permitted by law, and to buy, own, manage, sell, lease or otherwise acquire or dispose of Partnership Assets.

(c) In establishing Partnership bank accounts, the General Partner may designate authorized signatories (which may include persons who are not Partners) to execute checks, drafts and other negotiable instruments on behalf of the Partnership.

Section 5.2 Officers And Employees.

(a) The General Partner may hire, appoint, remove and discharge officers and employees of the Partnership to assist in the management of the business and operations of the Partnership and may designate the authority, responsibilities, ranking, titles and compensation (if any) of such officers and employees.

(b) Without limiting the authority of the General Partner pursuant to Section 5.2(a), the officers appointed by the General Partner may be given one or more of the following titles with the corresponding duties and responsibilities:

(1) Chairman. The Chairman shall preside at all meetings of the Partners and shall perform such other duties and exercise such other powers as the General Partner may from time to time prescribe.

(2) President. The president shall have general and active management of the Partnership and shall see that all orders and resolutions of the General Partner are carried into effect. The president may sign and execute contracts, agreements and other documents on behalf of the Partnership, and shall have such other powers and perform such other duties as the General Partner may from time to time prescribe.

(3) Vice Presidents. The vice presidents shall, in the absence or disability of the president, perform the duties and exercise the powers of the president. They shall perform such other duties and exercise such other powers as the General Partner may from time to time prescribe.

(4) Secretary. The secretary shall record all the proceedings of the meetings of the Partnership in a book to be kept for that purpose and shall perform such other duties as may be prescribed by the General Partner or president.

(5) Assistant Secretary. Assistant secretaries shall, in the absence or disability of the secretary, perform the duties and exercise the powers of the secretary and shall perform such other duties and have such other powers as the General Partner may from time to time prescribe.

(6) Treasurer. The treasurer shall have the custody of the Partnership funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Partnership and shall deposit all moneys and other valuable effects in the name and to the credit of the Partnership in such depositories as may be designated by the General Partner. The treasurer shall disburse the funds of the Partnership as may be ordered by the General Partner and shall render to the president and the General Partner an account of all transactions as treasurer and of the financial condition of the Partnership.

(7) Assistant Treasurer. Assistant treasurers shall, in the absence or disability of the treasurer, perform the duties and exercise the powers of the treasurer and shall perform such other duties and have such other powers as the General Partner may from time to time prescribe.

Section 5.3 Operating Divisions. The General Partner may establish one or more operating divisions of the Partnership, and may confer on the employees or officers of the Partnership assigned to any such operating division the title of President, Vice President and any other titles deemed appropriate. The General Partner may at any time discontinue any such operating division or title or remove any person from any such office. The designation of any such titles for employees or officers assigned to operating divisions of the Partnership shall not be permitted to conflict in any way with any executive or administrative authority established from time to time by or for the Partnership. Any Person designated as an officer of an operating division shall have authority, responsibilities and duties with respect to such operating division corresponding to those normally vested in the comparable officer of the Partnership by this Agreement, subject to such limitations as may be imposed by the General Partner.

Section 5.4. Certificates. The General Partner shall cause to be filed such certificates or documents as may be required for the operation of a limited partnership in Texas and any state in which the Partnership may elect to do business. The General Partner shall file any necessary amendments to the Certificate of Limited Partnership and do all things necessary to maintain the Partnership as a limited partnership under the laws of the State of Delaware or any other state in which the Partnership may elect to do business.

Section 5.5. Compensation and Reimbursement of General Partner.

(a) The Partnership may pay reasonable compensation to the General Partner for its services as general partner of the Partnership.

(b) The General Partner shall be reimbursed for all expenses and disbursements incurred or made in connection with the formation and the operation of the

Partnership, any acquisitions or dispositions of assets by the Partnership and the qualification of the Partnership to do business in any jurisdiction where the General Partner deems necessary.

Section 5.6. Transactions with General Partner. In addition to distributions or payments to or transactions with the General Partner or its affiliates that are expressly contemplated in this Agreement, the Partnership may enter into a transaction, agreement or payment involving the General Partner or an affiliate of the General Partner as the General Partner deems advisable. The validity of any such transaction, agreement or payment involving the Partnership and the General Partner or an affiliate of the General Partner shall not be affected by reason of the relationship between the Partnership and the General Partner.

Section 5.7. Withdrawal or Removal of General Partner.

(a) The General Partner may voluntarily withdraw from the Partnership at any time. The General Partner shall have no liability on account of such withdrawal.

(b) The General Partner may be removed by the affirmative vote of a majority in Percentage Interest of the Limited Partners.

ARTICLE VI RIGHTS AND OBLIGATIONS OF THE LIMITED PARTNERS

Section 6.1. Limited Liability. No Limited Partner shall be liable to the Partnership or for any debts, liabilities or losses of the Partnership, except to the extent of its interest in the assets of the Partnership.

Section 6.2. Management of Business. No Limited Partner (other than the General Partner or its officers, employees or agents in their capacity as such) shall participate in the operation, management or control of the Partnership's business, transact any business in the Partnership's name or have the power to sign documents for or otherwise bind the Partnership. The transaction of any such business by an officer, employee or agent of the General Partner in his capacity as such shall not affect, impair or eliminate the limitation on the liability of any Limited Partner or Assignee under this Agreement.

Section 6.3. Return of Capital. No Limited Partner shall be entitled to the withdrawal or return of its capital contribution, except to the extent, if any, that distributions made pursuant to this Agreement or upon termination of the Partnership may be considered as such by law and then only to the extent provided for in this Agreement. No Limited Partner shall have priority over any other Limited Partner either as to the return of capital contributions or as to profits, losses or distributions.

Section 6.4. Examination of Partnership Records. Each Limited Partner or its representative may, at reasonable times and on reasonable advance notice to the Partnership, examine the records (where such records are maintained) or property of the Partnership or otherwise make reasonable inquiry as to Partnership affairs.

ARTICLE VII ACCOUNTING

Section 7.1. Fiscal Year. The fiscal year of the Partnership shall be the calendar year.

Section 7.2. Books of Account. Proper and complete books of account of the business of the Partnership shall be kept at the principal place of business of the Partnership and shall be open to inspection by any of the Partners or by their authorized representatives during normal business hours.

ARTICLE VIII DURATION AND DISSOLUTION

Section 8.1. Dissolution. The Partnership will continue in existence until the earliest to occur of (a) a written election by the General Partner to dissolve the Partnership; (b) a written election by a majority in Percentage Interest of the Limited Partners to dissolve the Partnership; (c) the withdrawal or removal of the General Partner pursuant to the Act or Section 5.7 above; or (d) the occurrence of any other event which causes dissolution of the Partnership under the Act.

Section 8.2. Liquidation.

(a) Except as otherwise provided herein, upon the dissolution of the Partnership, unless it is reconstituted pursuant to the Act, no further business shall be conducted except for the taking of such action as shall be necessary for the winding up of the affairs of the Partnership and the distribution of its assets to the Partners pursuant to the provisions of this section. The General Partner shall act as liquidating trustee or may appoint in writing one or more liquidating trustees who shall have full authority to wind up the affairs of the Partnership and to make final distribution as provided herein.

(b) Upon dissolution of the Partnership, unless it is reconstituted pursuant to the Act, the liquidating trustee may sell the Partnership Assets at the best price available or it may distribute those assets in kind. All of the Partnership Assets shall be applied and distributed, according to the fair market value thereof, by the liquidating trustee in the following order:

- (i) to the creditors of the Partnership;
- (ii) to establishing the reserves which the liquidating trustee may deem necessary for contingent or unforeseen liabilities or obligations of the Partnership; and
- (iii) to the Partners in accordance with their Percentage Interests.

(c) The liquidating trustee shall comply with any requirements of the Act or other applicable law, except as modified by this Agreement, pertaining to the dissolution,

winding up and liquidation of a limited partnership, at which time the existence of the Partnership shall be terminated.

(d) No Partner or Assignee shall have any obligation to restore any negative balance in its capital account upon dissolution and liquidation of the Partnership.

ARTICLE IX INDEMNIFICATION AND INSURANCE

Section 9.1. Indemnification and Advance of Expenses.

(a) To the fullest extent permitted by law but subject to the limitations expressly provided in this Agreement, the Partnership shall indemnify any Person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such Person is or was a general partner of the Partnership or a director, officer, partner, member or manager of the Partnership or of a general partner of the Partnership (an "Indemnified Person"), or, while serving in any such capacity is or was serving at the request of the Partnership as a director, officer, employee, member, manager, partner or agent of another corporation, partnership, joint venture, limited liability company, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such Person in connection with such action, suit or proceeding if such Person acted in good faith and in a manner such Person reasonably believed to be in or not opposed to the best interests of the Partnership, and, with respect to any criminal action or proceeding, had no reasonable cause to believe such Person's conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the Person did not act in good faith and in a manner which such Person reasonably believed to be in or not opposed to the best interests of the Partnership, and, with respect to any criminal action or proceeding, had reasonable cause to believe that such Person's conduct was unlawful.

(b) To the extent that an Indemnified Person has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 9.1(a), or in defense of any claim, issue or matter therein, such Person shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred in connection therewith.

(c) Any indemnification under Section 9.1(a) or (b) (unless ordered by a court) shall be made by the Partnership only as authorized in the specific case upon a determination that indemnification of the Indemnified Person is proper in the circumstances because such Person has met the applicable standard of conduct set forth in Section 9.1(a) and (b). Such determination shall be made by the General Partner, or (ii) if the General Partner so directs, by independent legal counsel in a written opinion, or (iii) by a majority in Percentage Interests of the Partners.

(d) Expenses (including attorneys' fees) incurred by an Indemnified Person in defending any civil, criminal, administrative or investigative action, suit or proceeding shall be

paid by the Partnership in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of such Person to repay such amount if it shall ultimately be determined that such Person is not entitled to be indemnified by the Partnership as authorized in this Section 9.1.

(e) The indemnification and advancement of expenses provided by, or granted pursuant to, this Section 9.1 shall not be deemed exclusive of any other rights to which Persons seeking indemnification or advancement of expenses may be entitled under any agreement, by operation of law or otherwise.

Section 9.2. Insurance. The Partnership may purchase and maintain insurance or another arrangement on behalf of any Person who is or was a general partner of the Partnership, or a director, officer, partner, member or manager of the Partnership or a general partner of the Partnership, against any liability asserted against him or incurred by him in any capacity identified in Section 9.1, whether or not the Partnership would have the power to indemnify him against that liability under Section 9.1 or otherwise.

ARTICLE XI MISCELLANEOUS PROVISIONS

Section 11.1. Notices. Any notice or communication given pursuant to this Agreement must be in writing and may be given by registered or certified mail, and if given by registered or certified mail, shall be deemed to have been given and received when a registered or certified letter containing such notice, properly addressed with postage prepaid is deposited in the United States mails; and if given otherwise than by registered or certified mail, it shall be deemed to have been given when delivered to and received by the party whom addressed. Such notices or communications shall be given to the parties hereto at the following addresses:

If to the Partnership:

Kirby Inland Marine, LP
55 Waugh Drive, Suite 1000
Houston, Texas 77007

If to the Limited Partner:

KIM Partners, LLC
116 Capital Boulevard
Houma, Louisiana 70360

If to the General Partner:

KIM Holdings, Inc.
55 Waugh Drive, Suite 1000
Houston, Texas 77007

Any party hereto may designate any other address in substitution for the foregoing address to which such notice shall be given by five (5) days' notice duly given hereunder to the other parties.

Section 11.2. Execution in Counterparts. This Agreement may be executed in multiple counterparts, each to constitute an original, but all in the aggregate to constitute one agreement.

Section 11.3. Amendment. This Agreement may be amended by the written consent of a majority in Percentage Interest of the Partners. Prompt notice of any amendment to this Agreement shall be given to all Partners.

Section 11.4. Waiver of Right to Partition. Each of the parties hereto irrevocably waives during the term of the Partnership any right that it may have to maintain any action for partition with respect to Partnership property.

Section 11.5. Successors and Assigns. The covenants, terms, provisions and agreements herein contained shall be binding upon and inure to the benefit of the parties hereto and, to the extent permitted by this Agreement, their respective successors and assigns.

Section 11.6. Governing Law. This Agreement and the rights of the parties hereto shall be governed by and interpreted in accordance with the laws of the State of Delaware.

Section 11.7. Number; Gender. Whenever the context requires, the singular shall include the plural and vice versa and words of any gender shall include each other gender.


Section 11.8. Sections; Exhibits. References to Sections are references to Sections of this Agreement unless otherwise specified. References to Exhibits are references to Exhibits to this Agreement unless otherwise specified.

Section 11.9. Execution in Writing. A facsimile, telegram, telex, cablegram or similar transmission by a Partner or officer, or a photographic, photostatic, facsimile or similar reproduction of a writing executed by a Partner or officer, shall be treated as an execution in writing for purposes of this Agreement.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first written above.

GENERAL PARTNER:

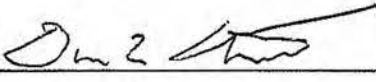
KIM HOLDINGS, INC.

By: 

Mark R. Buese
Senior Vice President

LIMITED PARTNER:

KIM PARTNERS, LLC

By: 

Dorman L. Strahan
Manager

Section B-2

Applicants Partnership Documents

State Of Delaware

Entity Details

4/24/2020 12:34:25PM

File Number: 422508

Incorporation Date / Formation Date 5/13/1948

Entity Name: KIRBY INLAND MARINE, LP

Entity Kind: Limited Partnership

Entity Type: General

Residency: Domestic

State: DELAWARE

Status: Good Standing

Status Date: 6/4/2019

Registered Agent Information

Name: CORPORATION SERVICE COMPANY

Address: 251 LITTLE FALLS DRIVE

City: WILMINGTON

Country:

State: DE

Postal Code: 19808

Phone: 302-636-5401

7/15/2020

Entity

Jurisdiction Details - Florida

Statutory Representation

Registered With: Department Of State, Division Of Corporations
Authorization Date: 04/04/2003
Jurisdiction ID: B03000000121
Registered Agent / Office: Corporation Service Company
1201 Hays Street, Tallahassee, FL, 32301
Jurisdiction Status: Active
Corporate Database Status: Active

Note: The Corporate Database Status is obtained from the Secretary of State or equivalent corporation department (US only). Jurisdiction Status Corporate Tracker grids.

Additional Details

Address in Jurisdiction

Notes

B03000000 121

FILED
03 APR 04 PM 2:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

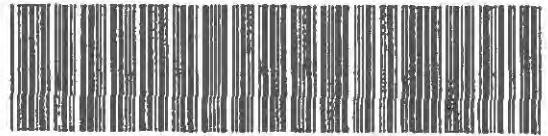
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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AL

RECEIVED
03 APR - 4 4:11:33
DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CT CORPORATION

April 4, 2003

FILED
03 APR -4 PM 2: 18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

Re: Order #: 5777216 WO
Customer Reference 1: 13085
Customer Reference 2: 1

Dear Secretary of State, Florida:

Please file the attached:

Kirby Inland Marine, LP (DE)
Registration
Florida

FILE SECOND!!!

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Katrina Forsman
Fulfillment Specialist
Katrina_Forsman@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615

APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED
03 APR -4 PM 2: 18
CLERK OF STATE
TALLAHASSEE, FLORIDA

1. Kirby Inland Marine, LP
(Name of limited partnership as it is in the home state)

2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida;
must contain the word "LIMITED" or "LTD.")

3. Delaware 4. 5-13-48
(State of Formation) (Date of Formation)

5. C T Corporation System
(Name of Registered Agent for Service of Process)

6. c/o C T Corporation System, 1200 South Pine Island Road
(Street Address of Registered Office)

Plantation, Florida 33324
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

C T Corporation System

By: Connie Bray
(Agent must sign on this line)

8. 1209 Orange Street, Wilmington, DE 19801

(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>KIM Holdings, Inc.,</u>	<u>55 Waugh Drive, Suite 1000, Houston, Texas 77007</u>
_____	_____
_____	_____

10. 55 Waugh Drive, Suite 1000, Houston, Texas 77007
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

12. 55 Waugh Drive, Suite 1000 Houston, TX 77007

FILED

03 APR -4 PM 2: 18

(Mailing Address of Limited Partnership)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 12th day of March, 2003

General Partner KIM Holdings, Inc., General Partner

STATE OF TEXAS

COUNTY OF HARRIS

On this 12th day of March, 2003

Mark R. Buese, personally appeared before me,

who is personally known to me

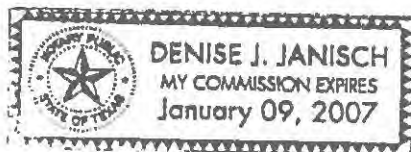
whose identity I proved on the basis of

(Notary Public Signature)

Denise J. Janisch
(Notary's Printed Name)

Seal

My Commission Expires January 9, 2007



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

FILED
03 APR -4 PM 2: 18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME the undersigned personally appeared Mark R. Buese, Sr. Vice President of KIM Holdings, Inc.
a general partner of Kirby Inland Marine, LP, a (an) Delaware
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 1,112,512.50.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1,891.27.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 12th day of March, 2003.



General Partner
Mark R. Buese, Sr. Vice President of KIM Holdings, Inc.

STATE OF TEXAS

COUNTY OF HARRIS

On this 12th day of March, 2003,

Mark R. Buese, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____



(Notary Public Signature)

Denise J. Janisch

(Notary's Printed Name)

Seal My Commission Expires: Jan. 9, 2007



Delaware

PAGE 2

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF LIMITED PARTNERSHIP OF "KIRBY INLAND MARINE, LP" FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2001, AT 1:40 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF LIMITED PARTNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2001, AT 11:57 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0422508 8100V

AUTHENTICATION: 1535773

010674181

DATE: 01-02-02

FROM CORPORATION TRUST-DOVER, DE 302-674-8340 (FRI) 12. 28' 01 14:39/ST. 14:37/NO. 4260103465 P 9

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
KIRBY INLAND MARINE, LP**

This Certificate of Limited Partnership of Kirby Inland Marine, LP (the "Partnership"), dated December 27, 2001, is being duly executed and filed by KIM Holdings, Inc., a Delaware corporation, as the general partner of the Partnership, under the Delaware Revised Uniform Limited Partnership Act.

1. The name of the Partnership is Kirby Inland Marine, LP.
2. The address of the registered office of the Partnership in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, County of Newcastle, Delaware 19801 and the name and address of the registered agent for service of process on the Partnership at such address is The Corporation Trust Company.
3. The name and the business address of the general partner of the Partnership is as follows:

KIM Holdings, Inc.
55 Waugh Drive, Suite 1000
Houston, Texas 77007

4. This Certificate of Limited Partnership shall be effective on December 31, 2001 at 11:57 p.m., Eastern Standard Time.

IN WITNESS WHEREOF, the undersigned, being the general partner of the Partnership, has executed this Certificate of Limited Partnership on the date first above written.

KIM HOLDINGS, INC.

By: 

Mark R. Buese
Senior Vice President

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 01:40 PM 12/28/2001
010674181 - 0422508

Delaware

The First State

PAGE 1

FILED

03 APR -4 PM 2: 18

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KIRBY INLAND MARINE, LP" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIFTH DAY OF MARCH, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0422508 8300

AUTHENTICATION: 2329989

030199218

DATE: 03-25-03

State of Florida



Department of State

I certify from the records of this office that KIRBY INLAND MARINE, LP, a Delaware Limited Partnership, was authorized to do business in the State of Florida on April 4, 2003.

The document number of this Limited Partnership is B03000000121.

I further certify that said Limited Partnership has paid all filing fees due this office through December 31, 2003, and its status is active.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Fourth day of April, 2003



CR2EO22 (2-03)

Glenda E. Hood
Glenda E. Hood
Secretary of State

State of Florida



Department of State

I certify from the records of this office that KIRBY INLAND MARINE, LP is a Delaware limited partnership registered to transact business in the state of Florida on April 4, 2003.

The document number of this limited partnership is B03000000121.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Fourth day of April, 2003



CR2EO22 (2-03)

Glenda E. Hood
Glenda E. Hood
Secretary of State

State of Florida



Department of State

I certify the attached is a true and correct copy of the Affidavit and Application of Limited Partnership of KIRBY INLAND MARINE, LP, a Delaware limited partnership, authorized to transact business within the state of Florida on April 4, 2003, as shown by the records of this office.

The document number of this limited partnership is B03000000121.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Fourth day of April, 2003



CR2EO22 (2-03)

Glenda E. Hood
Glenda E. Hood
Secretary of State

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

FILED
03 APR -6 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Kirby Inland Marine, LP
(Name of limited partnership as it is in the home state)

2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida;
must contain the word "LIMITED" or "LTD.")

3. Delaware 4. 5-13-48
(State of Formation) (Date of Formation)

5. C T Corporation System
(Name of Registered Agent for Service of Process)

6. c/o C T Corporation System, 1200 South Pine Island Road
(Street Address of Registered Office)

Plantation, Florida 33324
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

C T Corporation System

By: Connie Bay
(Agent must sign on this line)

8. 1209 Orange Street, Wilmington, DE 19801

(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

KIM Holdings, Inc., 55 Waugh Drive, Suite 1000, Houston, Texas 77007

10. 55 Waugh Drive, Suite 1000, Houston, Texas 77007
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

12, 55 Waugh Drive, Suite 1000 Houston, TX 77007

FILED

03 APR -4 PM 2:18

(Mailing Address of Limited Partnership)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 12th day of March, 2003

General Partner KIM Holdings, Inc., General Partner

STATE OF TEXAS

COUNTY OF HARRIS

On this 12th day of March, 2003

Mark R. Buese, personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

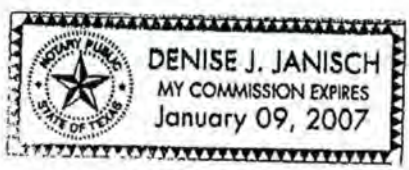
(Notary Public Signature)

Denise J. Janisch

(Notary's Printed Name)

Seal

My Commission Expires: January 9, 2007



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

FILED

03 APR -4 PM 2:18


BEFORE ME the undersigned personally appeared Mark R. Buese, Sr. Vice President of KIM Holdings, Inc.
a general partner of Kirby Inland Marine, LP, a (an) Delaware
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The amount of capital contributions of the limited partners is \$ 1,112,512.50.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1,891.27.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 12th day of March, 2003.



General Partner
Mark R. Buese, Sr. Vice President of KIM Holdings, Inc.

STATE OF TEXAS

COUNTY OF HARRIS

On this 12th day of March, 2003,

Mark R. Buese, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____

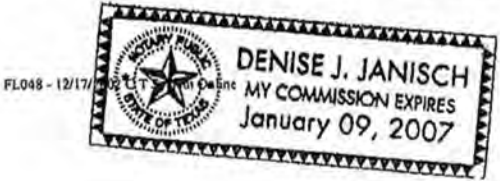


(Notary Public Signature)

Denise J. Janisch

(Notary's Printed Name)

Seal My Commission Expires: Jan. 9, 2007



2010 LIMITED PARTNERSHIP ANNUAL REPORT

FILED
Apr 14, 2010
Secretary of State

DOCUMENT# B03000000121

Entity Name: KIRBY INLAND MARINE, LP

Current Principal Place of Business:

55 WAUGH DRIVE
 SUITE 1000
 HOUSTON, TX 77007

New Principal Place of Business:**Current Mailing Address:**

55 WAUGH DRIVE
 SUITE 1000
 HOUSTON, TX 77007

New Mailing Address:

FEI Number: 74-1074014

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

C T CORPORATION SYSTEM
 1200 SOUTH PINE ISLAND ROAD
 PLANTATION, FL 33324 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: _____

Electronic Signature of Registered Agent

Date

GENERAL PARTNER INFORMATION:

Document #: F03000001693
 Name: KIM HOLDINGS, INC.
 Address: 55 WAUGH DRIVE
 City-St-Zip: HOUSTON, TX 77007

ADDRESS CHANGES ONLY:

Address:
 City-St-Zip:

I hereby certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a General Partner of the limited partnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes.

SIGNATURE: MARY TUCKER

ASTR

04/14/2010

Electronic Signature of Signing General Partner

Date



CERTIFICATE OF MARINE / ENERGY INSURANCE

DATE (MM/DD/YYYY)
7/1/2020

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER Aon Risk Services, Northeast, Inc. New York NY Office 199 Water Street New York NY 10038-3551	CONTACT NAME: PHONE (A/C, No, Ext): 866-283-7122 FAX (A/C, No): 800-363-0105	
	E-MAIL ADDRESS: PRODUCER CUSTOMER ID #:	
INSURED Kirby Inland Marine LP P O Box 1745 Houston TX 77251	INSURER(S) AFFORDING COVERAGE	
	INSURER A: Lloyd's Syndicate No. 3000	NAIC # AA112900
	INSURER B: Zurich American Insurance Company	16535
	INSURER C: U K Mutual Steam Ship Assoc (Europe) L	
	INSURER D: Zurich North America	16535
	INSURER E: The Standard Club UK Ltd.	
INSURER F:		

COVERAGES **CERTIFICATE NUMBER:** 20062618454938_2 **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL SUBR INSD WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	HULL AND MACHINERY <input type="checkbox"/> COLLISION LIABILITY <input type="checkbox"/> TOWERS LIABILITY		MALIA2000285 SIR Applies per Policy Terms & Conditions	7/30/2020	6/30/2021	X PER SCHEDULE ON FILE INSURED VALUE \$ COLLISION (Ea occurrence) \$ TOWERS (Ea occurrence) \$
C	PROTECTION AND INDEMNITY <input checked="" type="checkbox"/> CREW LIABILITY <input type="checkbox"/> JONES ACT <input checked="" type="checkbox"/> COLLISION LIABILITY <input checked="" type="checkbox"/> TOWERS LIABILITY <input checked="" type="checkbox"/> REMOVAL OF WRECK <input checked="" type="checkbox"/> IN REM		533163 UK Club 311115 Standard Club	2/20/2020	2/20/2021	X PER CLUB RULES EA OCCURRENCE PER VESSEL, CSL \$ COLLISION (Ea occ), CSL \$ TOWERS (Ea occ), CSL \$ REMOVAL OF WRECK (Ea occurrence) \$ IN REM \$
E	<input checked="" type="checkbox"/> POLLUTION					\$
	POLLUTION LIABILITY <input type="checkbox"/> OPA 90 <input type="checkbox"/> CERCLA <input type="checkbox"/> NON-OPA / NON-CERCLA					EA OCCURRENCE \$ \$ \$ \$
	MARITIME EMPLOYERS LIABILITY <input type="checkbox"/> ALTERNATE EMPLOYER INCLUDES <input type="checkbox"/> CREW <input type="checkbox"/> EMPS <input type="checkbox"/> JONES ACT <input type="checkbox"/> DEATH ON THE HIGH SEAS <input type="checkbox"/> IN REM ENDORSEMENT	N/A				ANY ONE PERSON \$ ANY ONE ACCIDENT \$ \$ \$ \$ \$

CERTIFICATE HOLDER Broward County 1850 Eller Drive Fort Lauderdale FL 33316	CANCELLATION SHOULD ANY OF THE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.
	AUTHORIZED REPRESENTATIVE Aon Risk Services Northeast, Inc.

COVERAGES

CERTIFICATE NUMBER:

INSR LTR	TYPE OF INSURANCE	ADDL SUBR INSD WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY		MALIA2000285	6/30/2020	6/30/2021	EACH OCCURRENCE \$ 25,000,000
	<input checked="" type="checkbox"/> MARINE GENERAL LIABILITY					DAMAGE TO RENTED PREMISES (Ea occurrence) \$ Included
	CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR					MED EXP (Any one person) \$ Included
						PERSONAL & ADV INJURY \$ Included
						GENERAL AGGREGATE \$
						PRODUCTS-COMP / OP AGG \$ 25,000,000
GEN L AGGREGATE LIMIT APPLIES PER						
	<input type="checkbox"/> POLICY <input type="checkbox"/> PROJECT <input type="checkbox"/> LOC					\$
	OTHER					\$
B	AUTOMOBILE LIABILITY		BAPS718421-00	6/30/2020	6/30/2021	COMBINED SINGLE LIMIT (Ea accident) \$ 2,000,000
	<input checked="" type="checkbox"/> ANY AUTO <input type="checkbox"/> SCHEDULED AUTOS					BODILY INJURY (Per person) \$
	<input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> NON-OWNED AUTOS ONLY					BODILY INJURY (Per accident) \$
	<input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> AUTOS ONLY					PROPERTY DAMAGE (Per accident) \$
WORKERS COMPENSATION AND EMPLOYERS LIABILITY						<input type="checkbox"/> PER STATUTE <input type="checkbox"/> OTH-ER
ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) <input type="checkbox"/> Y/N						E.L. (Each accident) \$
If yes, describe under DESCRIPTION OF OPERATIONS below						E.L. DISEASE (Ea employee) \$
ALTERNATE EMPLOYER <input type="checkbox"/> N/A						E.L. DISEASE - POLICY LIMIT \$
USL&H ENDORSEMENT <input type="checkbox"/>						\$
MARITIME EMPLOYERS LIABILITY <input type="checkbox"/>						\$
OCSL ACT <input type="checkbox"/>						\$
U.S. LONGSHORE & HARBOR WORKERS COMPENSATION ACT						<input type="checkbox"/> PER STATUTE <input type="checkbox"/> OTH-ER
ALTERNATE EMPLOYER <input type="checkbox"/> N/A						E.L. (Each accident) \$
MARITIME EMPLOYERS LIABILITY <input type="checkbox"/>						E.L. DISEASE (Ea employee) \$
OCSL ACT <input type="checkbox"/>						E.L. DISEASE - ANN AGG \$
						\$
AIRCRAFT LIABILITY						EACH OCCURRENCE \$
<input type="checkbox"/> OWNED AIRCRAFT						AGGREGATE \$
<input type="checkbox"/> NON-OWNED AIRCRAFT						\$
<input type="checkbox"/> PASSENGER LIABILITY						\$
						\$
UMBRELLA / EXCESS LIAB / BUMBERSHOOT						EACH OCCURRENCE \$
<input type="checkbox"/> UMBRELLA <input type="checkbox"/> BUMBERSHOOT						AGGREGATE \$
<input type="checkbox"/> EXCESS						\$
CLAIMS MADE <input type="checkbox"/> OCCUR						\$
DED <input type="checkbox"/> RETENTION \$						\$
						\$
ENERGY						CSL ANY ONE OCCURRENCE (100% interest) \$
CONTROL OF WELL / OPERATORS EXTRA EXPENSE						ANY ONE OCCURRENCE (100% interest) \$
<input type="checkbox"/> CARE CUSTODY AND CONTROL (CCC)						
OFFSHORE OIL AND GAS PROPERTY						VALUES AS SCHEDULED \$
<input type="checkbox"/> PLATFORMS						VALUES AS SCHEDULED \$
<input type="checkbox"/> PIPELINES						\$
						\$
ONSHORE OIL AND GAS PROPERTY						VALUES AS SCHEDULED \$
<input type="checkbox"/> OIL & GAS PROPERTY						VALUES AS SCHEDULED \$
<input type="checkbox"/> CONTRACTORS EQUIPMENT						\$
						\$
NAMED WINDSTORM						AGGREGATE \$
<input type="checkbox"/> CCC <input type="checkbox"/> OFF-SHOPE <input type="checkbox"/> ON-SHOPE						
VESSEL(S):		AS PER ATTACHED SCHEDULE		AS DETAILED IN THE DESCRIPTION OF OPERATIONS		
DESCRIPTION OF OPERATIONS / LOCATIONS (ACORD 101, Additional Remarks Schedule, may be attached, if more space is required)						
As respects policy MALIA2000285: \$25,000,000 Any one accident or occurrence or all claims any one loss or circumstance combined single limit in respect of all liabilities, costs and expenses insured against general liability coverage. Certificate Holder is included as an additional insured and granted a waiver of subrogation to the extent of the liabilities assumed under written contract.						

AGENCY CUSTOMER ID: _____
LOC #: _____



ADDITIONAL REMARKS SCHEDULE

Page ____ of ____

AGENCY Aon Risk Services, Northeast, Inc.		NAMED INSURED Kirby Inland Marine LP P O Box 1745 Houston TX 77251	
POLICY NUMBER		EFFECTIVE DATE:	
CARRIER	NAIC CODE		

ADDITIONAL REMARKS

**THIS ADDITIONAL REMARKS FORM IS A SCHEDULE TO ACORD FORM,
FORM NUMBER: 31 FORM TITLE: CERTIFICATE OF MARINE / ENERGY INSURANCE**

against those parties for whom the Named Assured is required to secure a waiver of subrogation by such contract. It is expressly understood that the naming of additional assureds, coverage hereunder and/or waiving of subrogation shall be limited to the extent of the Named Assured's contractual commitment and only for liability arising out of the Named Assured's operations. It is further understood that coverage provided to the Additional Assured shall not be deemed to include any contractual indemnifications, liabilities or indemnification expressly assumed by said Additional Assured. Austin Marine II, LLC, are included as loss payees as their interest may appear. Coverage 1 includes Breach of Warranty Insurance with respect to Austin Marine II, LLC and Steven D. Golding. Ships entered by the member are entered for 50% with The Standard Club Limited with the remaining 50% entered in the United Kingdom Mutual Steam Ship Assurance Association (Europe) Limited.

SECTION K

**APPLICANT'S FINANCIAL DOCUMENTS TO BE REVIEWED BY
PORT EVERGLADES FINANCE DIVISION**

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Form 10-Q

Quarterly report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the quarterly period ended March 31, 2020

Transition report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Commission File Number 1-7615

KIRBY CORPORATION

(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction of incorporation or organization)

74-1884980
(IRS Employer Identification No.)

55 Waugh Drive, Suite 1000
Houston, TX
(Address of principal executive offices)

77007
(Zip Code)

(713) 435-1000
(Registrant's telephone number, including area code)

No Change
(Former name, former address and former fiscal year, if changed since last report)

Securities registered pursuant to Section 12(b) of the Exchange Act

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	KEX	New York Stock Exchange

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulations S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files) Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input checked="" type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input type="checkbox"/>
		Emerging growth company	<input type="checkbox"/>

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act) Yes No

As of May 7, 2020, 60,038,000 shares of the Registrant's \$0.10 par value per share common stock were outstanding

PART I – FINANCIAL INFORMATION

Item 1. Financial Statements

KIRBY CORPORATION AND CONSOLIDATED SUBSIDIARIES

CONDENSED BALANCE SHEETS
(Unaudited)

	March 31, 2020	December 31, 2019
	(\$ in thousands)	
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 322,571	\$ 24,737
Accounts receivable:		
Trade – less allowance for doubtful accounts	389,616	379,174
Other	253,688	104,175
Inventories – net	341,498	351,401
Prepaid expenses and other current assets	60,640	58,092
Total current assets	1,368,013	917,579
Property and equipment	5,366,596	5,324,090
Accumulated depreciation	(1,589,812)	(1,546,980)
Property and equipment – net	3,776,784	3,777,110
Operating lease right-of-use assets	157,333	159,641
Goodwill	704,098	953,826
Other intangibles, net	73,694	210,682
Other assets	57,655	60,259
Total assets	\$ 6,137,577	\$ 6,079,097
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities		
Bank notes payable	\$ 17	\$ 16
Income taxes payable	698	665
Accounts payable	227,020	206,778
Accrued liabilities	205,667	236,350
Current portion of operating lease liabilities	25,903	27,324
Deferred revenues	37,027	42,982
Total current liabilities	496,332	514,115
Long-term debt, net – less current portion	1,702,476	1,369,751
Deferred income taxes	582,150	588,204
Operating lease liabilities – less current portion	138,884	139,457
Other long-term liabilities	93,208	95,978
Total long-term liabilities	2,516,718	2,193,390
Contingencies and commitments		
Equity:		
Kirby stockholders' equity		
Common stock, \$0.10 par value per share. Authorized 120,000,000 shares, issued 65,472,000 shares	6,547	6,547
Additional paid-in capital	837,879	835,899
Accumulated other comprehensive income – net	(38,991)	(37,799)
Retained earnings	2,617,471	2,865,939
Treasury stock – at cost, 5,475,000 shares at March 31, 2020 and 5,513,000 at December 31, 2019	(301,424)	(301,963)
Total Kirby stockholders' equity	3,121,482	3,368,623
Noncontrolling interests	3,045	2,969
Total equity	3,124,527	3,371,592
Total liabilities and equity	\$ 6,137,577	\$ 6,079,097

See accompanying notes to condensed financial statements.

KIRBY CORPORATION AND CONSOLIDATED SUBSIDIARIES

CONDENSED STATEMENTS OF EARNINGS
(Unaudited)

	Three months ended March 31,	
	2020	2019
	(\$ in thousands, except per share amounts)	
Revenues		
Marine transportation	\$ 403,257	\$ 368,121
Distribution and services	240,669	376,500
Total revenues	643,926	744,621
Costs and expenses:		
Costs of sales and operating expenses	453,568	536,655
Selling, general and administrative	72,080	72,796
Taxes, other than on income	11,406	9,998
Depreciation and amortization	55,786	55,223
Impairments and other charges	433,341	—
Gain on disposition of assets	(492)	(2,157)
Total costs and expenses	1,025,689	672,515
Operating income (loss)	(381,763)	72,106
Other income (expense)	2,723	(568)
Interest expense	(12,799)	(13,201)
Earnings (loss) before taxes on income	(391,839)	58,337
(Provision) benefit for taxes on income	143,649	(13,880)
Net earnings (loss)	(248,190)	44,457
Less Net earnings attributable to noncontrolling interests	(278)	(161)
Net earnings (loss) attributable to Kirby	\$ (248,468)	\$ 44,296
Net earnings (loss) per share attributable to Kirby common stockholders		
Basic	\$ (4.15)	\$ 0.74
Diluted	\$ (4.15)	\$ 0.74

See accompanying notes to condensed financial statements.

KIRBY CORPORATION AND CONSOLIDATED SUBSIDIARIES
CONDENSED STATEMENTS OF COMPREHENSIVE INCOME
(Unaudited)

	Three months ended March 31,	
	2020	2019
	(\$ in thousands)	
Net earnings (loss)	\$ (248,190)	\$ 44,457
Other comprehensive income (loss), net of taxes		
Pension and postretirement benefits	82	411
Foreign currency translation adjustments	(1,274)	129
Total other comprehensive income (loss), net of taxes	(1,192)	540
Total comprehensive income (loss), net of taxes	(249,382)	44,997
Net earnings attributable to noncontrolling interests	(278)	(161)
Comprehensive income (loss) attributable to Kirby	\$ (249,660)	\$ 44,836

See accompanying notes to condensed financial statements

KIRBY CORPORATION AND CONSOLIDATED SUBSIDIARIES

CONDENSED STATEMENTS OF CASH FLOWS
(Unaudited)

	Three months ended March 31,	
	2020	2019
	(\$ in thousands)	
Cash flows from operating activities:		
Net earnings (loss)	\$ (248,190)	\$ 44,457
Adjustments to reconcile net earnings (loss) to net cash provided by operations:		
Depreciation and amortization	55,786	55,223
Provision (benefit) for deferred income taxes	(6,082)	12,490
Impairments and other charges	433,341	—
Amortization of unearned share-based compensation	5,331	4,900
Amortization of major maintenance costs	7,103	4,974
Other	112	(1,778)
Decrease in cash flows resulting from changes in operating assets and liabilities, net	(175,900)	(81,737)
Net cash provided by operating activities	71,501	38,529
Cash flows from investing activities:		
Capital expenditures	(49,225)	(60,932)
Acquisitions of businesses and marine equipment	(60,422)	(247,470)
Proceeds from disposition of assets	3,993	13,187
Net cash used in investing activities	(105,654)	(295,215)
Cash flows from financing activities:		
Borrowings (payments) on bank credit facilities, net	485,001	(240,801)
Borrowings on long-term debt	—	500,000
Payments on long-term debt	(150,000)	—
Payments of debt issue costs	—	(2,232)
Proceeds from exercise of stock options	353	1,415
Payments related to tax withholding for share-based compensation	(3,165)	(2,003)
Other	(202)	(204)
Net cash provided by financing activities	331,987	256,175
Increase (decrease) in cash and cash equivalents	297,834	(511)
Cash and cash equivalents, beginning of year	24,737	7,800
Cash and cash equivalents, end of period	\$ 322,571	\$ 7,289
Supplemental disclosures of cash flow information		
Cash paid (received) during the period:		
Interest paid	\$ 21,734	\$ 23,257
Income taxes refunded	\$ (160)	\$ (1,024)
Operating cash outflow from operating leases	\$ 9,738	\$ 10,142
Non-cash investing activity		
Capital expenditures included in accounts payable	\$ (2,707)	\$ (5,022)
Right-of-use assets obtained in exchange for lease obligations	\$ 4,677	\$ 1,292

See accompanying notes to condensed financial statements

KIRBY CORPORATION AND CONSOLIDATED SUBSIDIARIES
CONDENSED STATEMENTS OF STOCKHOLDERS' EQUITY
(Unaudited)

	Common Stock		Additional Paid-in- Capital	Accumulated Other Comprehensive Income, Net	Retained Earnings	Treasury Stock		Noncontrolling Interests	Total
	Shares	Amount				Shares	Amount		
Balance at December 31, 2019	65,472	\$ 6,547	\$ 835,899	\$ (37,799)	\$ 2,865,939	(5,513)	\$ (301,963)	\$ 2,969	\$ 3,371,592
Stock option exercises	—	—	26	—	—	15	327	—	353
Issuance of stock for equity awards, net of forfeitures	—	—	(3,377)	—	—	61	3,377	—	—
Tax withholdings on equity award vesting	—	—	—	—	—	(38)	(3,165)	—	(3,165)
Amortization of unearned share-based compensation	—	—	5,331	—	—	—	—	—	5,331
Total comprehensive loss, net of taxes	—	—	—	(1,192)	(248,468)	—	—	278	(249,382)
Return of investment to noncontrolling interests	—	—	—	—	—	—	—	(202)	(202)
Balance at March 31, 2020	<u>65,472</u>	<u>\$ 6,547</u>	<u>\$ 837,879</u>	<u>\$ (38,991)</u>	<u>\$ 2,617,471</u>	<u>(5,475)</u>	<u>\$ (301,424)</u>	<u>\$ 3,045</u>	<u>\$ 3,124,527</u>
	Common Stock		Additional Paid-in- Capital	Accumulated Other Comprehensive Income, Net	Retained Earnings	Treasury Stock		Noncontrolling Interests	Total
	Shares	Amount				Shares	Amount		
Balance at December 31, 2018	65,472	\$ 6,547	\$ 823,347	\$ (33,511)	\$ 2,723,592	(5,608)	\$ (306,788)	\$ 3,114	\$ 3,216,301
Stock option exercises	—	—	52	—	—	25	1,364	—	1,416
Issuance of stock for equity awards, net of forfeitures	—	—	(802)	—	—	14	802	—	—
Tax withholdings on equity award vesting	—	—	—	—	—	(30)	(2,003)	—	(2,003)
Amortization of unearned share-based compensation	—	—	4,900	—	—	—	—	—	4,900
Total comprehensive income, net of taxes	—	—	—	540	44,296	—	—	161	44,997

Return of investment to noncontrolling interests	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>(203)</u>	<u>(203)</u>
Balance at March 31, 2019	<u>65,472</u>	<u>\$ 6,547</u>	<u>\$ 827,497</u>	<u>\$ (32,971)</u>	<u>\$ 2,767,888</u>	<u>(5,599)</u>	<u>\$ (306,625)</u>	<u>\$ 3,072</u>	<u>\$ 3,265,408</u>	

See accompanying notes to condensed financial statements

The fair values of the assets acquired and liabilities assumed from Convoy recorded at the acquisition date were as follows (in thousands)

Assets:	
Accounts receivable	\$ 5,677
Inventories	11,771
Prepaid expenses	177
Property and equipment	415
Operating lease right-of-use assets	3,713
Goodwill	10,309
Other intangibles	17,170
Total assets	49,232
Liabilities:	
Accounts payable and accrued liabilities	8,339
Current portion of operating lease liabilities	793
Other long-term liabilities	2,920
Total liabilities	12,052
Net assets acquired	\$ 37,180

The Company acquired intangible assets with a weighted average amortization period of 11 years, consisting of \$9,000,000 for customer relationships with an amortization period of 10 years, \$8,000,000 for distributorships with an amortization period of 12 years and \$170,000 for non-compete agreements with an amortization period of three years.

Pro forma results of the acquisitions made in the 2020 first quarter have not been presented as the pro forma revenues and net earnings attributable to Kirby would not be materially different from the Company's actual results.

(4) Revenues

The following table sets forth the Company's revenues by major source (in thousands)

	Three months ended March 31,	
	2020	2019
Marine transportation segment		
Inland transportation	\$ 318,565	\$ 283,085
Coastal transportation	84,692	85,036
	<u>\$ 403,257</u>	<u>\$ 368,121</u>
Distribution and services segment		
Oil and gas	\$ 78,678	\$ 223,101
Commercial and industrial	161,991	153,399
	<u>\$ 240,669</u>	<u>\$ 376,500</u>

Contract Assets and Liabilities Contract liabilities represent advance consideration received from customers, and are recognized as revenue over time as the related performance obligation is satisfied. Revenues recognized in the 2020 and 2019 first quarters that were included in the opening contract liability balances were \$32,386,000 and \$50,921,000, respectively. The Company presents all contract liabilities within the deferred revenues financial statement caption on the balance sheets. The Company did not have any contract assets at March 31, 2020 or December 31, 2019.

The Company applies the practical expedient that allows non-disclosure of information about remaining performance obligations that have original expected durations of one year or less.

(5) Segment Data

The Company's operations are aggregated into two reportable business segments as follows

Marine Transportation — Provides marine transportation principally by United States flag vessels of liquid cargoes throughout the United States inland waterway system, along all three United States coasts, in Alaska and Hawaii and, to a lesser extent, in United States coastal transportation of dry-bulk cargoes. The principal products transported include petrochemicals, black oil, refined petroleum products and agricultural chemicals.

Distribution and Services — Provides after-market services and parts for engines, transmissions, reduction gears and related equipment used in oilfield service, marine, power generation, on-highway, and other industrial applications. The Company also rents equipment including generators, industrial compressors, railcar movers, and high capacity lift trucks for use in a variety of industrial markets, and manufactures and remanufactures oilfield service equipment, including pressure pumping units, for land-based oilfield service customers.

The Company's two reportable business segments are managed separately based on fundamental differences in their operations. The Company evaluates the performance of its segments based on the contributions to operating income of the respective segments, before income taxes, interest, gains or losses on disposition of assets, other nonoperating income, noncontrolling interests, accounting changes, and nonrecurring items. Intersegment revenues, based on market-based pricing, of the distribution and services segment from the marine transportation segment of \$10,286,000 and \$7,535,000 for the three months ended March 31, 2020 and 2019, respectively, as well as the related intersegment profit of \$1,029,000 and \$754,000 for the three months ending March 31, 2020 and 2019, respectively, have been eliminated from the tables below.

The following tables set forth the Company's revenues and profit or loss by reportable segment and total assets (in thousands)

	Three months ended March 31,	
	2020	2019
Revenues		
Marine transportation	\$ 403,257	\$ 368,121
Distribution and services	240,669	376,500
	<u>\$ 643,926</u>	<u>\$ 744,621</u>
Segment profit (loss)		
Marine transportation	\$ 50,716	\$ 35,424
Distribution and services	3,718	37,609
Other	(446,273)	(14,696)
	<u>\$ (391,839)</u>	<u>\$ 58,337</u>
	March 31,	December 31,
	2020	2019
Total assets		
Marine transportation	\$ 4,565,489	\$ 4,536,368
Distribution and services	1,015,924	1,422,394
Other	556,164	120,335
	<u>\$ 6,137,577</u>	<u>\$ 6,079,097</u>

The following table presents the details of "Other" segment loss (in thousands)

	Three months ended March 31,	
	2020	2019
General corporate expenses	\$ (3,348)	\$ (3,084)
Interest expense	(12,799)	(13,201)
Impairments and other charges	(433,341)	—
Gain on disposition of assets	492	2,157
Other income (expense)	2,723	(568)
	<u>\$ (446,273)</u>	<u>\$ (14,696)</u>

The following table presents the details of "Other" total assets (in thousands)

	March 31,	December 31,
	2020	2019
General corporate assets	\$ 553,965	\$ 118,310
Investment in affiliates	2,199	2,025
	<u>\$ 556,164</u>	<u>\$ 120,335</u>

(6) Long-Term Debt

The Company has an amended and restated credit agreement (the "Credit Agreement") with a group of commercial banks, with JPMorgan Chase Bank, N.A. as the administrative agent bank, allowing for an \$850,000,000 unsecured revolving credit facility ("Revolving Credit Facility") and an unsecured term loan ("Term Loan") with a maturity date of March 27, 2024. The Term Loan is repayable in quarterly installments currently scheduled to commence September 30, 2023, with \$343,750,000 due on March 27, 2024. The Term Loan is prepayable, in whole or in part, without penalty. As of March 31, 2020, the Company had outstanding borrowings of \$485,000,000 and availability of \$359,637,000 under the Revolving Credit Facility and borrowings of \$375,000,000 under the Term Loan. The interest rates under the Revolving Credit Facility and Term Loan were 1.9% and 2.1%, respectively, at March 31, 2020.

On February 27, 2020, upon maturity, the Company repaid in full \$150,000,000 of 2.72% unsecured senior notes.

The estimated fair value of total debt outstanding at March 31, 2020 and December 31, 2019 was \$1,810,159,000 and \$1,421,325,000, respectively, which differs from the carrying amount of \$1,702,493,000 and \$1,369,767,000, respectively, included in the consolidated financial statements. The fair value of debt outstanding was determined using inputs characteristic of a Level 2 fair value measurement.

(7) Leases

The Company currently leases various facilities and equipment under cancelable and noncancelable operating leases. The accounting for the Company's leases may require judgments, which include determining whether a contract contains a lease, allocated between lease and non-lease components, and determining the incremental borrowing rates. Leases with an initial noncancelable term of 12 months or less are not recorded on the balance sheet and related lease expense is recognized on a straight-line basis over the lease term. The Company has also elected to combine lease and non-lease components on all classes of leased assets, except for leased towing vessels for which the Company estimates approximately 75% of the costs relate to service costs and other non-lease components. Variable lease costs relate primarily to real estate executory costs (i.e. taxes, insurance and maintenance).

Future minimum lease payments under operating leases that have initial noncancelable lease terms in excess of one year were as follows (in thousands)

	March 31, 2020	December 31, 2019
2020	\$ 25,421	\$ 33,374
2021	27,479	25,911
2022	24,551	23,098
2023	20,492	19,162
2024	16,591	15,330
Thereafter	94,868	92,991
Total lease payments	209,402	209,866
Less imputed interest	(44,615)	(43,085)
Operating lease liabilities	<u>\$ 164,787</u>	<u>\$ 166,781</u>

The following table sets forth lease costs (in thousands)

	Three months ended March 31,	
	2020	2019
Operating lease cost	\$ 9,041	\$ 10,078
Variable lease cost	152	516
Short-term lease cost	8,277	7,892
Sublease income	(244)	(240)
Total lease cost	<u>\$ 17,226</u>	<u>\$ 18,246</u>

The following table summarizes other supplemental information about the Company's operating leases

	March 31, 2020	December 31, 2019
Weighted average discount rate	4.0%	4.0%
Weighted average remaining lease term	11 years	11 years

(8) Impairments and Other Charges

During the 2020 first quarter, Kirby's market capitalization declined significantly compared to the 2019 fourth quarter. Over the same period, the overall United States stock market also declined significantly amid market volatility. In addition, as a result of uncertainty surrounding the outbreak of COVID-19 and a sharp decline in oil prices during the 2020 first quarter, many of the Company's oil and gas customers responded by quickly cutting 2020 capital spending budgets and activity levels quickly declined. Lower activity levels have resulted in a decline in drilling activity, resulting in lower demand for new and remanufactured oilfield equipment and related parts and service in the distribution and services segment. As a result, the Company concluded that a triggering event had occurred and performed interim quantitative impairment tests as of March 31, 2020 for certain of the distribution and services segment's long-lived assets and goodwill.

The Company determined the estimated fair value of such long-lived assets and reporting units using a discounted cash flow analysis and a market approach for comparable companies. This analysis included management's judgment regarding short-term and long-term internal forecasts, updated for recent events, appropriate discount rates, and capital expenditures using inputs characteristic of a Level 3 fair value measurement.

In performing the impairment test of long-lived assets within the distribution and services segment, the Company determined that the carrying value of certain long-lived assets, including property and equipment as well as intangible assets associated with customer relationships, tradenames, and distributorships, were no longer recoverable, resulting in an impairment charge of \$165,304,000 to reduce such long-lived assets to fair value.

Based upon the results of the goodwill impairment test, the Company concluded that the carrying value of one reporting unit in the distribution and services segment exceeded its estimated fair value. The goodwill impairment charge of \$260,037,000 was calculated as the amount that the carrying value of the reporting unit, including goodwill, and after recording impairments of long-lived assets identified above, exceeded its estimated fair value.

In addition, the Company determined cost exceeded net realizable value for certain oilfield and pressure pumping related inventory, resulting in an \$8,000,000 non-cash write-down.

The following table summarizes the changes in goodwill (in thousands):

	Marine Transportation	Distribution and Services	Total
Balance at December 31, 2019 (gross)	\$ 424,149	\$ 549,846	\$ 973,995
Accumulated impairment and amortization	(18,574)	(1,595)	(20,169)
Balance at December 31, 2019	405,575	548,251	953,826
Impairment	—	(260,037)	(260,037)
Convoy acquisition	—	10,309	10,309
Balance at March 31, 2020 (gross)	424,149	560,155	984,304
Accumulated impairment and amortization	(18,574)	(261,632)	(280,206)
Balance at March 31, 2020	<u>\$ 405,575</u>	<u>\$ 298,523</u>	<u>\$ 704,098</u>

(9) Stock Award Plans

During the three months ended March 31, 2020, the Company granted 151,845 restricted stock units (“RSUs”) and 114,600 stock options to selected officers and other key employees under its employee stock award plan. The RSUs vest ratably over five years and the stock options become exercisable ratably over three years and expire after seven years.

During May 2020, the Company granted 39,913 shares of restricted stock to nonemployee directors of the Company under the director stock award plan. The restricted stock vests six months after the date of grant except that restricted stock granted in lieu of cash director fees vests in equal quarterly increments through March 31, 2021.

The compensation cost that has been charged against earnings for the Company’s stock award plans and the income tax benefit recognized in the statement of earnings for stock awards were as follows (in thousands):

	Three months ended March 31,	
	2020	2019
Compensation cost	\$ 5,331	\$ 4,900
Income tax benefit	\$ 1,262	\$ 1,169

(10) Taxes on Income

On March 27, 2020, the United States Congress passed and the President signed the Coronavirus Aid, Relief, and Economic Security Act (“CARES Act”) into law to address the COVID-19 pandemic. One provision of the CARES Act allows net operating losses generated in 2018 through 2020 to be carried back up to five years. Pursuant to this provision of the CARES Act, the Company recorded a federal current benefit for taxes on income for the three months ended March 31, 2020 due to carrying back net operating losses generated between 2018 and 2020 used to offset taxable income generated between 2013 and 2017. This caused a reduction in the effective tax rate during the three months ended March 31, 2020 as net operating losses carried back to tax years 2013 through 2017 are applied at a federal tax rate of 35% applicable to those tax years, compared to a 21% tax rate effective at March 31, 2020. Net operating losses generated in 2018 and 2019 were used to offset taxable income generated between 2013 and 2017 taxed at 35% resulting in a tax benefit of \$50,284,000. As a result, during the three months ended March 31, 2020, the Company’s deferred tax asset related to federal net operating losses decreased by \$77,262,000.

Earnings (loss) before taxes on income and details of the provision (benefit) for taxes on income were as follows (in thousands)

	Three months ended March 31,	
	2020	2019
Earnings (loss) before taxes on income		
United States	\$ (391,556)	\$ 58,752
Foreign	(283)	(415)
	<u>\$ (391,839)</u>	<u>\$ 58,337</u>
Provision (benefit) for taxes on income		
Federal		
Current	\$ (137,696)	\$ —
Deferred	2,813	12,490
State and local		
Current	82	1,459
Deferred	(8,895)	—
Foreign - current	47	(69)
	<u>\$ (143,649)</u>	<u>\$ 13,880</u>

(11) Earnings Per Share

The following table presents the components of basic and diluted earnings (loss) per share (in thousands, except per share amounts)

	Three months ended March 31,	
	2020	2019
Net earnings (loss) attributable to Kirby	\$ (248,468)	\$ 44,296
Undistributed earnings allocated to restricted shares	—	(119)
Income (loss) available to Kirby common stockholders – basic	(248,468)	44,177
Undistributed earnings allocated to restricted shares	—	119
Undistributed earnings reallocated to restricted shares	—	(119)
Income (loss) available to Kirby common stockholders – diluted	<u>\$ (248,468)</u>	<u>\$ 44,177</u>
Shares outstanding		
Weighted average common stock issued and outstanding	59,983	59,869
Weighted average unvested restricted stock	(100)	(160)
Weighted average common stock outstanding – basic	59,883	59,709
Dilutive effect of stock options and restricted stock units	—	114
Weighted average common stock outstanding – diluted	<u>59,883</u>	<u>59,823</u>
Net earnings (loss) per share attributable to Kirby common stockholders		
Basic	<u>\$ (4.15)</u>	<u>\$ 0.74</u>
Diluted	<u>\$ (4.15)</u>	<u>\$ 0.74</u>

Certain outstanding options to purchase approximately 681,000 and 479,000 shares of common stock were excluded in the computation of diluted earnings per share as of March 31, 2020 and 2019, respectively, as such stock options would have been antidilutive. Certain outstanding RSUs to convert to 344,000 and 1,000 shares of common stock were also excluded in the computation of diluted earnings per share as of March 31, 2020 and 2019, respectively, as such RSUs would have been antidilutive.

(12) Inventories

The following table presents the details of inventories – net (in thousands)

	March 31, 2020	December 31, 2019
Finished goods	\$ 274,770	\$ 291,214
Work in process	66,728	60,187
	<u>\$ 341,498</u>	<u>\$ 351,401</u>

(13) Retirement Plans

The Company sponsors a defined benefit plan for certain of its inland vessel personnel and shore based tankermen. The plan benefits are based on an employee's years of service and compensation. The plan assets consist primarily of equity and fixed income securities.

On April 12, 2017, the Company amended its pension plan to cease all benefit accruals for periods after May 31, 2017 for certain participants. Participants grandfathered and not impacted were those, as of the close of business on May 31, 2017, who either (a) had completed 15 years of pension service or (b) had attained age 50 and completed 10 years of pension service. Participants non-grandfathered are eligible to receive discretionary 401(k) plan contributions.

The Company's pension plan funding strategy is to make annual contributions in amounts equal to or greater than amounts necessary to meet minimum government funding requirements. The plan's benefit obligations are based on a variety of demographic and economic assumptions, and the pension plan assets' returns are subject to various risks, including market and interest rate risk, making an accurate prediction of the pension plan contribution difficult. Based on current pension plan assets and market conditions, the Company does not expect to make a contribution to the Kirby pension plan during 2020.

On February 14, 2018, with the acquisition of Higman Marine, Inc. and its affiliated companies ("Higman"), the Company assumed Higman's pension plan for its inland vessel personnel and office staff. On March 27, 2018, the Company amended the Higman pension plan to close it to all new entrants and cease all benefit accruals for periods after May 15, 2018 for all participants. The Company made a contribution of \$483,000 to the Higman pension plan in the 2020 first quarter for the 2019 plan year. In addition, the Company made a contribution of \$479,000 to the Higman pension plan during April 2020 for the 2020 plan year. The Company expects to make an additional contribution of \$314,000 to the Higman pension plan during 2020 for the 2019 plan year and contributions of \$958,000 for the 2020 plan year.

The Company sponsors an unfunded defined benefit health care plan that provides limited postretirement medical benefits to employees who meet minimum age and service requirements, and to eligible dependents. The plan limits cost increases in the Company's contribution to 4% per year. The plan is contributory, with retiree contributions adjusted annually. The plan eliminated coverage for future retirees as of December 31, 2011. The Company also has an unfunded defined benefit supplemental executive retirement plan ("SERP") that was assumed in an acquisition in 1999. That plan ceased to accrue additional benefits effective January 1, 2000.

The components of net periodic benefit cost for the Company's defined benefit plans were as follows (in thousands)

	Pension Benefits			
	Pension Plan		SERP	
	Three months ended March 31,		Three months ended March 31,	
	2020	2019	2020	2019
Components of net periodic benefit cost				
Service cost	\$ 1,917	\$ 1,768	\$ —	\$ —
Interest cost	3,890	4,207	10	13
Expected return on plan assets	(6,188)	(5,224)	—	—
Amortization of actuarial loss	232	678	9	7
Net periodic benefit cost	\$ (149)	\$ 1,429	\$ 19	\$ 20

The components of net periodic benefit cost for the Company's postretirement benefit plan were as follows (in thousands)

	Other Postretirement Benefits Postretirement Welfare Plan	
	Three months ended March 31,	
	2020	2019
	Components of net periodic benefit cost	
Service cost	\$ —	\$ —
Interest cost	6	8
Amortization of actuarial gain	(131)	(135)
Net periodic benefit cost	\$ (125)	\$ (127)

(14) Other Comprehensive Income

The Company's changes in other comprehensive income were as follows (in thousands)

	Three months ended March 31,					
	2020			2019		
	Gross Amount	Income Tax Provision	Net Amount	Gross Amount	Income Tax Provision	Net Amount
Pension and postretirement benefits (a)						
Amortization of net actuarial loss	\$ 110	\$ (28)	\$ 82	\$ 550	\$ (139)	\$ 411
Foreign currency translation	(1,274)	—	(1,274)	129	—	129
Total	\$ (1,164)	\$ (28)	\$ (1,192)	\$ 679	\$ (139)	\$ 540

(a) Actuarial gains/(losses) are amortized into other income (expense) (See Note 13, Retirement Plans)

(15) Contingencies

On May 10, 2019, two tank barges and a towboat, the M/V Voyager, owned and operated by Kirby Inland Marine, LP ("Kirby Inland Marine"), a wholly owned subsidiary of the Company, were struck by the LPG tanker, the Genesis River, in the Houston Ship Channel. The bow of the Genesis River penetrated the Kirby 30015T and capsized the MMI 3014. The collision penetrated the hull of the Kirby 30015T causing its cargo, reformate, to be discharged into the water. The United States Coast Guard ("USCG") and the National Transportation Safety Board ("NTSB") designated the owner and pilot of the Genesis River as well as the subsidiary of the Company as parties of interest in their investigation into the cause of the incident. On June 19, 2019, the Company filed a limitation action in the U.S. District Court of the Southern District of Texas - Galveston Division seeking limitation of liability and asserting that the Genesis River and her owner/manager are at fault for damages including removal costs and claims under the Oil Pollution Act of 1990 and maritime law. Multiple claimants have filed claims in the limitation seeking damages under the Oil Pollution Act of 1990. The Company has various insurance policies covering liabilities including pollution, marine and general liability and believes that it has satisfactory insurance coverage for the potential liabilities arising from the incident. The Company believes it has accrued adequate reserves for the incident and does not expect the incident to have a material adverse effect on its business or financial condition.

On October 13, 2016, the tug Nathan E. Stewart and barge DBL 55, an articulated tank barge and tugboat unit ("ATB") owned and operated by Kirby Offshore Marine, LLC, a wholly owned subsidiary of the Company, ran aground at the entrance to Seaforth Channel on Atholone Island, British Columbia. The grounding resulted in a breach of a portion of the Nathan E. Stewart's fuel tanks causing a discharge of diesel fuel into the water. The USCG and the NTSB designated the Company as a party of interest in their investigation as to the cause of the incident. The Canadian authorities including Transport Canada and the Canadian Transportation Safety Board investigated the cause of the incident. On October 10, 2018, the Heiltsuk First Nation filed a civil action in the British Columbia Supreme Court against a subsidiary of the Company, the master and pilot of the tug, the vessels and the Canadian government seeking unquantified damages as a result of the incident. On May 1, 2019, the Company filed a limitation action in the Federal Court of Canada seeking limitation of liability relating to the incident as provided under admiralty law. The Heiltsuk First Nation's civil claim has been consolidated into the Federal Court limitation action as of July 26, 2019 and it is expected that the Federal Court of Canada will decide all claims against the Company. The Company is unable to estimate the potential exposure in the civil proceeding. The Company has various insurance policies covering liabilities including pollution, property, marine and general liability and believes that it has satisfactory insurance coverage for the cost of cleanup and salvage operations as well as other potential liabilities arising from the incident. The Company believes it has accrued adequate reserves for the incident and does not expect the incident to have a material adverse effect on its business or financial condition.

On March 22, 2014, two tank barges and a towboat, the M/V Miss Susan, owned by Kirby Inland Marine, were involved in a collision with the M/S Summer Wind on the Houston Ship Channel near Texas City, Texas. The lead tank barge was damaged in the collision resulting in a discharge of intermediate fuel oil from one of its cargo tanks. The Company is participating in the natural resource damage assessment and restoration process with federal and state government natural resource trustees. The Company believes it has adequate insurance coverage for pollution, marine and other potential liabilities arising from the incident. The Company believes it has accrued adequate reserves for the incident and does not expect the incident to have a material adverse effect on its business or financial condition.

In addition, the Company is involved in various legal and other proceedings which are incidental to the conduct of its business, none of which in the opinion of management will have a material effect on the Company's financial condition, results of operations, or cash flows. Management believes that it has recorded adequate reserves and believes that it has adequate insurance coverage or has meritorious defenses for these other claims and contingencies.

The Company has issued guaranties or obtained standby letters of credit and performance bonds supporting performance by the Company and its subsidiaries of contractual or contingent legal obligations of the Company and its subsidiaries incurred in the ordinary course of business. The aggregate notional value of these instruments is \$23,219,000 at March 31, 2020, including \$11,344,000 in letters of credit and \$11,875,000 in performance bonds. All of these instruments have an expiration date within two years. The Company does not believe demand for payment under these instruments is likely and expects no material cash outlays to occur regarding these instruments.

(16) Subsequent Event

On April 1, 2020, the Company completed the acquisition of the inland tank barge fleet of Savage Inland Marine, LLC ("Savage") for \$277,931,000 in cash, subject to certain post-closing adjustments. Savage's tank barge fleet consisted of 92 inland tank barges with approximately 2.6 million barrels of capacity and 46 inland towboats. The Savage assets that were acquired primarily move petrochemicals, refined products, and crude oil on the Mississippi River, its tributaries, and the Gulf Intracoastal Waterway. The Company also acquired Savage's ship bunkering business and barge fleet business along the Gulf Coast.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

Statements contained in this Form 10-Q that are not historical facts, including, but not limited to, any projections contained herein, are forward-looking statements. These statements reflect management's reasonable judgment with respect to future events. Forward-looking statements involve risks and uncertainties. Such statements can be identified by the use of forward-looking terminology such as "may," "will," "expect," "anticipate," "estimate," or "continue," or the negative thereof or other variations thereon or comparable terminology. Actual results could differ materially from those anticipated as a result of various factors including cyclical or other downturns in demand, significant pricing competition, unanticipated additions to industry capacity, changes in the Jones Act or in United States maritime policy and practice, fuel costs, interest rates, weather conditions and timing, magnitude and number of acquisitions made by the Company, and the impact of the COVID-19 pandemic and the related response of governments on global and regional market conditions. Forward-looking statements are based on currently available information and Kirby assumes no obligation to update any such statements. A list of additional risk factors can be found in the Company's Annual Report on Form 10-K for the year ended December 31, 2019 and Item 1A — Risk Factors below.

For purposes of the Management's Discussion, all net earnings (loss) per share attributable to Kirby common stockholders are "diluted earnings (loss) per share." The weighted average number of common shares applicable to diluted earnings (loss) per share for the three months ended March 31, 2020 and 2019 were 59,883,000 and 59,823,000, respectively. The increase in the weighted average number of common shares for the 2020 first quarter compared with the 2019 first quarter primarily reflected the issuance of restricted stock, the issuance of common stock for the vesting of RSUs and the exercise of stock options, partially offset by the exclusion of anti-dilutive stock options and RSUs outstanding during the 2020 first quarter.

Overview

The Company is the nation's largest domestic tank barge operator, transporting bulk liquid products throughout the Mississippi River System, on the Gulf Intracoastal Waterway, coastwise along all three United States coasts, and in Alaska and Hawaii. The Company transports petrochemicals, black oil, refined petroleum products and agricultural chemicals by tank barge. As of March 31, 2020, the Company operated a fleet of 1,065 inland tank barges with 23.7 million barrels of capacity, and operated an average of 311 inland towboats. The Company's coastal fleet consisted of 49 tank barges with 4.7 million barrels of capacity and 47 coastal tugboats. The Company also owns and operates four offshore dry-bulk cargo barges, four offshore tugboats and one docking tugboat transporting dry-bulk commodities in United States coastal trade. Through its distribution and services segment, the Company provides after-market service and parts for engines, transmissions, reduction gears, and related equipment used in oilfield services, marine, power generation, on-highway, and other industrial applications. The Company also rents equipment including generators, industrial compressors, railcar movers, and high capacity lift trucks for use in a variety of industrial markets, and manufactures and remanufactures oilfield service equipment, including pressure pumping units, for land-based oilfield service customers.

For the 2020 first quarter, the net loss attributable to Kirby was \$248,468,000, or \$4.15 per share, on revenues of \$643,926,000, compared with 2019 first quarter net earnings attributable to Kirby of \$44,296,000, or \$0.74 per share, on revenues of \$744,621,000. The 2020 first quarter included \$433,341,000 before taxes, \$334,568,000 after taxes, or \$5.59 per share, non-cash charges related to inventory write-downs, impairment of long-lived assets, including intangible assets and property and equipment, and impairment of goodwill in the distribution and services segment. See Note 8, Impairments and Other Charges for additional information. In addition, the 2020 first quarter was favorably impacted by an income tax benefit of \$50,824,000, or \$0.85 per share related to net operating losses generated in 2018 and 2019 used to offset taxable income generated between 2013 and 2017. See Note 10, Taxes on Income for additional information.

Marine Transportation

For the 2020 first quarter, the Company's marine transportation segment generated 63% of the Company's revenue. The segment's customers include many of the major petrochemical and refining companies that operate in the United States. Products transported include intermediate materials used to produce many of the end products used widely by businesses and consumers — plastics, fiber, paints, detergents, oil additives and paper, among others, as well as residual fuel oil, ship bunkers, asphalt, gasoline, diesel fuel, heating oil, crude oil, natural gas condensate, and agricultural chemicals. Consequently, the Company's marine transportation business is directly affected by the volumes produced by the Company's petroleum, petrochemical and refining customer base.

The Company's marine transportation segment's revenues for the 2020 first quarter increased 10% and operating income increased 43% compared with the 2019 first quarter revenues and operating income. The increases were primarily due to the addition of the Cenac Marine Services, LLC ("Cenac") fleet acquired on March 14, 2019, and increased spot and term contract pricing in the inland and coastal markets. The 2020 and 2019 first quarters were impacted by poor operating conditions and high delay days due to heavy fog and wind along the Gulf Coast, high water on the Mississippi River System, and closures of key waterways as a result of lock maintenance projects, as well as increased shipyard days on large capacity coastal vessels. The 2019 first quarter was also impacted by prolonged periods of ice on the Illinois River and a fire at a chemical storage facility on the Houston Ship Channel. For the 2020 and 2019 first quarters, the inland tank barge fleet contributed 79% and 77%, respectively, and the coastal fleet contributed 21% and 23%, respectively, of marine transportation revenues.

Inland tank barge utilization levels averaged in the low to mid-90% range during the 2020 first quarter compared with the low 90% range during the 2019 fourth quarter and mid-90% range during the 2019 first quarter. The 2020 and 2019 first quarters each experienced strong demand from petrochemicals, black oil, and refined petroleum products customers. Extensive delay days due to poor operating conditions and lock maintenance projects in the 2020 and 2019 first quarters slowed the transport of customer cargoes and contributed to strong utilization during the 2020 and 2019 first quarters.

Coastal tank barge utilization levels averaged in the low to mid-80% range during the 2020 first quarter compared with the mid-80% range during the 2019 fourth quarter and the low 80% range in the 2019 first quarter. Utilization in the coastal marine fleet continued to be impacted by the oversupply of smaller tank barges in the coastal industry.

During the 2020 and 2019 first quarters, approximately 60% and 65%, respectively, of marine transportation's inland revenues were under term contracts, which have contract terms of 12 months or longer, and 40% and 35%, respectively, were spot contract revenues, which have contract terms of less than 12 months. Inland time charters during the 2020 first quarter represented 65% of the inland revenues under term contracts compared with 62% in the 2019 first quarter. Rates on inland term contracts renewed in the 2020 first quarter increased in the 1% to 3% average range compared with term contracts renewed in the 2019 first quarter. Spot contract rates in the 2020 first quarter increased in the 4% to 6% average range compared to both the 2019 fourth quarter and the 2019 first quarter. There was no material rate increase on January 1, 2020 related to annual escalators for labor and the producer price index on a number of inland multi-year contracts.

During the 2020 and 2019 first quarters, approximately 85% and 80%, respectively, of the coastal revenues were under term contracts and 15% and 20%, respectively, were spot contract revenues. Coastal time charters represented approximately 90% and 85% of coastal revenues under term contracts during the 2020 and 2019 first quarters, respectively. Spot and term contract pricing in the coastal market are contingent on various factors including geographic location, vessel capacity, vessel type, and product serviced. Rates on coastal term contracts renewed in the 2020 first quarter increased in the 10% to 15% average range compared with term contracts renewed in the 2019 first quarter. Spot market rates in the 2020 first quarter improved in the 10% to 15% average range compared to the 2019 first quarter and were generally unchanged compared to the 2019 fourth quarter.

The marine transportation segment operating margin was 12.6% for the 2020 first quarter compared with 9.6% for the 2019 first quarter.

Distribution and Services

For the 2020 first quarter, the distribution and services segment generated 37% of the Company's revenue, of which 91% was generated from service and parts and 9% from manufacturing. The results of the distribution and services segment are largely influenced by the economic cycles of the oilfield service and oil and gas operator and producer markets, marine, power generation, on-highway, and other industrial markets.

Distribution and services revenues for the 2020 first quarter decreased 36% and operating income decreased 90% compared with the 2019 first quarter revenue and operating income. The decreases were primarily attributable to reduced activity in the oilfield as a result of oil price volatility throughout 2019 and into the 2020 first quarter, the extensive downturn in oil and gas exploration due to the COVID-19 pandemic, an oversupply of pressure pumping equipment in North America, and reduced spending and enhanced cash flow discipline for the Company's major oilfield customers. As a result, customer demand and incremental orders for new and remanufactured pressure pumping equipment and sales of new and overhauled transmissions and related parts and service declined during the 2020 first quarter. For the 2020 first quarter, the oil and gas market contributed 33% of the distribution and services revenues.

The commercial and industrial market, which contributed 67% of the distribution and services revenues for the 2020 first quarter, increased compared to the 2019 first quarter, primarily due to the contribution from the Convoy acquisition. This incremental revenue was partially offset by reductions in on-highway and power generation service demand as a result of the COVID-19 economic slowdown and nationwide, state, and local stay-at-home orders. Demand in the nuclear power generation market was stable compared to the 2019 first quarter.

The distribution and services segment operating margin for the 2020 first quarter was 1.5% compared with 10.0% for the 2019 first quarter.

Cash Flows and Capital Expenditures

The Company continued to generate favorable operating cash flows during the 2020 first quarter with net cash provided by operating activities of \$71,501,000 compared with \$38,529,000 for the 2019 first quarter, an 86% increase. The improvement was driven by increased revenues and operating income in the marine transportation segment driven by the Cenac acquisition in March 2019 and increased inland and coastal pricing. The improvement was also due to changes in operating assets and liabilities primarily related to reduced incentive compensation payouts in the 2020 first quarter and smaller increases in trade accounts receivable, partially offset by reduced business activity levels in the oil and gas market. In addition, during the 2020 and 2019 first quarters, the Company generated cash of \$3,993,000 and \$13,187,000, respectively, from proceeds from the disposition of assets, and \$353,000 and \$1,415,000, respectively, from proceeds from the exercise of stock options.

For the 2020 first quarter, cash generated and borrowings under the Company's Revolving Credit Facility were used for capital expenditures of \$49,225,000 (net of an increase of accrued capital expenditures of \$2,707,000), including \$3,094,000 for inland towboat construction and \$46,131,000 primarily for upgrading existing marine equipment and marine transportation and distribution and services facilities. The Company also used \$60,422,000 for acquisitions of businesses and marine equipment, more fully described under Acquisitions below.

The Company's debt-to-capitalization ratio increased to 35.3% at March 31, 2020 from 28.9% at December 31, 2019, primarily due to borrowings under the Revolving Credit Facility to purchase the Savage fleet, which was completed on April 1, 2020, and the Convoy acquisition in the 2020 first quarter and the decrease in total equity, primarily from the net loss attributable to Kirby for the 2020 first quarter of \$248,468,000. The Company's debt outstanding as of March 31, 2020 and December 31, 2019 is detailed in Long-Term Financing below.

During the 2020 first quarter, the Company purchased three newly constructed inland pressure barges, retired one inland tank barge, and brought back into service 10 inland tank barges. The net result was an increase of 12 inland tank barges and approximately 334,000 barrels of capacity during the 2020 first quarter.

Given the current uncertainty surrounding the impact of the COVID-19 pandemic, the Company projects that capital expenditures for 2020 will be at or below the low end of the previously disclosed \$155,000,000 to \$175,000,000 range. The 2020 construction program will consist of \$15,000,000 to \$20,000,000 in progress payments on the construction of six inland towboats to be placed in service in 2020 and 2021. Approximately \$125,000,000 to \$135,000,000 is primarily capital upgrades and improvements to existing marine equipment and facilities. The balance of \$15,000,000 to \$20,000,000 will be for new machinery and equipment, facilities improvements and information technology projects in the distribution and services segment and corporate. Funding for future capital expenditures is expected to be provided through operating cash flows and borrowings under the Company's Revolving Credit Facility.

Outlook

While there remains significant uncertainty around the full impact of the COVID-19 pandemic, in the inland marine transportation market, the Company anticipates reduced consumer demand for petrochemicals, crude oil, and refined products associated with COVID-19. With refineries and petrochemical plants reducing utilization rates to align with declining demand, the Company's inland barge utilization has declined to levels around 90% during April, and further volume declines may occur going forward. However, the long-term nature of many of the Company's inland contracts and flexibility of the Company's inland barge fleet should help insulate some of the decline in business activity. Opportunities for storage, product relocations, and upcoming lock maintenance projects should also help mitigate lower demand. The Company has also implemented cost saving measures, including reductions in the charter boat fleet, which represents approximately one-fourth of operating towboat capacity. The Company is also integrating and pursuing cost synergies with the newly acquired Savage fleet.

As of March 31, 2020, the Company estimated there were approximately 4,000 inland tank barges in the industry fleet, of which approximately 350 were over 30 years old and approximately 260 of those over 40 years old. The Company estimates that approximately 130 tank barges have been ordered for delivery throughout 2020 and many older tank barges, including an expected 10 by the Company, will be retired, dependent on 2020 market conditions. Historically, 75 to 150 older inland tank barges are retired from service each year industry-wide, with the extent of the retirements dependent on petrochemical and refinery production levels, and crude oil and natural gas condensate movements, both of which can have a direct effect on industry-wide tank barge utilization, as well as term and spot contract rates.

In the coastal marine transportation market, although approximately 85% of revenues are under long-term contracts, the Company expects quarterly revenues and barge utilization to decline in 2020 as a result of COVID-19. In April, the Company has experienced a decline in utilization related to spot moves of refined products as customer refinery runs and global demand have declined. Labor constraints in the shipyard industry due to excessive absenteeism as a result of COVID-19 have also resulted in some delays and extended shipyard periods for some of the Company's large capacity vessels. During 2020, the Company expects to retire four aging coastal ATBs, three of which are large capacity vessels that would have required uneconomic ballast water management systems at their next shipyard date. These retirements are expected to have a negative impact on coastal revenues and operating income during the year. The Company also expects volumes in its coal transportation business to decline compared to 2019.

As of March 31, 2020, the Company estimated there were approximately 280 tank barges operating in the 195,000 barrels or less coastal industry fleet, the sector of the market in which the Company operates, and approximately 20 of those were over 25 years old. The Company is aware of one announced coastal tank barge and tugboat unit in the 195,000 barrels or less category delivered during the 2020 second quarter in addition to one under construction by a competitor for delivery in 2021.

The results of the distribution and services segment are largely influenced by the economic cycles of the land-based oilfield service and oil and gas operator and producer markets, marine, power generation, on-highway and other industrial markets. Activity in oil and gas is expected to materially decline with all major customers curtailing spending for the duration of 2020. This is likely to result in only minimal levels of service and parts sales in distribution, as well as very few, if any, new orders for pressure pumping equipment in manufacturing.

For the distribution and services commercial and industrial market, the Company anticipates its core markets will be impacted by reduced activity as a result of COVID-19, however, the commercial marine repair markets and the Thermo-King refrigeration businesses are expected to remain relatively stable for the near term. The most significant impacts in commercial and industrial are expected to be seen in the on-highway sector with reduced demand for bus repair and in lower power generation activity as customers defer some of their large capital projects. The Company is actively managing the distribution and services segment's cost structure through workforce reductions, furloughs, reduced work schedules, and pay freezes. Additionally, the Company expects to consolidate additional facilities and maintain tight discretionary spending restrictions.

Acquisitions

On April 1, 2020, the Company completed the acquisition of the inland tank barge fleet of Savage for \$277,931,000 in cash, subject to certain post-closing adjustments. Savage's tank barge fleet consisted of 92 inland tank barges with approximately 2.6 million barrels of capacity and 46 inland towboats. The Savage assets that were acquired primarily move petrochemicals, refined products, and crude oil on the Mississippi River, its tributaries, and the Gulf Intracoastal Waterway. The Company also acquired Savage's ship bunkering business and barge fleet business along the Gulf Coast.

During the three months ended March 31, 2020, the Company purchased three newly constructed inland pressure barges for \$20,100,000 in cash.

On January 3, 2020, the Company completed the acquisition of substantially all the assets of Convoy for \$40,322,000 in cash, reduced by a receivable due from Convoy of \$3,142,000 recorded for post-closing adjustments that was settled in April 2020. Convoy is an authorized dealer for Thermo King refrigeration systems for trucks, railroad cars and other land transportation markets for North and East Texas and Colorado.

Financing of the acquisitions was through borrowings under the Company's Revolving Credit Facility.

Results of Operations

For the 2020 first quarter, the net loss attributable to Kirby was \$248,468,000, or \$4.15 per share, on revenues of \$643,926,000, compared with 2019 first quarter net earnings attributable to Kirby of \$44,296,000, or \$0.74 per share, on revenues of \$744,621,000. The 2020 first quarter included \$433,341,000 before taxes, \$334,568,000 after taxes, or \$5.59 per share, non-cash charges related to inventory write-downs, impairment of long-lived assets, including intangible assets and property and equipment, and impairment of goodwill in the distribution and services segment. See Note 8, Impairments and Other Charges for additional information. In addition, the 2020 first quarter was favorably impacted by an income tax benefit of \$50,824,000, or \$0.85 per share related to net operating losses generated in 2018 and 2019 used to offset taxable income generated between 2013 and 2017. See Note 10, Taxes on Income for additional information.

The following table sets forth the Company's marine transportation and distribution and services revenues and the percentage of each to total revenues for the comparable periods (dollars in thousands):

	Three months ended March 31,			
	2020	%	2019	%
Marine transportation	\$ 403,257	63%	\$ 368,121	49%
Distribution and services	240,669	37	376,500	51
	<u>\$ 643,926</u>	<u>100%</u>	<u>\$ 744,621</u>	<u>100%</u>

Marine Transportation

The Company, through its marine transportation segment, provides marine transportation services, operating tank barges and towing vessels transporting bulk liquid products throughout the Mississippi River System, on the Gulf Intracoastal Waterway, coastwise along all three United States coasts and in Alaska and Hawaii. The Company transports petrochemicals, black oil, refined petroleum products, and agricultural chemicals by tank barge. As of March 31, 2020, the Company operated 1,065 inland tank barges, of which 24 were leased, with a total capacity of 23.7 million barrels, and an average of 311 towboats, of which an average of 77 were chartered. This compares with 1,061 inland tank barges operated as of March 31, 2019, of which 28 were leased, with a total capacity of 23.6 million barrels, and an average of 286 towboats, of which an average of 81 were chartered.

The Company's coastal tank barge fleet as of March 31, 2020, consisted of 49 tank barges, of which two were leased, with 4.7 million barrels of capacity, and an average of 47 tugboats, of which an average of five were chartered. This compares with 51 coastal tank barges operated as of March 31, 2019, of which three were leased, with 4.9 million barrels of capacity, and an average of 47 tugboats, of which an average of four were chartered. The Company owns and operates four offshore dry-bulk cargo barge and tugboat units engaged in the offshore transportation of dry-bulk cargoes. The Company also owns shifting operations and fleeting facilities for dry cargo barges and tank barges on the Houston Ship Channel and in Freeport, Texas, a shipyard for building towboats and performing routine maintenance near the Houston Ship Channel, as well as a two-thirds interest in Osprey Line, L.L.C., which transports project cargoes and cargo containers by barge.

The following table sets forth the Company's marine transportation segment's revenues, costs and expenses, operating income and operating margins (dollars in thousands)

	Three months ended March 31,		% Change
	2020	2019	
Marine transportation revenues	\$ 403,257	\$ 368,121	10%
Costs and expenses			
Costs of sales and operating expenses	265,895	246,190	8
Selling, general and administrative	31,924	33,217	(4)
Taxes, other than on income	9,423	7,966	18
Depreciation and amortization	45,299	45,324	—
	<u>352,541</u>	<u>332,697</u>	6
Operating income	\$ 50,716	\$ 35,424	43%
Operating margins	<u>12.6%</u>	<u>9.6%</u>	

Marine Transportation Revenues

The following table shows the marine transportation markets serviced by the Company, the marine transportation revenue distribution, products moved and the drivers of the demand for the products the Company transports:

Markets Serviced	2020 First Quarter Revenue Distribution	Products Moved	Drivers
Petrochemicals	51%	Benzene, Styrene, Methanol, Acrylonitrile, Xylene, Naphtha, Caustic Soda, Butadiene, Propylene	Consumer non-durables — 70%, Consumer durables — 30%
Black Oil	26%	Residual Fuel Oil, Coker Feedstock, Vacuum Gas Oil, Asphalt, Carbon Black Feedstock, Crude Oil, Natural Gas Condensate, Ship Bunkers	Fuel for Power Plants and Ships, Feedstock for Refineries, Road Construction
Refined Petroleum Products	20%	Gasoline, No. 2 Oil, Jet Fuel, Heating Oil, Diesel Fuel, Ethanol	Vehicle Usage, Air Travel, Weather Conditions, Refinery Utilization
Agricultural Chemicals	3%	Anhydrous Ammonia, Nitrogen-Based Liquid Fertilizer, Industrial Ammonia	Corn, Cotton and Wheat Production, Chemical Feedstock Usage

Marine transportation revenues for the 2020 first quarter increased 10% compared with the 2019 first quarter. The increase was primarily due to the addition of the Cenac fleet acquired on March 14, 2019 and increased spot and term contract pricing in the inland and coastal markets. The 2020 and 2019 first quarters were impacted by poor operating conditions and high delay days due to heavy fog and wind along the Gulf Coast, high water on the Mississippi River System, and closures of key waterways as a result of lock maintenance projects, as well as increased shipyard days on large capacity coastal vessels. The 2019 first quarter was also impacted by prolonged periods of ice on the Illinois River and a fire at a chemical storage facility on the Houston Ship Channel. For the 2020 and 2019 first quarters, the inland tank barge fleet contributed 79% and 77%, respectively, and the coastal fleet contributed 21% and 23%, respectively, of marine transportation revenues.

Inland tank barge utilization levels averaged in the low to mid-90% range during the 2020 first quarter compared with the low 90% range during the 2019 fourth quarter and mid-90% range during the 2019 first quarter. The 2020 and 2019 first quarters each experienced strong demand from petrochemicals, black oil, and refined petroleum products customers. Extensive delay days due to poor operating conditions and lock maintenance projects in the 2020 and 2019 first quarters slowed the transport of customer cargoes, and contributed to strong utilization during the 2020 and 2019 first quarters.

Coastal tank barge utilization levels averaged in the low to mid-80% range during the 2020 first quarter compared with the mid-80% range during the 2019 fourth quarter and the low 80% range in the 2019 first quarter. Utilization in the coastal marine fleet continued to be impacted by the oversupply of smaller tank barges in the coastal industry.

The petrochemical market, the Company's largest market, contributed 51% of marine transportation revenues for the 2020 first quarter, reflecting continued stable volumes from Gulf Coast petrochemical plants for both domestic consumption and to terminals for export destinations. The decrease compared to the 2019 first quarter reflects a change in product mix as a result of the purchase of the Cenac fleet in March 2019. Low priced domestic natural gas, a basic feedstock for the United States petrochemical industry, provides the industry with a competitive advantage relative to naphtha-based foreign petrochemical producers. In addition, favorable commodity prices and the addition of new petrochemical industry capacity during 2019 and the 2020 first quarter benefited the market.

The black oil market, which contributed 26% of marine transportation revenues for the 2020 first quarter, reflected continued stable demand from steady refinery production levels and the export of refined petroleum products and fuel oils. The increase compared to the 2019 first quarter reflects a change in product mix as a result of the purchase of the Cenac fleet in March 2019. The Company continued to transport crude oil and natural gas condensate produced from the Eagle Ford and Permian Basin shale formations in Texas, both along the Gulf Intracoastal Waterway with inland vessels and in the Gulf of Mexico with coastal equipment. Additionally, the Company transported increased volumes of Utica natural gas condensate downriver from the Mid-Atlantic to the Gulf Coast and Canadian and Bakken crude downriver from the Midwest to the Gulf Coast.

The refined petroleum products market, which contributed 20% of marine transportation revenues for the 2020 first quarter reflected increased volumes in the inland market, due in part to the acquisition of the Cenac fleet, and stable volumes in coastal.

The agricultural chemical market, which contributed 3% of marine transportation revenues for the 2020 first quarter, saw typical seasonal demand for transportation of both domestically produced and imported products during the quarter.

For the 2020 first quarter, the inland operations incurred 4,490 delay days, 3% fewer than the 4,613 delay days that occurred during the 2019 first quarter. Delay days measure the lost time incurred by a tow (towboat and one or more tank barges) during transit when the tow is stopped due to weather, lock conditions, or other navigational factors. Delay days for the 2020 and 2019 first quarter reflected poor operating conditions due to heavy fog and wind along the Gulf Coast, high water conditions on the Mississippi River System, and closures of key waterways as a result of lock maintenance projects. The 2019 first quarter was also impacted by prolonged periods of ice on the Illinois River and a fire at a chemical storage facility on the Houston Ship Channel.

During the 2020 and 2019 first quarters, approximately 60% and 65%, respectively, of marine transportation's inland revenues were under term contracts, which have contract terms of 12 months or longer, and 40% and 35%, respectively, were spot contract revenues, which have contract terms of less than 12 months. Inland time charters during the 2020 first quarter represented 65% of the inland revenues under term contracts compared with 62% in the 2019 first quarter. Rates on inland term contracts renewed in the 2020 first quarter increased in the 1% to 3% average range compared with term contracts renewed in the 2019 first quarter. Spot contract rates in the 2020 first quarter increased in the 4% to 6% average range compared to both the 2019 fourth quarter and the 2019 first quarter. There was no material rate increase on January 1, 2020 related to annual escalators for labor and the producer price index on a number of inland multi-year contracts.

During the 2020 and 2019 first quarters, approximately 85% and 80%, respectively, of the coastal revenues were under term contracts and 15% and 20%, respectively, were spot contract revenues. Coastal time charters represented approximately 90% and 85% of coastal revenues under term contracts during the 2020 and 2019 first quarters, respectively. Spot and term contract pricing in the coastal market are contingent on various factors including geographic location, vessel capacity, vessel type, and product serviced. Rates on coastal term contracts renewed in the 2020 first quarter increased in the 10% to 15% average range compared with term contracts renewed in the 2019 first quarter. Spot market rates in the 2020 first quarter improved in the 10% to 15% average range compared to the 2019 first quarter and were generally unchanged compared to the 2019 fourth quarter.

Marine Transportation Costs and Expenses

Costs and expenses for the 2020 first quarter increased 6% compared with the 2019 first quarter. Costs of sales and operating expenses for the 2020 first quarter increased 8% compared with the 2019 first quarter, primarily due to the addition of the Cenac fleet in March 2019.

The inland marine transportation fleet operated an average of 311 towboats during the 2020 first quarter, of which an average of 77 were chartered, compared with 286 during the 2019 first quarter, of which an average of 81 were chartered. The increase was primarily due to the addition of inland towboats with the Cenac acquisition on March 14, 2019. Generally, as demand or anticipated demand increases or decreases, as new tank barges are added to the fleet, as chartered towboat availability changes, or as weather or water conditions dictate, the Company charters in or releases chartered towboats in an effort to balance horsepower needs with current requirements. The Company has historically used chartered towboats for approximately one-fourth of its horsepower requirements.

During the 2020 first quarter, the inland operations consumed 12.6 million gallons of diesel fuel compared to 11.4 million gallons consumed during the 2019 first quarter. The average price per gallon of diesel fuel consumed during the 2020 first quarter was \$2.00 per gallon compared with \$1.93 per gallon for the 2019 first quarter. Fuel escalation and de-escalation clauses on term contracts are designed to rebate fuel costs when prices decline and recover additional fuel costs when fuel prices rise; however, there is generally a 30 to 90 day delay before contracts are adjusted. Spot contracts do not have escalators for fuel.

Selling, general and administrative expenses for the 2020 first quarter decreased 4% compared with the 2019 first quarter. The Company experienced higher professional fees in the 2019 first quarter including Cenac acquisition related costs of \$247,000.

Taxes, other than on income, for the 2020 first quarter increased 18% compared with the 2019 first quarter, primarily due to higher property taxes on marine transportation equipment, including the Cenac fleet, and higher waterway use taxes due to higher business activity levels, primarily due to the Cenac acquisition.

Marine Transportation Operating Income and Operating Margins

Marine transportation operating income for the 2020 first quarter increased 43% compared with the 2019 first quarter. The 2020 first quarter operating margin was 12.6% compared with 9.6% for the 2019 first quarter. The operating income increase in the 2020 first quarter, compared to the 2019 first quarter, was primarily due to the acquisition of Cenac and increased spot and term contract pricing in the inland and coastal markets.

Distribution and Services

The Company, through its distribution and services segment, sells genuine replacement parts, provides service mechanics to overhaul and repair engines, transmissions, reduction gears and related oilfield services equipment, rebuilds component parts or entire diesel engines, transmissions and reduction gears, and related equipment used in oilfield services, marine, power generation, on-highway and other industrial applications. The Company also rents equipment including generators, industrial compressors, railcar movers, and high capacity lift trucks for use in a variety of industrial markets, and manufactures and remanufactures oilfield service equipment, including pressure pumping units, for land-based oilfield service customers.

The following table sets forth the Company's distribution and services segment's revenues, costs and expenses, operating income and operating margins (dollars in thousands)

	Three months ended March 31,		% Change
	2020	2019	
Distribution and services	\$ 240,669	\$ 376,500	(36)%
Costs and expenses			
Costs of sales and operating expenses	187,673	290,465	(35)
Selling, general and administrative	37,972	37,391	2
Taxes, other than on income	1,970	2,017	(2)
Depreciation and amortization	9,336	9,018	4
	236,951	338,891	(30)
Operating income	\$ 3,718	\$ 37,609	(90)%
Operating margins	1.5%	10.0%	

Distribution and Services Revenues

The following table shows the markets serviced by the Company's distribution and services segment, the revenue distribution, and the customers for each market

Markets Served	2020 First Quarter Revenue Distribution	Customers
Oil and Gas	33%	Oilfield Services, Oil and Gas Operators and Producers
Commercial and Industrial	67%	Inland River Carriers — Dry and Liquid, Offshore Towing — Dry and Liquid, Offshore Oilfield Services — Drilling Rigs & Supply Boats, Harbor Towing, Dredging, Great Lakes Ore Carriers, Pleasure Crafts, On and Off-Highway Transportation, Power Generation, Standby Power Generation, Pumping Stations

Distribution and services revenues for the 2020 first quarter decreased 36% compared with the 2019 first quarter. The decrease was primarily attributable to reduced activity in the oilfield as a result of oil price volatility throughout 2019 and into the 2020 first quarter, an oversupply of pressure pumping equipment in North America, and reduced spending and enhanced cash flow discipline for the Company's major oilfield customers in addition to the impact of COVID-19 later in the quarter. As a result, customer demand and incremental orders for new and remanufactured pressure pumping equipment and sales of new and overhauled transmissions and related parts and service declined during the 2020 first quarter. For the 2020 first quarter, the oil and gas market contributed 33% of the distribution and services revenues

The commercial and industrial market, which contributed 67% of the distribution and services revenues for the 2020 first quarter, increased compared to the 2019 first quarter, primarily due to the contribution from the Convoy acquisition. This incremental revenue was partially offset by reductions in on-highway and power generation service demand as a result of the COVID-19 economic slowdown and nationwide stay-at-home orders. Demand in the nuclear power generation market was stable compared to the 2019 first quarter

Distribution and Services Costs and Expenses

Costs and expenses for the 2020 first quarter decreased 30% compared with the 2019 first quarter. Costs of sales and operating expenses for the 2020 first quarter decreased 35%, compared with the 2019 first quarter, reflecting lower demand for new and overhauled transmissions and related parts and service and reduced demand for new pressure pumping equipment in the oil and gas market

Distribution and Services Operating Income and Operating Margins

Operating income for the distribution and services segment for the 2020 first quarter decreased 90% compared with the 2019 first quarter. The operating margin for the 2020 first quarter was 1.5% compared with 10.0% for the 2019 first quarter. The results primarily reflected a small decrease in margins in the commercial and industrial market and losses in oil and gas market.

Gain on Disposition of Assets

The Company reported a net gain on disposition of assets of \$492,000 for the 2020 first quarter compared with a net gain of \$2,157,000 for the 2019 first quarter. The net gains were primarily from sales of marine equipment. The 2019 first quarter also included sales of distribution and services' properties.

Other Income and Expenses

The following table sets forth impairments and other charges, other income (expense), noncontrolling interests and interest expense (dollars in thousands)

	Three months ended March 31,		% Change
	2020	2019	
Impairments and other charges	\$ (433,341)	\$ —	N/A
Other income (expense)	\$ 2,723	\$ (568)	579%
Noncontrolling interests	\$ (278)	\$ (161)	73%
Interest expense	\$ (12,799)	\$ (13,201)	(3)%

Impairment and Other Charges

Impairment and other charges includes \$433,341,000 before taxes, \$334,568,000 after taxes, or \$5.59 per share, non-cash charges related to inventory write-downs, impairment of long-lived assets, including intangible assets and property and equipment, and impairment of goodwill in the distribution and services segment. See Note 8, Impairments and Other Charges for additional information.

Other Income (Expense)

Other income for the 2020 and 2019 first quarters includes income of \$2,172,000 and \$446,000, respectively, for all components of net benefit costs except the service cost component related to the Company's defined benefit plans.

Interest Expense

Interest expense for the 2020 first quarter decreased 3% compared with the 2019 first quarter, primarily due to a lower average debt outstanding as a result of debt repayments throughout 2019, partially offset by borrowings to finance the Convoy acquisition in January 2020 and the Savage acquisition which closed April 1, 2020. During the 2020 and 2019 first quarters, the average debt and average interest rate (excluding capitalized interest) were \$1,442,032,000 and 3.5%, and \$1,459,373,000 and 3.8%, respectively. Interest expense excludes capitalized interest of \$643,000 for the 2019 first quarter. No interest was capitalized for the 2020 first quarter.

Financial Condition, Capital Resources and Liquidity

Balance Sheet

Total assets as of March 31, 2020 were \$6,137,577,000 compared with \$6,079,097,000 as of December 31, 2019. The following table sets forth the significant components of the balance sheets (dollars in thousands)

	March 31, 2020	December 31, 2019	% Change
Assets			
Current assets	\$ 1,368,013	\$ 917,579	49%
Property and equipment, net	3,776,784	3,777,110	—
Operating lease right-of-use assets	157,333	159,641	(1)
Goodwill	704,098	953,826	(26)
Other intangibles, net	73,694	210,682	(65)
Other assets	57,655	60,259	(4)
	<u>\$ 6,137,577</u>	<u>\$ 6,079,097</u>	1%
Liabilities and stockholders' equity			
Current liabilities	\$ 496,332	\$ 514,115	(3)%
Long-term debt, net – less current portion	1,702,476	1,369,751	24
Deferred income taxes	582,150	588,204	(1)
Operating lease liabilities – less current portion	138,884	139,457	—
Other long-term liabilities	93,208	95,978	(3)
Total equity	3,124,527	3,371,592	(7)
	<u>\$ 6,137,577</u>	<u>\$ 6,079,097</u>	1%

Current assets as of March 31, 2020 increased 49% compared with December 31, 2019. Cash and cash equivalents increased to \$322,571,000 at March 31, 2020 from \$24,737,000 at December 31, 2019, primarily due to borrowings under the Revolving Credit Facility for the purchase of the Savage fleet, which was completed April 1, 2020. Trade accounts receivable increased 3% primarily due to increased activities in the inland marine transportation market and the Convoy acquisition. Other accounts receivable increased 144%, primarily due to income taxes receivable recorded for net operating losses generated during tax years 2018 through 2020 offset against taxable income during tax years 2013 through 2017 under provisions of the CARES Act. Inventories, net decreased by 3% primarily due to reduced business activity levels in the oil and gas market and write downs of oilfield and pressure pumping related inventory, partially offset by inventory acquired from Convoy.

Property and equipment, net of accumulated depreciation, at March 31, 2020 decreased slightly compared with December 31, 2019. The decrease reflected \$51,616,000 of depreciation expense, \$16,395,000 of impairment charges, and \$4,762,000 of property disposals during the 2020 first quarter, offset by \$51,932,000 of capital expenditures (inclusive of accrued capital expenditures) for the 2020 first quarter, more fully described under Cash Flows and Capital Expenditures above, the three newly constructed inland pressure barges purchased in the 2020 first quarter for \$20,100,000, and the aggregate fair value of the property and equipment acquired in the Convoy acquisition of \$415,000.

Goodwill as of March 31, 2020 decreased 26% compared with December 31, 2019, primarily due to a goodwill impairment in the distribution and services segment, partially offset by goodwill recorded as part of the Convoy acquisition.

Other intangibles, net, as of March 31, 2020 decreased 65% compared with December 31, 2019, primarily due to impairments of customer relationship, tradename, and distributorship assets in the distribution and services segment as well as amortization of intangibles, partially offset by intangible assets recorded as part of the Convoy acquisition.

Current liabilities as of March 31, 2020 decreased 3% compared with December 31, 2019. Accounts payable increased 10%, primarily due to the Convoy acquisition and increased activity levels in the inland market, partially offset by decreased shipyard maintenance accruals on coastal equipment. Accrued liabilities decreased 13% primarily from payment during the 2020 first quarter of employee incentive compensation bonuses accrued during 2019. Deferred revenues decreased 14%, primarily reflecting reduced business activity levels in the distribution and services oil and gas market.

Long-term debt, net – less current portion, as of March 31, 2020 increased 24% compared with December 31, 2019, primarily reflecting additional borrowings of \$485,000,000 under the Revolving Credit Facility, partially offset by the repayment of \$150,000,000 of 2.72% unsecured senior notes upon maturity. Net debt discount and deferred issuance costs were \$7,524,000 at March 31, 2020 and \$5,249,000 (excluding \$2,650,000 attributable to the Revolving Credit Facility included in other assets on the balance sheet) at December 31, 2019.

Deferred income taxes as of March 31, 2020 decreased 1% compared with December 31, 2019, primarily reflecting the 2020 first quarter deferred tax benefit of \$6,082,000.

Other long-term liabilities as of March 31, 2020 decreased 3% compared with December 31, 2019. The decrease was primarily due to amortization of intangible liabilities and a decrease in pension liabilities.

Total equity as of March 31, 2020 decreased 7% compared with December 31, 2019. The decrease was primarily the result of a net loss attributable to Kirby of \$248,468,000 for the 2020 first quarter and tax withholdings of \$3,165,000 on restricted stock and RSU vestings, partially offset by an increase in additional paid-in capital due to amortization of unearned share-based compensation of \$5,331,000.

Long-Term Financing

The following table summarizes the Company's outstanding debt (in thousands)

	March 31, 2020	December 31, 2019
Long-term debt, including current portion		
Revolving Credit Facility due March 27, 2024 (a)	\$ 485,000	\$ —
Term Loan due March 27, 2024 (b)	375,000	375,000
2.72% senior notes due February 27, 2020	—	150,000
3.29% senior notes due February 27, 2023	350,000	350,000
4.2% senior notes due March 1, 2028	500,000	500,000
Credit line due June 30, 2021	—	—
Bank notes payable	17	16
	<u>1,710,017</u>	<u>1,375,016</u>
Unamortized debt discount and issuance costs (c)	(7,524)	(5,249)
	<u>\$ 1,702,493</u>	<u>\$ 1,369,767</u>

(a) Variable interest rate of 1.9% and 2.9% at March 31, 2020 and December 31, 2019, respectively.

(b) Variable interest rate of 2.1% and 2.9% at March 31, 2020 and December 31, 2019, respectively.

(c) Excludes \$2,650,000 attributable to the Revolving Credit Facility included in other assets at December 31, 2019.

The Company has a Credit Agreement with a group of commercial banks, with JPMorgan Chase Bank, N.A. as the administrative agent bank, allowing for an \$850,000,000 Revolving Credit Facility and a Term Loan with a maturity date of March 27, 2024. The Term Loan is repayable in quarterly installments currently scheduled to commence September 30, 2023, with \$343,750,000 due on March 27, 2024. The Term Loan is prepayable, in whole or in part, without penalty. The Revolving Credit Facility includes a \$25,000,000 commitment which may be used for standby letters of credit. Outstanding letters of credit under the Revolving Credit Facility were \$5,363,000 and available borrowing capacity was \$359,637,000 as of March 31, 2020.

On February 27, 2020, upon maturity, the Company repaid in full \$150,000,000 of 2.72% unsecured senior notes.

Outstanding letters of credit under the \$10,000,000 credit line were \$1,171,000 and available borrowing capacity was \$8,829,000 as of March 31, 2020.

As of March 31, 2020, the Company was in compliance with all covenants under its debt instruments. For additional information about the Company's debt instruments, see "Long-Term Financing" in Item 7 — Management's Discussion and Analysis of Financial Condition and Results of Operations and Note 8, Long-Term Debt, in the Company's Annual Report on Form 10-K for the year ended December 31, 2019.

Treasury Stock Purchases

The Company did not purchase any treasury stock during the 2020 first quarter. As of May 7, 2020, the Company had approximately 1,400,000 shares available under its existing repurchase authorization. Historically, treasury stock purchases have been financed through operating cash flows and borrowings under the Company's Revolving Credit Facility. The Company is authorized to purchase its common stock on the New York Stock Exchange and in privately negotiated transactions. When purchasing its common stock, the Company is subject to price, trading volume and other market considerations. Shares purchased may be used for reissuance upon the exercise of stock options or the granting of other forms of incentive compensation, in future acquisitions for stock or for other appropriate corporate purposes.

Liquidity

The Company generated net cash provided by operating activities of \$71,501,000 and \$38,529,000 for the 2020 and 2019 first quarters, respectively. The increase was driven by increased revenues and operating income in the marine transportation segment driven by the Cenac acquisition in March 2019 and increased inland and coastal pricing. The improvement was also due to changes in operating assets and liabilities primarily related to reduced incentive compensation payouts in the 2020 first quarter and smaller increases in trade accounts receivable, partially offset by reduced business activity levels in the oil and gas market of the distribution and services segment.

Funds generated from operations are available for acquisitions, capital expenditure projects, common stock repurchases, repayments of borrowings, and for other corporate and operating requirements. In addition to net cash flows provided by operating activities, as of May 7, 2020, the Company also had cash equivalents of \$73,818,000, availability of \$359,637,000 under its Revolving Credit Facility, and \$8,829,000 available under its Credit Line.

Neither the Company, nor any of its subsidiaries, is obligated on any debt instrument, swap agreement, or any other financial instrument or commercial contract which has a rating trigger, except for the pricing grid on its Credit Agreement.

The Company expects to continue to fund expenditures for acquisitions, capital construction projects, common stock repurchases, repayment of borrowings, and for other operating requirements from a combination of available cash and cash equivalents, funds generated from operating activities and available financing arrangements.

The Revolving Credit Facility's commitment is in the amount of \$850,000,000 and expires March 27, 2024. As of March 31, 2020, the Company had \$359,637,000 available under the Revolving Credit Facility. The 3.29% senior unsecured notes do not mature until February 27, 2023 and require no prepayments. The 4.2% senior unsecured notes do not mature until March 1, 2028 and require no prepayments. The outstanding balance of the Term Loan is subject to quarterly installments, currently scheduled to commence September 30, 2023, with \$343,750,000 due on March 27, 2024. The Term Loan is prepayable, in whole or in part, without penalty.

There are numerous factors that may negatively impact the Company's cash flows in 2020. For a list of significant risks and uncertainties that could impact cash flows, see Item 1A — Risk Factors below and Note 15, Contingencies, in the financial statements, and Item 1A — Risk Factors and Note 15, Contingencies and Commitments, in the Company's Annual Report on Form 10-K for the year ended December 31, 2019. Amounts available under the Company's existing financial arrangements are subject to the Company continuing to meet the covenants of the credit facilities as described in Item 7, Management's Discussion and Analysis of Financial Condition and Results of Operations under Long-Term Financing in the Company's Annual Report on Form 10-K for the year ended December 31, 2019.

The Company has issued guaranties or obtained standby letters of credit and performance bonds supporting performance by the Company and its subsidiaries of contractual or contingent legal obligations of the Company and its subsidiaries incurred in the ordinary course of business. The aggregate notional value of these instruments is \$23,219,000 at March 31, 2020, including \$11,344,000 in letters of credit and \$11,875,000 in performance bonds. All of these instruments have an expiration date within two years. The Company does not believe demand for payment under these instruments is likely and expects no material cash outlays to occur in connection with these instruments.

All marine transportation term contracts contain fuel escalation clauses, or the customer pays for the fuel. However, there is generally a 30 to 90 day delay before contracts are adjusted depending on the specific contract. In general, the fuel escalation clauses are effective over the long-term in allowing the Company to recover changes in fuel costs due to fuel price changes. However, the short-term effectiveness of the fuel escalation clauses can be affected by a number of factors including, but not limited to, specific terms of the fuel escalation formulas, fuel price volatility, navigating conditions, tow sizes, trip routing, and the location of loading and discharge ports that may result in the Company over or under recovering its fuel costs. Spot contract rates generally reflect current fuel prices at the time the contract is signed but do not have escalators for fuel.

During the last three years, inflation has had a relatively minor effect on the financial results of the Company. The marine transportation segment has long-term contracts which generally contain cost escalation clauses whereby certain costs, including fuel as noted above, can be passed through to its customers. Spot contract rates include the cost of fuel and are subject to market volatility. The repair portion of the distribution and services segment is based on prevailing current market rates.

Item 3. Quantitative and Qualitative Disclosures about Market Risk

The Company is exposed to risk from changes in interest rates on certain of its outstanding debt. The outstanding loan balances under the Company's bank credit facilities bear interest at variable rates based on prevailing short-term interest rates in the United States and Europe. A 10% change in variable interest rates would impact the 2020 interest expense by \$206,000 based on balances outstanding at December 31, 2019, and would change the fair value of the Company's debt by less than 1%.

Item 4. Controls and Procedures

Disclosure Controls and Procedures. The Company's management, with the participation of the Chief Executive Officer and the Chief Financial Officer, has evaluated the Company's disclosure controls and procedures (as defined in Rule 13a-15(e) under the Securities Exchange Act of 1934 ("Exchange Act")), as of March 31, 2020, as required by Rule 13a-15(b) under the Exchange Act. Based on that evaluation, the Chief Executive Officer and the Chief Financial Officer concluded that, as of March 31, 2020, the disclosure controls and procedures were effective to ensure that information required to be disclosed by the Company in the reports that it files or submits under the Exchange Act (i) is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms and (ii) is accumulated and communicated to the Company's management, including the Chief Executive Officer and the Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure.

Changes in Internal Control Over Financial Reporting. During the first quarter of 2020, certain distribution and services branch locations completed the preparation and implementation of a series of changes to their financial reporting systems and processes. Certain other distribution and services branch locations are expected to complete similar implementations in future periods throughout 2020. There were no other changes in the Company's internal control over financial reporting during the quarter ended March 31, 2020 that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

PART II – OTHER INFORMATION

Item 1. Legal Proceedings

The discussion of the legal proceedings related to the M/V Voyager and the legal proceedings related to the tug Nathan E. Stewart and barge DBL 55 in Note 15, Contingencies, of the Notes to Unaudited Consolidated Financial Statements in this Quarterly Report are incorporated by reference into this Item 1.

Item 1A. Risk Factors

Widespread health developments and economic uncertainty resulting from the recent global COVID-19 pandemic could materially and adversely affect our business, financial condition and results of operations.

In December 2019, COVID-19 surfaced in Wuhan, China. In response to the resulting pandemic, various countries, including the United States, have either mandated or recommended business closures, travel restrictions or limitations, social distancing, and/or self-quarantine, among other actions. Additionally, various state and local governments in locations where the Company operates have taken similar actions. The full impact and duration of the outbreak is unknown and the situation is rapidly evolving as some governments are in the early stages of removing or easing these actions, but there has been a negative impact on the global and United States economies, including the oil and gas industry, which has reduced demand for the Company's products and services. The extent and duration of these impacts is unknown at this time.

These impacts could place limitations on the Company's ability to execute on its business plan and materially and adversely affect its business, financial condition and results of operations. The Company continues to monitor the situation, has actively implemented policies and procedures to address the situation, including its pandemic response plan and business continuity plan, and has taken steps to reduce costs. As the pandemic continues to further unfold, the Company may adjust its current policies and procedures as government mandates or recommendations change or as more information and guidance become available. The impact of COVID-19 may also exacerbate other risks discussed in Item 1A of the Company's Annual Report on Form 10-K for the year ended December 31, 2019, any of which could have a material effect on the Company. This situation is changing rapidly and additional impacts may arise that the Company is not aware of currently.

There have been no other material changes that the Company is aware of from the risk factors previously disclosed in its "Risk Factors" in the Company's Annual Report on Form 10-K for the year ended December 31, 2019.

Item 6. Exhibits

EXHIBIT INDEX

Exhibit Number	Description of Exhibits
<u>3.1</u>	– Restated Articles of Incorporation of the Company with all amendments to date (incorporated by reference to Exhibit 3.1 to the Registrant's Annual Report on Form 10-K for the year ended December 31, 2014)
<u>3.2</u>	– Bylaws of the Company, as amended to March 17, 2020 (incorporated by reference to Exhibit 3.2 to the Registrant's Annual Report on Form 10-K for the year ended December 31, 2014)
<u>3.3</u>	– Amendment to Bylaws of Kirby Corporation dated March 18, 2020 (incorporated by reference to Exhibit 3.1 to the Registrant's Current Report on Form 8-K filed with the Commission on March 19, 2020)
4.1	– See Exhibits 3.1, 3.2, and 3.3 hereof for provisions of our Restated Articles of Incorporation of the Company with all amendments to date, the Bylaws of the Company, as amended to March 17, 2020, and Amendment to Bylaws of the Company dated March 18, 2020 (incorporated by reference to Exhibit 3.1 and 3.2, respectively, to the Registrant's Annual Report on Form 10-K for the year ended December 31, 2014 and Exhibit 3.1 to the Registrant's Current Report on Form 8-K filed with the Commission on March 19, 2020)
<u>31.1</u>	– Certification of Chief Executive Officer Pursuant to Rule 13a-14(a)
<u>31.2</u>	– Certification of Chief Financial Officer Pursuant to Rule 13a-14(a)
<u>32</u>	– Certification Pursuant to 18 U.S.C. Section 1350
101 INS	– Inline XBRL Instance Document – the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document
101 SCH	– Inline XBRL Taxonomy Extension Schema Document
101 CAL	– Inline XBRL Taxonomy Extension Calculation Linkbase Document
101 DEF	– Inline XBRL Taxonomy Extension Definition Linkbase Document
101 LAB	– Inline XBRL Taxonomy Extension Label Linkbase Document
101 PRE	– Inline XBRL Taxonomy Extension Presentation Linkbase Document
104	– Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized

KIRBY CORPORATION
(Registrant)

By _____ /s/ WILLIAM G HARVEY
William G Harvey
*Executive Vice President and
Chief Financial Officer*

Dated May 8, 2020

Certification of Chief Executive Officer

In connection with the filing of the Quarterly Report on Form 10-Q for the quarter ended March 31, 2020 by Kirby Corporation, David W. Grzebinski certifies that

1. I have reviewed this report on Form 10-Q of Kirby Corporation (the "registrant");
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f) for the registrant and have
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions)
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting

/s/ DAVID W. GRZEBINSKI

David W. Grzebinski
President and Chief Executive Officer

Dated May 8, 2020

Certification of Chief Financial Officer

In connection with the filing of the Quarterly Report on Form 10-Q for the quarter ended March 31, 2020 by Kirby Corporation, William G. Harvey certifies that:

1. I have reviewed this report on Form 10-Q of Kirby Corporation (the "registrant").
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report.
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f) for the registrant and have
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared.
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions)
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

/s/ WILLIAM G. HARVEY

William G. Harvey
Executive Vice President and
Chief Financial Officer

Dated May 8, 2020

Certification Pursuant to Section 18 U.S.C. Section 1350

In connection with the filing of the Quarterly Report on Form 10-Q for the quarter ended March 31, 2020 (the "Report") by Kirby Corporation (the "Company"), each of the undersigned hereby certifies that

1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended, and
2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/S/ DAVID W. GRZEBINSKI

David W. Grzebinski
President and Chief Executive Officer

/S/ WILLIAM G. HARVEY

William G. Harvey
*Executive Vice President and
Chief Financial Officer*

Dated May 8, 2020



Kirby Inland Marine

55 Waugh Drive, Suite 1000
Houston, TX 77007

Dun and Bradstreet Number 00-793-1223
CREDIT APPLICATION

COMPANY		TELEPHONE
Kirby Inland Marine, LP	T.I.N. 74-1074014	(713)435-1500
Kirby Corporation	T.I.N. 74-1884980	(713)435-1300

CORPORATE MAILING ADDRESS		
P.O. Box 1537	Houston, TX	77251-1537

NAME OF OWNERS OR OFFICERS	TITLE	TELEPHONE
Carl Whitlatch	Controller	(713)435-1126

YEARS IN BUSINESS	
Founded:	1948

ACCOUNTS PAYABLE INQUIRES TO:		
Tim Pajaro	Ph: 713-435-1056	Fax: 713-435-1515
AP Suppler Inquiry	Ph: 713-435-1332	
Accounts Payable Email for invoices: KIRBYAP@KIRBYCORP.COM		
Accounts Payable Email for inquiries: SUPPLIER.INQUIRY@KIRBYCORP.COM		

BANK REFERENCE-NAME	CITY	OFFICER	TELEPHONE
JP Morgan Chase	Houston	Nancy Headrick	214-965-2643
2200 Ross Avenue, 6th Floor			
TX1-2994		Credit reference fax #	817-345-3795
Dallas, TX 75201		nancy.a.headrick@jpmchase.com	

CREDIT REFERENCE-COMPANY NAME		
COMPANY NAME	CONTACT	TELEPHONE
Southwest Shipyard	San Jay Rao	(281)860-3200
ADDRESS		Fax
18310 Market St.		(281)860-3215
Channelview, TX 77530		

COMPANY NAME	CONTACT	TELEPHONE
Trinity Marine Products, Inc.	Ron Nokes	(615)-792-4320
ADDRESS		Fax
2525 Stemmons Freeway		(214)589-2538
Dallas, TX 75207		

COMPANY NAME	CONTACT	TELEPHONE
Channel Shipyard	Floyd Anderson	(281)424-1581
ADDRESS		Fax
P.O. Box 862		(281)426-2477
Highlands, TX 77562		

This application for credit authorizes the vendor to obtain responses to inquiries relating to the references provided above.

Carl Whitlatch
Signature

UP Controller
Title

6/3/2014
Date

INDEMNITY AND PAYMENT BOND

BOND NO. 105481501

KNOW ALL BY THESE PRESENTS:

That we, Kirby Inland Marine, LP as INDEMNITOR and Travelers Casualty and Surety Company of America as SURETY, a surety company authorized to do business in the State of Florida, are held and firmly bound unto BROWARD COUNTY, as OBLIGEE, a political subdivision of the State of Florida, in the full sum of TWENTY THOUSAND AND NO/100 DOLLARS (\$20,000.00***), for the payment of which we bind ourselves, our heirs, successors, assigns and personal representatives for the performance of the obligations hereinafter set forth:

NOW THEREFORE, the condition of this obligation is such that if INDEMNITOR, its heirs, executors, administrators, successors and assigns shall well and truly save harmless and keep indemnified BROWARD COUNTY, its successors and assigns, from and against all loss, costs, expenses, damages, injury, claims, actions, liabilities and demands of every kind (including but not limited to all reasonable attorney's fees to and through appellate, supplemental and bankruptcy proceedings) which arises from, is caused by, or results from or on account of:

- (i) failure of INDEMNITOR to pay to BROWARD COUNTY, when due, any and all tariff or other charges that have accrued at Port Everglades (whether relating to the furnishing of services or materials to INDEMNITOR, its principals, agents, servants or employees at Port Everglades; or, due to injury to property of Port Everglades; or, stemming from the use of Port Everglades facilities by INDEMNITOR, its principals, agents, servants or employees; or, otherwise); or
- (ii) non-compliance by INDEMNITOR, its principals, agents, servants or employees with applicable laws, ordinances, rules and regulations of the federal, state and local governmental units or agencies (including but not limited to the terms and provisions of the BROWARD COUNTY Code of Ordinances, Administrative Code, and all procedures and policies of the Port Everglades Department), as amended from time to time; or
- (iii) any act, omission, negligence or misconduct of INDEMNITOR, its principals, agents, servants or employees in Port Everglades (whether causing injury to persons or otherwise;

then these obligations shall be null and void, otherwise to remain in full force and effect.

AS A FURTHER CONDITION of this obligation that it shall remain in full force and effect until and unless the Surety provides at least ninety (90) days prior written notice to BROWARD COUNTY of its intention to terminate this Bond.

Any notices required herein shall be given in writing and be delivered to: Broward County's Port Everglades Department, Attn: Director of Administration, 1850 Eller Drive, Fort Lauderdale, Florida 33316, with a copy to: Broward County Administrator, Governmental Center, 115 S. Andrews Avenue, Fort Lauderdale, Florida 33301.

IN WITNESS WHEREOF, INDEMNITOR has caused this Bond to be executed by Kirby Inland Marine, LP, and attested to by its Secretary and its corporate seal to be affixed, and the Surety has caused this Bond to be executed in its name by its Attorney-in-Fact duly authorized to do so.

INDEMNITOR:

ATTEST: 

Corporate Secretary

Amy D. Husted
(Print Name of Secretary)


(SEAL)

RECEIVED
2011 FEB 24 PM 3 24
PORT EVERGLADES DEPT.
BUSINESS ADMIN.

ATTEST
See Power of Attorney

(SEAL)

Company Name: Kirby Inland Marine, LP

By: 

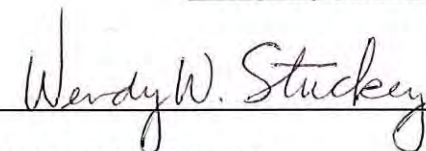
Amy D. Husted
(Print Name of Pres./Vice Pres.)

Title: Vice President - Legal + Secretary
(Print)

17th day of February, 2011

SURETY:

Company Name: Travelers Casualty and Surety Company of America

By: 

Wendy W. Stuckey
(Print Name)

Title: Attorney-in-Fact
(Print)

16th day of February, 2011



POWER OF ATTORNEY

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company

St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company

Attorney-In Fact No. 222902

Certificate No. 003919333

KNOW ALL MEN BY THESE PRESENTS: That St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company and St. Paul Mercury Insurance Company are corporations duly organized under the laws of the State of Minnesota, that Farmington Casualty Company, Travelers Casualty and Surety Company, and Travelers Casualty and Surety Company of America are corporations duly organized under the laws of the State of Connecticut, that United States Fidelity and Guaranty Company is a corporation duly organized under the laws of the State of Maryland, that Fidelity and Guaranty Insurance Company is a corporation duly organized under the laws of the State of Iowa, and that Fidelity and Guaranty Insurance Underwriters, Inc., is a corporation duly organized under the laws of the State of Wisconsin (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint

Michael J. Herrod, Wendy W. Stuckey, Lupe Tyler, Margaret Buboltz, Lisa A. Ward, U. Theresa Gardner, Nancy Thomas, and Donna L. Williams

of the City of Houston, State of Texas, their true and lawful Attorney(s)-in-Fact, each in their separate capacity if more than one is named above, to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed and their corporate seals to be hereto affixed, this 8th day of October, 2010.

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company

St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company



State of Connecticut
City of Hartford ss.

By: George W. Thompson
George W. Thompson, Senior Vice President

On this the 8th day of October, 2010, before me personally appeared George W. Thompson, who acknowledged himself to be the Senior Vice President of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of the corporations by himself as a duly authorized officer.

In Witness Whereof, I hereunto set my hand and official seal.
My Commission expires the 30th day of June, 2011.



Marie C. Tetreault
Marie C. Tetreault, Notary Public

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of Farmington Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kori M. Johanson, the undersigned, Assistant Secretary, of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which is in full force and effect and has not been revoked.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seals of said Companies this 16th day of February, 20 11.


Kori M. Johanson, Assistant Secretary



To verify the authenticity of this Power of Attorney, call 1-800-421-3880 or contact us at www.travelersbond.com. Please refer to the Attorney-In-Fact number, the above-named individuals and the details of the bond to which the power is attached.

Section N

Vessel	Official Number	Engines	HP	Length	Beam	Draft	GRT	Load Line	Built	Hull	Deployed
Boca Grande	553517	Lugger 6170	1200	65.4	27.5	8.6	149	N	1973	Push Boat	Miami
Miami	641333	EMD-12-645-E6	3000	86.4	33	14.8	163	Y	1981	Model Bow	Miami
Dade	1061292	Cat 3516	3420	95	32	14	96	Y	1998	Model Bow	Miami
Indian River	1069713	GM 12v92	1000	65	26	9	26	N	1996	Push Boat	Port Everglades
Bayou Teche	1253449	Cummins QSK19M	2250	77.3	34	10.5	34	N	2014	Push Boat	Miami

Domiciled in Port Everglades

BARGE	OFFICIAL NUMBER	BBLS	TANKS	LOA	BEAM	MAX DRAFT	LOAD LINE	BUILT	AGE	DEPLOYED
305	1131324	15,000	10	250	50	12	N	2002	18	Miami Bunkers
401	1131325	20,000	10	270	54	13	N	2002	18	Port Everglades
403	1153102	22,800	10	275	54	15	Y	2004	16	Miami Bunkers
405	1197372	22,800	10	275	54	15	Y	2007	13	Miami Bunkers
406	1202099	22,800	10	275	54	15	Y	2007	13	Miami Bunkers
407	1202100	22,800	10	275	54	15	Y	2007	13	Miami Bunkers

**ALL BARGES ARE DOUBLE
HULLS**

**All barges use diesel fuel for
pump engines**

**The primary barge to be domiciled in Port
Everglades is the 401.**

FBG barge splits				
90% Capacity				
Barge	Black oil	capacity	Diesel	capacity
305	all tanks	13,400 net bbl	n/a	n/a
401	1s2s3,5,**	14,935 net bbl	n/a	3,175 net bbl***
403*	all tanks**	19,840 net bbl	n/a	n/a
405*	1s,2s,5s,6s	13,347 net bbl	3 p/s, 4 p/s,	6,653 net bbl
406*	1s,2s,3s,5s,6s	16,694 net bbl	4 p/s	3,325 net bbl
407*	1s,2s,3s,5s,6s	16,694 net bbl	4 p/s	3,325 net bbl
	* Load Line			
*Load Line	** VLSFO			

401 4p&4s Are RMG Capacity 3,175 net bbl

*** RMG

401 in Port Everglades, 305,403,405,406& 407 in Port of Miami

BROWARD COUNTY LOCAL BUSINESS TAX RECEIPT

115 S. Andrews Ave., Rm. A-100, Ft. Lauderdale, FL 33301-1895 – 954-831-4000

VALID OCTOBER 1, 2019 THROUGH SEPTEMBER 30, 2020

DBA:
Business Name: KIRBY INLAND MARINE LP

Receipt #: 326-226909
Business Type: COURIER/TRANSPORT/DELIVERY/LOADING
(VESSEL BUNKERING BARGE DELIVERY)

Owner Name: GREGORY BINION
Business Location: 55 WAUGH DRIVE STE 1000
OUT OF STATE
Business Phone: 305-579-5013

Business Opened: 08/24/2009
State/County/Cert/Reg:
Exemption Code:

Rooms Seats Employees Machines Professionals
17

For Vending Business Only						
Number of Machines:			Vending Type:			
Tax Amount	Transfer Fee	NSF Fee	Penalty	Prior Years	Collection Cost	Total Paid
150.00	0.00	0.00	0.00	0.00	0.00	150.00

THIS RECEIPT MUST BE POSTED CONSPICUOUSLY IN YOUR PLACE OF BUSINESS

**THIS BECOMES A TAX RECEIPT
WHEN VALIDATED**

This tax is levied for the privilege of doing business within Broward County and is non-regulatory in nature. You must meet all County and/or Municipality planning and zoning requirements. This Business Tax Receipt must be transferred when the business is sold, business name has changed or you have moved the business location. This receipt does not indicate that the business is legal or that it is in compliance with State or local laws and regulations.

Mailing Address:
KIRBY INLAND MARINE LP
1020 PORT BLVD STE 2
MIAMI, FL 33132

**Receipt #13B-18-00007267
Paid 07/11/2019 150.00**

2019 2020

SECTION P.1 – COPY OF APPLICANT’S SAFETY PROGRAM

Kirby Inland Marine’s Safety Program is comprised of many elements and does not exist in any one stand-alone manual. The basic philosophy is captured most succinctly by the first bullet point of Kirby’s Safety and Occupational Health Policy: “All injuries and accidents can be prevented. Our goal is zero injuries. This goal is considered realistic and attainable, but only you can make it happen.”

The policy is supported by Safety Rules and the Safety section of the Vessel Operations Manual. The rules, policy and procedure are supported by training, direct management interface with vessel crews, setting aggressive injury and incident reduction goals and holding management responsible for steps to achieve the goals.

Likewise, vessel crews are empowered to direct safety efforts by utilizing “Stop Work Authority” if they observe an unsafe or potentially unsafe job action, and input from vessel crews is encouraged through submission of “Workplace Safety Observations” whereby those doing the work have a say in how it should best, or would be better, accomplished.







Vessel safety is achieved through a continuous audit process, which addresses categories such as navigation and communication equipment, firefighting and lifesaving equipment, environmental controls, hull and machinery, boat and barge rigging, personal protective equipment and numerous other categories. The vessel audits are structured based on the American Waterways Carriers Responsible Carrier Program (AWO RCP) but has grown to include more technical categories based on customer requirements and vessel employment factors.

Included in this section are Kirby’s Safety Policies, an overview of Kirby’s HSS&E program, Safety Rules, the table of contents from Kirby’s Vessel Operations Manual showing the safety topics covered therein, and a copy of the Safety / Quality Vessel Internal Audit form.



Safety & Occupational Health Policy

Kirby Corporation is committed to creating and maintaining a safe work environment. It is the responsibility of every employee, both ashore and afloat, to be familiar with and adhere to this safety policy:

-  All injuries and accidents can be prevented. Our goal is zero injuries. This goal is considered realistic and attainable, but only you can make it happen.
-  Management will comply with all applicable federal, state and local requirements or appropriate industry standards.
-  All levels of supervision have the responsibility for the safety of the employee.
-  It is possible for you to guard against workplace conditions that may result in an occupational health risk, accident or injury. When the source of risk can not be eliminated, special work processes, safety devices, personal protective equipment, or other protective measures must be used to safeguard employees.
-  It is the responsibility of managers and supervisors to provide adequate training and supervision for employees. It is the responsibility of the employee to think, to use common sense, and to work safely.
-  Adherence to safety rules and safety instructions from supervisors is a requirement for employment with Kirby.

Safety is good business. It is to the benefit of the employee, their families, and the Company to prevent injuries and accidents.

David Grzebinski
President and CEO
Kirby Corporation

Bill Ivey
President
Kirby Marine Transportation Group

Kirby's Key HSS&E Program Elements



- **Safety Management System**
- **Injury Reduction**
- **Spill Reduction**
- **Navigational Safety**
- **Training**
- **Culture Change**
- **Emergency Response**
- **Security**

Safety Management System



- **Working Safety Policy**
- **Role of Line Management in Safety Implementation**
- **Aggressive Safety Goals and Objectives**
- **High Standards of Performance**
- **Comprehensive Investigations**
- **Progressive Motivation**
- **Effective Communication**

Safety Policy



- **All injuries and accidents can be prevented.**
- **Our goal is zero.**
- **Our goal is realistic and attainable.**
- **Management is responsible for safety.**
- **We can guard against hazards in our workplace.**
- **We can train employees to perform their job safely.**
- **Safety is a condition for employment.**
- **Safety is good business.**

Building a Culture of Zero



Kirby's basic philosophy...

- **Every incident can be avoided**
- **No job is worth the event**
- **Every job will be done safely**
- **We can manage the risks**
- **Safety is everyone's responsibility**

Aggressive Goals and Objectives



- **Based on our efforts to achieve a culture of zero, Kirby employs a ten year sets of event reduction goals based on the philosophy of continuous improvement towards zero.**

Event Reduction Efforts



- **Current Performance**
- **Current Initiatives**
 - **Injury, Spill & Navigation Event Review Committees**
 - **Workplace Safety Observations**
 - **Safety Task Analysis Card**
 - **Fleet Bulletins / Lessons Learned**
 - **Near Miss Reporting**
- **Procedure Review**

Current Initiatives

- Feet on Steel – YTD Average 66 Visits Per Week
- Event Review for Lessons Learned and Identification of Improvement Initiatives
- Safe Watch Message Program
- Job Safety Analysis / Workplace Safety Observation / Safety Task Analysis Cards (JSA / WPSO / STAC)
- JSA Master Manual
- Behavior Based Safety Process for Deck Crew
- CBT Development
- Policy and Procedure Review and Improvement

Training

- **Kirby Training Center**
- **The Training Process Works**
 - Deckhand
 - Tankerman
 - Steersman
 - Wheelhouse Management
- **USCG Approved Courses**
- **Bridge Simulator**





***YOU WILL ACHIEVE
THE LEVEL OF SAFETY
YOU DEMONSTRATE
YOU WANT TO ACHIEVE***

C0.010 – Safety Rules

1.0 PURPOSE AND SCOPE 1

2.0 RESPONSIBILITY 1

3.0 CHANGE..... 2

4.0 PROCEDURES..... 2

 4.1 Reviewing Safety Rules Onboard Kirby Vessels 2

 4.2 Personal Protective Equipment (PPE) 2

 4.3 Hazards 3

 4.4 Tools and Equipment 4

 4.5 Other Procedures 5

 4.6 Housekeeping 5

5.0 REFERENCES 6

1.0 PURPOSE AND SCOPE

The purpose of this procedure is to give each crewman a set of expectations that when followed, will protect Kirby personnel, equipment and our environment.

This procedure outlines the safety rules to be followed at Kirby. This procedure is applicable to all Kirby. Express written permission is required on Company letterhead signed by Top Management for deviations due to newly acquired assets operating under differing conditions without access to e-Forms. In cases with transitional vessels and personnel, this procedure is to be followed as near as practicable.

2.0 RESPONSIBILITY

Officers of Vessel Operations are responsible for the following:

- Developing a comprehensive set of Safety Rules.
- Ensuring Vessel Personnel have received the necessary training in order to follow this set of Safety Rules.
- Ensuring Vessel Port Captains comply with this set of Safety Rules.

Vessel Operations Port Captains are responsible for ensuring vessel personnel under their supervision comply with this set of Safety Rules.

Captain and/or Wheelman on Watch is responsible for ensuring vessel personnel follow these rules as required.

Vessel crewmen are responsible for following the practices outlined in this procedure.

Procedure No.: C0.010	Issued: 05/30/14	Approved By: J. Guidry
Revision No.: 12	Page 1 of 6	Written By: M. Cleary

C0.010 – Safety Rules

* 3.0 CHANGE

- A. "MSDS" has been changed to "SDS."
- B. In PPE section, the following statement "Fall arrest protection must be used when the potential for a fall from the top of a wheelhouse may result in a fatality" has been changed to "All Kirby personnel working on top of the wheelhouse are required to wear the fall arrest harness and hook up to an anchor point which will prevent the crewmembers from falling off the wheelhouse."

4.0 PROCEDURES

4.1 Reviewing Safety Rules Onboard Kirby Vessels

- 4.1.1 The review of safety rules onboard Kirby equipment includes, but is not limited to, the following:
 - A. The Captain reviews the safety rules with the crew annually.
 - When the safety rules are reviewed, note the review through e-Form number 20 by following the safety meeting requirements outlined in this manual (C1.005 Calendar of Required Meetings and Drills).
 - B. The Captain, or designate, reviews the safety rules within approximately 72 hours of a new employee boarding the vessel.
 - Send the original completed Vessel/Barge Orientation List (SF-05-XX) to the Personnel Department for recordkeeping in the new employee's personnel file.

4.2 Personal Protective Equipment (PPE)

- 4.2.1 Always wear your work vest when on barges or main deck of the boat or anytime when exposed to falling overboard.
- 4.2.2 Sit down with U.S.C.G. approved type I, II, III, or V PFD properly secured when riding in a skiff.
- 4.2.3 Eye protection must be worn when any of the following exist: flying particles or objects, dust or powder, chemical vapors, splash or spray, glare heat or radiation.
- 4.2.4 Proper clothing consists of long pants, a long-sleeved shirt and leather or rubber boots with steel or composite built-in toe guards which meet ASTM F2413-05 Standard, ANSI Z41 or equivalent. Wear appropriate gloves when handling heavy rigging or when exposure to cargo is possible.
- 4.2.5 Open-toe footwear is prohibited except for use between shower and bunkroom.
- 4.2.6 Wear a full-face respirator when connecting or disconnecting cargo hoses where required by the procedures contained in this manual. Wear respirator when sampling cargo tanks, gauging cargo tanks or opening a cargo tank hatch on barges carrying

Procedure No.: C0.010	Issued: 05/30/14	Approved By: J. Guidry
Revision No.: 12	Page 2 of 6	Written By: M. Cleary

C0.010 – Safety Rules

cargoes identified as hazardous when inhaled and respirators are required while working in the regulated areas on the barge.

- 4.2.7 Hearing protection is required in engine room and designated areas at all times.
- 4.2.8 Employees wearing corrective eyeglasses should use a retaining strap to prevent glasses from falling off.
- 4.2.9 When working on deck at night, wear a cap or a hard hat with a visor to shield eyes from spotlight beam. When working on deck during the day, wear a cap for UV protection.
- 4.2.10 All Kirby personnel visiting or working on any barge after dark are required to have an approved headlamp, in addition to a hat or hard hat. Headlamps are approved as safe for hazardous locations by UL, FM, or USTC testing laboratories. The headlamps should be rated for Class I Div. 1 or Class I Div. 2 hazardous locations by an OSHA Nationally Recognized Testing Laboratory.
- 4.2.11 All Kirby personnel working on top of the wheelhouse are required to wear the fall arrest harness and hook up to an anchor point which will prevent the crewmembers from falling off the wheelhouse.

*

4.3 Hazards

- 4.3.1 Do not wrestle or "horseplay" on the boat or barges.
- 4.3.2 Do not jump on barge, from barge to barge, from empty to loaded barges or over timberheads (use properly secured ladder).
- 4.3.3 Walk up the middle of the barge and not along the outside when walking on barge(s) in tow, whenever possible.
- 4.3.4 All crewmen must inform Wheelman before going on tow and upon return.
- 4.3.5 Keep hatch covers and hatches dogged down tightly.
- 4.3.6 Keep alert when barge is in a lock; watch for holes between the barges.
- 4.3.7 Keep lifelines and guard rails taut and intact. Do not hang on lifelines around the boat.
- 4.3.8 Pass the word – "Watch the Bump." Stand clear of the side of the barge and find a secure handhold.
- 4.3.9 Never jump into the river to "swim" a line ashore; use the skiff. Swimming off the boat or barge is prohibited.
- 4.3.10 Never lean against lock wall when standing on barges in a lock.
- 4.3.11 Keep your hands and feet from between barges in tow and from between towknees and the barge.

Procedure No.: C0.010	Issued: 05/30/14	Approved By: J. Guidry
Revision No.: 12	Page 3 of 6	Written By: M. Cleary

C0.010 – Safety Rules

- 4.3.12 Never work around the edge of the boat or barge with your back to the water.
- 4.3.13 Entry into cargo spaces, wing tanks, rakes or voids on tank barges is prohibited.
- 4.3.14 Keep alert – avoid situations where you are exposed to danger.
- 4.3.15 Do not walk on barge hatches, covers, manways, etc.
- 4.3.16 Wash hands after working on barge, working with chemicals, paints or other maintenance items and before eating.
- 4.3.17 Watch for signs of dehydration. Drink plenty of fluids.
- 4.3.18 If splashed by chemicals or cargo, as a minimum, follow instructions on Chemical Data Guide or **SDS** for exposure. Unless otherwise directed by **SDS**, rinse contaminated area with water for 15 minutes and remove contaminated clothing.
- 4.3.19 Mark barge wires that run waist high or above with reflective tape.
- 4.3.20 Always lift loads properly by bending your knees. If the load is too heavy, ask for help.
- 4.3.21 Do not stand in the bight of a line or wire at any time.

4.4 Tools and Equipment

- 4.4.1 Set and tie your ladder securely. Watch for broken or cracked rungs.
- 4.4.2 Stand in the clear when handling a line on a timberhead or capstan. When possible, have another crewmember back you up.
- 4.4.3 Stand clear of lines or wires when they have a strain on them. Do not straddle wires when tightening ratchets.
- 4.4.4 When working around machinery in operation, ensure clothing and other articles (rags, hand tools, hair, etc.) do not get caught in machinery. Secure machinery before performing maintenance.
- 4.4.5 Carry the load on your outside shoulder when walking along the outside of a barge.
- 4.4.6 Do not lean over the edge of the boat or barge to grab a line. Use a pike pole or heaving line.
- 4.4.7 Place ratchets on the barges so they tighten inboard.
- 4.4.8 Never use your foot in the spokes of a winch wheel to tighten or loosen the winch.
- 4.4.9 Never try to stop a spinning winch wheel with your hand, use the foot brake.
- 4.4.10 Have a safe place for cutting utensils (galley knives, axes, etc.) and keep them in place.

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C0.010 – Safety Rules

- 4.4.11 Know the location and use of fire extinguishers, fire stations and fire suppression systems.
- 4.4.12 When possible, all wires and lines are handled from the deck of a barge.
- 4.4.13 Familiarize yourself with whistle and alarm signals.
- 4.4.14 Keep fingers from between timberheads and wires when throwing off or putting on wires.
- 4.4.15 Report faulty equipment or tools to your supervisor.
- 4.4.16 Handling crossover hoses without the assistance of a hose boom requires three (3) or more crewmembers. Use hose booms or vessel cranes when available.
- 4.4.17 Use two (2) people, whenever possible, when lifting face wires, barge wires, or shore cables from a low position on the boat, barge or shore mooring to an empty barge.
- 4.4.18 Safety lines are required at all couplings, except for linehaul multiple string tows. The minimum requirements for linehaul barges are safety lines at steering couplings.
- 4.4.19 Only approved navigation lights are used on barges while underway. Portable battery lights using standard 6-volt batteries cannot be used as navigation lights, even on short trips or cross channels.
- 4.4.20 Always knock wire loose from ratchet, not ratchet from strap when breaking tow.

4.5 Other Procedures

- 4.5.1 Observe the "No Smoking" rules both afloat and onshore.
- 4.5.2 Report and investigate all injuries, spills and accidents immediately.
- 4.5.3 A radio watch is maintained at all times. When leaving the radio for more than 15 minutes notify the dock, fleet and/or Dispatch with estimated time of return.
- 4.5.4 Do not take short cuts; follow procedures carefully.
- 4.5.5 Use flashlights that follow the electronics policy.
- 4.5.6 Use of stereo headphones while on watch is prohibited.
- 4.5.7 Conditions that prevent a good face seal when wearing a respirator are not allowed. Such conditions are the growth of a beard, sideburns, a skull cap that projects under the face piece, temple pieces on glasses or absence of one or both dentures.

4.6 Housekeeping

- 4.6.1 Keep loose gear, wires, ropes, ratchets, etc., stowed neatly on boat and barge.
- 4.6.2 Avoid hanging and stowing gear so it obstructs walkways.

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C0.010 – Safety Rules

- 4.6.3 Make sure gangways on boat and barge(s) are clear and clean. Clean up oil and grease spots on the deck. Sprinkle sand or salt on icy or slippery spots on the decks of boat and barge(s).
- 4.6.4 Plasma/spectra face ropes should be on the deck of the vessel when the vessel is not "made-up" to a barge to prevent damage to line, vessel wheels and rudders.
- 4.6.5 When painting in an enclosed space, such as the forward hold, ensure adequate ventilation is provided prior to commencement of painting activities.
- 4.6.6 When painting access points to the vessel to include the push knee stairs and main deck, ensure enough non-skid is added to reduce slip, trip and fall hazards that may exist from sea foam or other dangerous slipping hazards.

5.0 REFERENCES

- A. Vessel/Barge Orientation List (SF-05-XX)
- B. e-Form 20
- C. C1.005 – Calendar of Required Meetings and Drills
- D. C5.000 - Training Section
- E. Chemical Data Guide – Documents Onboard

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Kirby Inland Marine
Vessel Safety/Quality Internal Audit Checklist

Name of Vessel: _____

Official #: _____

Hailing Port: _____

Date Built: _____

Gross Tons: _____

Length: _____

Horsepower: _____

Audit Date: _____

Location: _____

Auditor Name: _____

Audit #: _____

Each item on the audit checklist will be signed off as either Yes, No, or N/A. Any items found to be "No" should have a comment or explanation describing the condition found. These comments will be brought to the attention of the Captain, the Charter Vessel Owner, and/or Vessel Maintenance when applicable. Operations Personnel will review the audit for each boat. The Port Captain will return to the boat, when necessary, to ensure discrepancies have been corrected. Captains operating Kirby owned equipment should notify their Port Captain when discrepancies are corrected.

The Charter Vessel Owner will submit a response outlining the date the corrective action was implemented. This response will be sent to Kirby Logistics Management by the assigned target date. Charter Owners may deviate from this policy when permitted by Kirby Logistics Management. After receipt of the response, a Kirby Logistics Management Port Captain will board the audited vessel as additional verification, ensuring all items have been addressed to the satisfaction of Kirby.

Asterisk (*) denotes the usage of charter owned policies/procedures.

Auditee Signature: _____

Auditor Signature: _____

Vessel: _____

Auditor: _____

Verify crewmembers' credentials (Operating License, Radio License and Radar Endorsement for all Wheelmen, Merchant Mariners Credential - PIC, TWIC, Benzene Card*, and Company Identification*):

Check for Medical Certificate (required for MMC holders with issue date or renewal date after 1/24/14).

<u>Name</u>	<u>Position</u>	<u>M/C</u>	<u>TWIC</u>	<u>MMC</u>	<u>RROL</u>	<u>Benzene</u>	<u>Company ID</u>

Navigation and Communication Equipment		Yes	No	N/A
1	Has the vessel been provided operating policies and procedures and are these being followed? General policy compliance.			
2	Are procedural changes conveyed and are receipt of changes documented (Confirmation of Receipt of Documentation/Procedure Awareness forms available as per procedure)?*			
3	Are policies relating to work and rest periods in place and are they being complied (logged)?*			
4	Has the Operator's representative visited the vessel within the last six months? (Shore side representative - example: Port Captain).			
5	Is a recent operator's audit report available and is a close-out system in place for dealing with non-conformities (previous year's ISO or Safety/Quality audit onboard)?			
6	Are navigation audits available for each wheelman permanently assigned to the vessel (previous year or current year)?*			
7	Verify orders onhand have been properly received (hard copy available w/crewman signatures). Note: Only required if assigned vessel has taken action to complete the orders.			
8	Is the vessel provided with adequate navigation instructions and procedures? Navigation Guide.			
9	Are the air drafts clearly displayed in the wheelhouse?			
10	Was a comprehensive passage plan available for the previous/current voyage and does it cover the full voyage from berth to berth?			
11	Are procedures in place for the testing of bridge equipment before departure?			
12	Are QI Drills logged in Vessel Log Book with all information listed (start and end time, topic, QI/IC, crewman signatures)?*			
13	If new hire crewman onboard, was a review of Safety Rules conducted within 72 hours of boarding and the completion of Orientation Checklist completed within the first hitch (hard copy filled out and signed then returned to Personnel Office for filing)?*			
14	Are procedures in place to respond to a failure of the steering gear and are pump change over instructions posted and understood?			
15	Are notifications and response procedures in place to respond to collision or grounding and is it posted in the wheelhouse (Vessel Emergency Response Plan Checklist)?*			

Navigation and Communication Equipment		Yes	No	N/A
16	Has the vessel been issued with an approved Vessel Security Plan and in a secure place? Are required entries documented in the Security Log (training, drills and exercises, security incidents, change in MARSEC, security threats, maintenance-calibration-testing of security equipment)? Previous years Security Audit Letter and Security Exercise. Maintain 2 years in security binder.			
17	Are measures in place to prevent unauthorized boarding (Restricted Area signage, challenged by crew at boarding)?			
18	Vessel Visitor Log available and utilized (security briefings)?*			
19	Are receipts maintained for each disposal of waste and DOI for fueling (30 days) with Master Log entries?			
20	Master Log available with all required information documented and complete utilization (incident reporting w/e-form 14 entry, potable water logging, etc..)?*			
21	Do personnel demonstrate evidence of adequate training in towing operations and emergency procedures? Crewman familiar with loss of steering and incapacitated wheelman procedures.*			
22	Is a planned/preventive maintenance system being followed, Vessel Maintenance and Operations Record Booklet up to date and signed by Captain?*			
23	Is there a Shipyard List available?			
24	If an electronic chart display information system is fitted, is it fully operational?			
25	Verify current revisions of Documents Onboard, Cargo Handling Procedures, Vessel Operating Procedures and DORM are installed on the wheelhouse and galley computers.*			
26	Current policies posted: Core Values, Drug & Alcohol, Environmental, Quality, Safety, Security, Equal Opportunity, Duty to Report Violations, Employee Assistance Program and Duty List. Posted in common areas (i.e.. Galley, berthing hallway).*			
27	"USCG MARSEC Level" placard (#51, 52 & 53 in decal booklet) is posted for current MARSEC Level in the Galley.			
28	Is an Emergency Plan posted on every deck as well as in bunk areas if separated from otherwise common areas (Station Bill)?			
29	Is the General Arrangement Plan available and posted at each deck (to include fire extinguisher location)?			
30	Piping color code chart posted (near or in engine spaces). Posted in common spaces acceptable.			

Navigation and Communication Equipment		Yes	No	N/A
31	Fuel piping diagram posted (near or in engine spaces). Posted in common spaces acceptable.			
32	Is an operational depth sounder provided (not required USCG-8)?			
33	Is a rudder angle indicator provided?			
34	Is a rate of turn indicator provided?			
35	Are operational binoculars provided?			
36	Bridge Pilot Monitoring System, if equipped (TEST).			
37	AIS System.			
38	Pilothouse electronic crawl space (cleanliness, electrical/fire hazards, batteries secured/covered).			
39	Is a check-off report turned in or a log entry made at least quarterly verifying that required navigation and communication equipment is present and in good working order? (RCP III-D)*			
40	Is a copy of Navigation Rules on board? (RCP III-D-1) Current hard copy and electronic of Rules of the Road available.			
41	Are current or corrected navigation charts or maps on board? (33 CFR 164.72(b)(1)) (RCP III-D-11) Must be available for areas of operation.			
42	Are copies of tide and current tables on board? (not required for Western Rivers towing vessels) (33 CFR 164.72 (b)(3)) (RCP III-D-12) Current hard copy and electronic available.*			
43	Is there a copy of the Coast Pilot? (not required for Western Rivers towing vessels) (33 CFR 164.72 (b)(3)) (RCP III-D-13) Current electronic copy available.			
44	Is a copy of the radiotelephone log maintained? (where applicable) (47 CFR 80.405, 80.409(e) and (f)) (RCP III-D-2) Available in back of Master Log.			
45	Is the vessel equipped with a VHF radio in good working order? (33 CFR 164.72 (a)(3))(RCP III-D-3) In addition to radios in wheelhouse (1) VHF radio must be available/designated in common area (lounge or galley) for 24hr radio monitoring.			
46	Is a valid FCC radio station license posted? (47 CFR 80.25) (RCP III-D-4)			
47	Is the original Certificate of Documentation on board? (46 CFR 67.161(a)) (RCP II-A-3)			
48	Is the vessel equipped with an additional VHF radio capable of connection to battery backup? (RCP III-D-8) Test.			

Navigation and Communication Equipment		Yes	No	N/A
49	Are all required navigation lights in good working order? (33 USC 2023(a)) (RCP III-D-5) Physical arrangement, lens and bulbs all must be Coast Guard Approved. Ensure light screens are painted matte black.			
50	Are a whistle and bell available and in good working order? (33 CFR 86.05) (COLREGS Rule 33) (RCP III-D-6) Bell must be available for UTV'S greater than 20 meters (65.6 ft).			
51	Is the vessel equipped with a sound signal device? (33 CFR 2033(b)) (COLREGS Rule 33) (RCP III-D-7) Must be a reliable sound source.			
52	Is a swing meter or magnetic compass on board? (33 CFR 164.72(a)(4)) (RCP III-D-9) Compass must be illuminated. This applies to Western Rivers exclusively.			
53	Is the vessel equipped with two radars, or one radar plus documentation of procedures to address radar failure? (one radar 33 CFR 164.72(a)(1)) (RCP III-D-10)			
54	Are there copies of the current Notice to Mariners on board? (33 CFR 164.72(b)(3)) (RCP III-D-14) Electronic download must be available for current week as well as verify e-form 22 sent for confirmation. Also current copy of light list available (electronic or hard copy sufficient).*			
55	Are searchlights installed and functional? (33 CFR 164.72(a)(2)) (RCP III-D-15) A minimum of 2 spare bulbs, if equipped with a halogen must be available, unless equipped with only Xenons.			
56	Is the vessel equipped with a defroster or de-icer? (where applicable) (RCP III-D-16)			
57	Is a VTS manual on board? (where applicable) (RCP III-D-17) Electronic copies available. Applicable for areas of transit.			
58	Is the vessel equipped with LORAN or GPS? (not required for Western Rivers towing vessels) (33 CFR 164.72(a)(6)) (RCP III-D-19)			
59	Is a public address system and/or internal communication system available and functional? (RCP III-D-21) PA system must be on battery back-up. PA must be capable of hailing outside of boat.			
60	Are windshield wipers installed and functional? (RCP III-D-22)			
61	Is a handheld VHF radio on board and functional? (RCP III-D-20) Minimum of 2 that meet intrinsically safe standards. Only intrinsically safe radios shall be on board.			

Firefighting and Lifesaving Equipment		Yes	No	N/A
62	Is a check-off report turned in or a log entry made at least quarterly verifying that required firefighting and lifesaving equipment is present and in good working order? (RCP III-C) Fire drills and safety meetings logged in Master log with entire crew signatures and e-form 20 sent.*			
63	Are a sufficient number of Coast Guard-approved life preservers available and in good working condition? (46 CFR 25.25-5) (RCP III-C-1) Wheelhouse (1), (1) Per bunk, Galley (2).*			
64	Are sufficient number of Coast Guard Approved hand-portable fire extinguishers and semi-portable fire extinguishing systems available and in good working condition? (46 CFR 25.30) (RCP III-C-4) Portable B-II (minimum B-1) fire extinguisher (properly mounted with appropriate Coast Guard Approved bracket, current tag and sealed) in the following areas: (1) Pilot house, (1) Berthing area hallway, (1) Galley, (1) Entrance to Forward hold, (1) in vicinity of Paint/Flammable Storage and (4) B-II portable extinguishers available for barge/spare inventory. Minimum (2) B-II upper level and (2) B-II lower level (properly mounted with appropriate CGA bracket, current tag and sealed) in Engine Room. In addition, a B-V Semi-portable fire extinguisher (minimum 100lb CO2 or 50lb dry chemical) w/cover, must be made available if not equipped with a fixed CO2 system. CO2 system must have operating instructions in appropriate locations as well must have current testing (tag) and general condition must be acceptable.*			
65	Are the number and condition of life preservers noted on the vessel inspection report or in a log entry? (RCP III-C) Verify weekly checks in Maintenance Log.*			
66	Is a Coast Guard-approved ring buoy on board the vessel? (46 CFR 25.25-5(d)) (RCP III-C-2) Minimum 2 mounted on wheelhouse deck with reflective tape and approximately 100' life/throw line. Check condition/integrity.			
67	Are a sufficient number of Coast Guard-approved flotation vests available, in good working condition and stowed separately from PFDs? (46 CFR 26.30-5 and -10) (RCP III-C-3) Check for excessive saturation and tears.			
68	Are fire hydrants with hose and nozzle marked and in good working condition? (RCP III-C-5) Fire hoses shall be connected with spanner wrenches available at each hydrant. A minimum of (2) fire hydrants or (2) hoses with siamese fitting (1 to 2) must be available. Test for proper operation.*			
69	Are flare kits available (if applicable)? (RCP III-C-6) Note Expiration dates. Not required on Inland boats.			
70	Is a fire axe available? (RCP III-C-7) Condition must be easily verified (ensure wooden handle is not painted - should be varnished).*			
71	Is a first aid or trauma kit available? (RCP III-C-8) Current First Aid Kit, Burn Kit, Blood borne Pathogen Kit, Airway Kit and Eyewash Station/Kit.			

Firefighting and Lifesaving Equipment		Yes	No	N/A
72	Medical first aid oxygen (Hydro test date stamped on bottle in month/year format. The plus (+) sign located after the test date designates that the cylinder can be filled to 10% above the pressure stamped on the cylinder. The five-point star in the same location designates that the hydrostatic test date has been extended an additional 5 years). Example: 8@08 + *. Generally, aluminum bottles hydro test 5yrs from date stamped and 10yrs from date stamped on steel bottles.*			
73	AED overall condition. Serial # _____ Exp. _____ (1) Completed monthly checks (Dated and Initialed). (2) Conduct annual self-test (Hold "start" button for 5 seconds to initiate test). (3) Complete contents: CPR Pocket Mask, scissors, disposable razor, surgical gloves, cleaning pads, cotton pads and extra AED pads.			
74	Are smoke alarms to protect all accommodation spaces installed and in good working condition? (RCP III-C-9) Available at each deck and (1) per bunkroom (to include isolated bunkroom hallways).			
75	Is emergency lighting installed and in good working condition? (RCP III-C-10)			
76	Is there a fire detection system to detect engine room fires? (RCP III-C-11) Documentation certifying fire detection system and annual inspection verified.			
77	Are smoke alarms connected to central alarm? (RCP III-C-9) Test, if equipped. Not required.			
78	Are heat or flame detectors installed in galley? (RCP III-C-13)*			
79	Is an externally activated engine room fire extinguisher installed? (RCP III-C-14) Fixed CO2 System. Not required if B-V available.			
80	Is a remote engine fuel shutoff valve installed? (RCP III-C-12) Operational instruction available at operating area. Valve must be located close to fuel source.			
81	Is a remote manual engine shutdown installed? (RCP III-C-15) Test, if equipped. Not required.			
82	Is a remote starter for fire pump installed? (RCP III-C-16) Available at fire pump and outside main engine compartment (main deck).			
83	Are safety notices, placards, and warning signs posted on board the towing vessel (RCP III-C-17) and placarded storage area for flammable products? (RCP-III-C-18) See decal/placard section.*			
84	Condition of skiff. Ensure lift bridle is secure and capable of safe operation. Motor should be bolted or secured with chain/rope. Ensure skiff box is available with the following contents: running lights, bailer, paddle, horn and spare drain plug. Ensure proper mounting brackets installed for safe lifting (4 point bridle point should be available).*			

Environmental Controls		Yes	No	N/A
85	Is containment of fuel oil and bulk lubricating oil present and free of any cracks or leaks? (33 CFR 155.320) (RCP III-F-1) Fuel vent pipes must have flame screens installed.			
86	Is containment of bilge slops sufficient and free of any leaks? (33 CFR 155.330) (RCP III-F-2)			
87	Is perimeter containment around fueling stations sufficient and free of any leaks? (RCP III-F-9) Ensure containment is free of any debris with drains to bilge unplugged and opened.			
88	Is the oily water separator equipment functional (where applicable)? (33 CFR 155.380) (RCP III-F-3)			
89	Is the placard prohibiting discharge of oil posted and legible? (33 CFR 155.450) (RCP III-F-4) See decal/placard section.			
90	Is the MARPOL placard posted and legible? (33 CFR 151.59) (RCP III-F-5) See decal/placard section.			
91	Is the certified marine sanitation device installed and operating properly? (33 CFR 159.7) (RCP III-F-6) Operating instructions must be posted on MSD. Operating manual must be available. Ensure chlorine tablets are stowed outside of engine room spaces.			
92	Are fuel oil transfer procedures legible and current? (33 CFR 155.720) (RCP III-F-7) Posted. To include lube transfer procedures. Are crewmembers familiar with boat specific procedures?			
93	Is an oil spill contingency plan in place to address personnel responsibilities in case of fuel spill from the towing vessel? (RCP III-F-8)			
94	Is a spill kit sufficient for deck spills carried aboard the towing vessel? (RCP III-F-10) Quick Action Spill Kit: 1/2 full stay dry, (5) spill pads, (1) pair rubber gloves, and plastic garbage bags. Oil spill supplies: (2) 100 ct bale pads, (2) 100ft. spill boom, (2) 50lb bags of Oil Dry, (1) bundle of shingles, water cut paste, gauge tape.			
95	Are closable scuppers or other containment methods provided? (RCP III-F-11)			
96	Drain/fill spigots capped or double valved (lube, fuel and hydraulic).			
97	Fuel transfer hose tagged with current test date (MAWP, Oil Service, ID#), if equipped. Does hose have cap/plug or equipped with back pressure shut-off valve?			
98	Fuel tank sight glasses with valves closed (leaking). Magnetic sight glass (closed loop) valves must stay opened.			
99	Segregated clean bilge with overboard pumps unplugged, if fitted with sealed shafts (oil free).			

Environmental Controls		Yes	No	N/A
100	Main bilge adequately clean. Ensure bilge overboard valve is equipped with a serialized break away seal installed with numbers and date of installation documented in the Master Log.*			
101	Does the pumping system for discharging oily mixtures comply with regulation and procedures? Only applies to vessels greater than 100GT.			

Machinery		Yes	No	N/A
102	Do propulsion systems including engines, reduction gears, clutches, controls, shafting, bearings show evidence of compliance with company maintenance program? (RCP III-B-1a) Obvious and/or potential wear that could cause failure.			
103	Do steering systems show evidence of compliance with company maintenance program? (RCP III-B-1b) Check pins, hoses, linkage, bearings and chafing gear.			
104	Do miscellaneous auxiliary systems show evidence of compliance with company maintenance program? (RCP III-B-1c)			
105	Are electrical systems labeled? (RCP III-B-1d) Insulating mat should be available at generator switch panel (clearly labeled). Fixtures, junction boxes, breakers and wiring must follow code installation.			
106	Are exposed moving parts such as shafts, belts, and pulleys sufficiently guarded? (RCP III-B-4)			
107	Are the following alarms installed and functional, or is an individual assigned responsibility to monitor the following systems? (RCP III-B-5a)			
108	Main engine water temperature (RCP III-B-5a-1)			
109	Main engine lube oil pressure (RCP III-B-5a-2)			
110	Bilge (RCP III-B-5a-3) Check float valve manually.			
111	Generator water temperature (RCP III-B-5a-4)			
112	Generator lube oil pressure (RCP III-B-5a-5)			
113	Hydraulic steering fluid level (RCP III-B-5a-6)			
114	Is a general alarm installed and functional and audible in all compartments? (RCP III-B-5a-7) Equipped with supplemental red strobe light installed in machinery spaces and in spaces general alarm cannot be heard.			
115	Are alarm tests recorded at least quarterly (general alarm at least weekly)? (RCP III-B-5a-8)			
116	Do unmanned or periodically manned engine rooms have alarm boards in engine room and wheelhouse? (RCP III-B-5a-9) Check for proper operation (as system allows).			
117	Are the following gauges installed and functional, or is an individual assigned responsibility to monitor the following systems? (RCP III-B-5b) Check for proper operation.			
118	Main engine water temperature (RCP III-B-5b-1)			
119	Main engine lube oil pressure (RCP III-B-5b-2)			

Machinery		Yes	No	N/A
120	Generator water temperature (RCP III-B-5b-3)			
121	Generator lube oil pressure (RCP III-B-5b-4)			
122	Main engine tachometer (RCP III-B-5b-5)			
123	Hydraulic steering fluid level (sight glass) (RCP III-B-5b-6)			
124	Reduction gear oil pressure (RCP III-B-5b-7)			
125	Utility crane, if equipped (cable, crane cable hook and safety latch, ferrule connection, slings, spreader bar, hydraulic hoses, operating instructions and load rating indicator w/decal). Check for lubrication @ crane mount swivel point.			
126	Air compressors and tanks (relief valve, data plates legible). Compressed air supplies are labeled and have crows foot or quick connect fitting installed. Air hose must be in good condition with safety clips installed when in use.			
127	Engine ventilation blowers and exhaust fans (condition and guards).			
128	Shaft packing gland (double-nutted securely), if equipped.			
129	Engine and hydraulic hoses (chafing protection installed). Check for leaks and excessive wear.			
130	Stack and exhaust insulation installed (condition).			
131	Batteries/charger(s) (secured, covered, cables).			
132	Workbench grinder (guards in place & eye protection available), if equipped. Handheld grinders must meet company policy (6000 rpm, guard installed with no trigger lock).*			

Towboat Hull		Yes	No	N/A
133	Name and hailing port properly marked with minimum of 4 inch lettering and in designated areas. Must agree with Certificate of Documentation.			
134	Official Number permanent markings to bulkhead (ex. "NO. 222222" with 3 inch numerals). Best practice is welded numbers to plate.			
135	Are watertight closures (doors, hatches, airports, windows, etc.) able to be secured and are watertight gaskets installed? (RCP III-A-2) Gaskets with minimum defect.			
136	Are other openings (such as ventilators, air pipes, tank vents) watertight or weather proof and do they have sufficient structural integrity? (RCP III-A-3)			
137	Are rails, ladders, bulwarks, lighting, walking surfaces, chain guards, and handrails securely installed and free of excessive wastage or weaknesses? (RCP III-A-4a) Light fixtures shall have guards/covers in place. Ensure grating is secured to framing with butterfly clips or welded (except at grating that covers steering). Deck plates adequately secured to framing (min 2 bolts @ diagonal corners).			
138	If installed, are safety chains upright along outboard sides of main deck? (RCP III-A-4b) Ensure appropriate connecting hardware is being used.			
139	Are emergency walkways and hatchways secure and free of obstruction? (RCP III-A-5)			
140	Are piping systems labeled or color coded and diagrams maintained on board the vessel? (RCP III-A-6a) Shall be labeled as well as color coded according to color scheme.			
141	Are piping systems free of leaks and excessive wastage or weakness? (RCP III-A-6a)			
142	Is the company lock-out/tag-out procedure in use aboard the vessel? (RCP III-B-3) Lock out tags available.			
143	Are freeing ports and scuppers (if applicable) inspected at least annually while underway to note satisfactory drainage of main deck for seaworthiness? (RCP III-A-7)			
144	Is the tug/barge pushing connection acceptable for the current service?			
145	If fendering is fitted, is it in a satisfactory condition?			
146	Main deck/top of bulwarks (non-skid, highlighted).			
147	Step on bulwark (non-skid) for access to front deck, if needed.			
148	Push knees (pads, handrails, steps and landings, contrasting highlight and non-skid).			
149	Head knocking hazards (padded/highlighted).			
150	All stairways and ladders must be unobstructed, non-skid installed (slip-resistant) with highlighted edges on steps.			

Boat and Barge Rigging		Yes	No	N/A
151	Are there documented procedures on board the vessel for the safe use of wires, lines, chains, shackles, ratchets, winches and capstans? (RCP III-E-1)			
152	Are there documented procedures on board the vessel that identify the minimum rigging requirements for the vessel? (RCP III-E-2) Verify minimum requirements are onboard/available.			
153	Is there a copy on board of the inspection and replacement program for rigging? (RCP III-E-3)			
154	Is the crew familiar with the rigging inspection and replacement program?			
155	Is there a copy on board of the policy on the minimum specifications for each element of rigging? (RCP III-E-4)			
156	Are all mooring lines stowed neatly to minimize tripping hazards and are mooring areas clear and unobstructed?			
157	If separate push winches and wires are utilized, are they being properly maintained and are they in satisfactory working order (face ropes are serialized and have date of manufacturing tag attached - max 30 months)? Are guards installed on gear/crank at dog? Are face ropes stowed on deck while not in use?*			

Other Safety and Equipment / Personal Protective Equipment		Yes	No	N/A
158	Paint and flammable liquid/material storage (gasoline stowed outside in approved containers). Metal storage bin with venting capabilities should be available. Ensure (1) B-II (min B-I) portable fire extinguisher is mounted in the vicinity.			
159	Are Oxygen and Acetylene stored properly outside with gauges removed, caps in place and flame barrier with rack available (if equipped).			
160	Inspect Fall Arrest Protection. Standard forged stainless steel eye bolts rated at 5000 lbs should be used as anchor point with aluminum carabineers' (similar rating). Check for excessive corrosion/wear. Replace as necessary.*			
161	Metal container with cover available in wheelhouse for smoking waste disposal?*			
162	Stove/stove vent hood (clean with sea guard).			
163	Appliances secured (refrigerator, stove, freezer, TV, microwave, VCR).			
164	Floor mats (rubber backed only). Available at doorways leading outside/inside.			
165	Adequate ventilation and heating.			
166	Head cleanliness (shower stall, non-skid deck, soap tray, slipping hazards, curtain, handrail).			
167	Bunk beds (Ladder for access to upper bunks fixed, fall protection, accessibility).			
168	Alcohol Breath Analyzer w/annual inspection documentation.* Ser# _____ TD _____			
169	Post-Accident kits (urine bottles - 1 per bunk).			
170	H2S monitor (conduct bump test).*			
171	Temperature Probe certificate w/current test date, if required (unit number, calibration/test date).			
172	Amyl Nitrate is stored per manufacturers recommendations (refrigerated) with current expiration date (if equipped/required).			
173	Flashlights and headlamps (Certified approved for Class I, Div. I or Class I, Div. II).			
174	Ground Fault Protection available and utilized.			
175	Barge navigation lights (function test).			
176	Repair tags available?*			
177	Lock/Out tags available?*			

Other Safety and Equipment / Personal Protective Equipment		Yes	No	N/A
178	Oil sample bottles (min. 1 box).*			
179	"Caution" barricade tape (1 roll).*			
180	Benzene regulated area cones (2).*			
181	Plug and wedge kit or bundle of shingles.*			
182	PPE Buckets/Bags: (1) per crewman with complete contents available.*			
183	Crewman has leather safety boots/shoes.			
184	Safety glasses/goggles - Number of crew + 2*			
185	Chemical splash goggles - Number of crew + 2*			
186	Work vests - Number of crew + 2*			
187	Ear muffs protectors - 2 pair (minimum)			
188	Hard hats - Number of crew + 2*			
189	Slicker suits - Number of crew + 2*			
190	Steel toed rubber boots - 2 spare pair			
191	Chemical gloves - 12 pair			
192	Leather gloves - Number of crew + 2*			
193	Full-face APR - Number of crew + 2*			
194	Spare cartridges (12 changes).*			
195	Respiratory protection (special), if required.			
196	30 minute SCBA (Note inspection date), if required.			
197	5 minute Escape Pak (Note inspection date), if required.			

Decals Posted at Designated Areas *		Yes	No	N/A
198	"No Alcohol, Drugs or Firearms, Zero Tolerance, Unauthorized Persons, and Security Notice" posted at bow of main deck (#23). Visible to anyone boarding via the bow.			
199	"Wear Work Vest/ Headlamp on barge" posted at bow of main deck (#24). Visible to anyone boarding via the bow.			
200	"No Smoking" in engine room and skiff (#32).			
201	"Discharge of Oil Prohibited", at bilge pump and bilge pump overboard discharge valve pipes, slop tank and at fueling stations (#12).			
202	Marpol signs in the area of trash collection (#16).			
203	"No smoking in Bunkrooms", inside bunkrooms (#33).			
204	"Hearing protection required" at entrances to engine room and near high noise areas (#31).			
205	"Warning Hot Surface" on Day Tanks and/or where contents may be hot or when a tank may be under pressure (#27).			
206	"Caution Microwave Radiation Area" (microwave oven only) (#34).			
207	"Caution Radiation Area" at access point to radar scanner (#39).			
208	"Caution MSD System can contain: Calcium Hypochlorite" on MSD until (#15).			
209	"Watch Your Step" discretionary where slips, trips and falls may be prevalent (#26) in the vicinity of stairways and ladders.			
210	"Caution Low Overhead" discretionary where headroom is judged to be insufficient (#40).			
211	CO2 Warning, if applicable "Warning This space is protected by a CO2 fire extinguishing system" outside all access points to the engine room, if equipped (#1).			
212	Wear work vest when outdoors on lower deck "All personnel must wear work vests on main deck" inside on each galley door (#25).			
213	"Restricted Area Authorized Personnel Only" signs at access to wheelhouse and engine room to include second deck interior doors leading to wheelhouse (#50).			
214	"High Voltage" on generators, breakers and distribution panels (#30).			
215	"Emergency Use Only" at main bilge pump, at bilge pump discharge valve and at MSD bypass/overboard valve, if applicable (#35).			
216	"Exhaust Blowers" at switch or power supply for blowers (#36).			

Decals Posted at Designated Areas *		Yes	No	N/A
217	"Fire Main Valve" at operating lever on main deck (#49).			
218	"Hydraulic Oil" on hydraulic oil reservoirs (#21).			
219	"Eye Protection Required" near bench grinder, if equipped (#48).			
220	"Sewage" on MSD unit (#14).			
221	"Slop Oil" on slop oil tank near fill and at discharge connections (#17).			
222	"Compressed Air" at air storage tanks and hose connections (#18).			
223	"Caution Equipment Starts Automatically" at air compressors, water pumps and hydraulic deck winches (#38).			
224	Engine Room fixed CO2 fire fighting system warning/instruction decals for the type of system installed, if applicable (#2, 3, 4, &5).			
225	"When Alarm Sounds Vacate at Once Carbon Dioxide Being Released" at least two locations in the engine room (#6).			
226	"No Smoking at Customers dock" inside of each galley door (#45).			
227	"Fire Station" at each fire hose rack, P-K Control station or any other area designated as a recognized fire station (#8).			
228	"Galley Stove Fire Alarm" adjacent to alarm for galley stove (#10).			
229	"Automatic Fire Extinguisher Inside" out side of cabinet containing unit (#9).			
230	"General Alarm" adjacent to bells/buzzers and switches connected to the General Alarm (#11).			
231	"Fuel Transfer Station" in the vicinity of the fuel transfer hose reel (#13).			
232	"Emergency Fuel Shutoff Valve" on house adjacent to fuel shutoff lever (#42).			
233	"ATTENTION the Captain has determined must face these steps" this or (#28) on each flight of steps (#47).			
234	"WARNING Rotating Radar Scanner" visible while using ladder to top of wheelhouse (#29).			
235	"No Smoking Flammable Materials" posted on paint locker and entrance to forward hold (#37).			
236	"Safety Quick Action.." to be placed on spill bucket kits (#43).			
237	"Personal Protection Equipment" to be placed on PPE buckets (#44).			

Decals Posted at Designated Areas *		Yes	No	N/A
238	"Diesel Fuel" at fuel fill ports, drains, vents etc. (#19).			
239	"Lube Oil" on oil tank, at fill port and drain (#20).			
240	"Potable Water" at water fill ports (#22).			
241	"Exit" posted inside the engine room next to external doors leading outside of the boat. Posting at every external door leading outside the boat is optional (#54).			
242	"Bilge Alarm" posted near the bilge alarm (#55).			
243	"Sea Chest" posted near the sea chest (#56).			
244	"Slop Oil Pump" posted near slop oil pump (#57).			
245	"Lube Oil Pump" posted near lube oil pump (#58).			
246	"Fire Pump" posted near fire pump (#59).			
247	"Fuel Pump" posted near fuel pump (#60).			
248	"Potable Water Pump" posted near potable water pump (#61).			
249	"Bilge Pump" posted near bilge pump (#62).			
250	"Bilge" posted at bilge discharge flange outside on main deck (#63).			
251	"Designated Smoking Area" posted at area designated for smoking (#64).			

Documentation and Navigation (Offshore)		Yes	No	N/A
252	ABS Loadline Certificate and Proper Markings			
253	Records for Towline and Towing Astern (records may be kept aboard or company file)			
254	(1) A record of initial and retesting of towline breaking strength			
255	(2) A record of visual inspection of towline done at least monthly			

Exterior Decks (Offshore)		Yes	No	N/A
256	Life Raft overall condition			
257	(1) Annual inspection - Expiration Date:			
258	(2) Hydrostatic release - Expiration Date:			
259	EPIRB overall condition (sticker from NOAA)			
260	(1) Registration - Expiration Date:			
261	(2) Battery - Expiration Date:			
262	(3) Hydrostatic release - Expiration Date			
263	Flares Kit onboard - contents. 6 orange smoke signals and 6 red flare handheld			
264	Inspection of Hawser Rack overall condition and housekeeping.			

Towline and Terminal Gear (Offshore)		Yes	No	N/A
265	Towline overall condition			
266	Towline as rigged is free of knots and spliced with thimble or poured socket.			
267	Minimum nominal breaking strength of tow wire/towing hawser should be 2.5 time the certified or calculated bollard pull of the tug. If no certified bollard pull is available it may be calculated using brake horsepower at max engine RPM times 27.5 lbs.			
268	If towline is not galvanized, does it appear properly lubricated?			
269	Terminal Gear overall condition			
270	Connections are secured by at least 1 nut with cotter pin or their means.			
271	Lead is appropriate to prevent sharp bends.			
272	Towline is protected from chaffing.			
273	Means of quick towline release.			
274	Winch drum has a drum brake of adequate holding power.			



Drug and Alcohol Policy

In order to maintain a safe, productive work environment for all employees, no alcohol, illegal drugs, controlled substances, other intoxicants, or other prohibited substances are allowed on Kirby property. Employees are also prohibited from reporting to work, or from working, under the influence of alcohol or drugs, or with detectable amounts of drugs in their systems, regardless of how, when, or where the substance entered the employee's system. The sale, possession, offer to transfer or to sell, solicitation of or purchase of illegal drugs, controlled substances or other intoxicants on Company premises, while operating Company equipment offsite of Company premises or while conducting business on Kirby's behalf is also strictly prohibited. Any employee found in violation of these rules will be subject to immediate termination.

In keeping with this policy and applicable federal regulations, and as a further precaution in our effort to protect our workplace from the presence of alcohol and drugs, employees may be required to take drug and alcohol tests upon request. Employees and their property will be subject to search at any time while on Company property. Entry onto Company property and continued employment is specifically conditioned upon consent to such testing and searches. Any employee refusing to cooperate in any such testing or search will be subject to immediate termination.

Employees may maintain on Company premises prescription drugs and over-the-counter medication, provided any prescription drugs have been prescribed by a doctor for the person in possession of the drugs, the drugs are kept in their original container, and the use of the drugs will not impair the senses or reactions of the employee or render the employee unable to perform the essential functions of his or her job responsibilities. For those employees in safety sensitive positions, U.S. Coast Guard licensed personnel or vessel trainees, any new prescriptions or changes in prescription medication must immediately be brought to the attention of the Company's Medical Records Administrator.

Employees who feel they have a substance abuse problem are encouraged to seek rehabilitation. Any employee who voluntarily enters a bona fide drug or alcohol rehabilitation program will be given a leave of absence, in accordance with the Company's personal leave of absence policy, in order to complete the program, and will not be subject to disciplinary action, provided he or she remains in strict compliance with the program, successfully completes the program and remains free of drugs or alcohol thereafter. This rehabilitation amnesty will only be given one time to any employee, and will not be available to any employee after he or she has notice that a drug or alcohol test is to be given, or after an event has occurred which could lead to testing. Exclusion: The moderate use of alcohol at Company approved meetings or functions in connection with business entertainment, or in appropriate social settings, is not prohibited by this policy when the consumption or possession of alcohol has been approved by Kirby management.

The description above is a summary of the Kirby Drug & Alcohol Policy, which is posted on the Kirby Intranet. If there is a conflict between this summary and the Policy, the language in the Policy applies. The Policy may be viewed at <https://sss2ceridian.com/kirbycorp>.

A handwritten signature in black ink, appearing to read "Bill Ivey", is written over a horizontal line.

Bill Ivey
President, Kirby Inland Marine, LP

Training Center

Customer service, quality, safety, and a genuine respect and appreciation for the environment in which we operate are important elements of Kirby's operational philosophy. Clearly, these can only be delivered by a qualified, motivated, and well-trained work force with a dedication to continuous improvement. The Company believes that training programs incorporating these elements is an essential component of a qualified productive work force and that such training programs influence behavior in a positive way.

New technology, regulatory compliance, personnel safety, quality, and environmental concerns are creating additional demands for training. To meet these challenges, the Company has established and maintains a corporate training facility. The Kirby Corporation Training Center is tasked with; developing, conducting, and maintaining training programs for the benefit of all operating entities and for ensuring that training programs is both consistent and effective.

We believe that effective training is essential and view the cost associated with such training as an investment in our employees rather than an expense. Because of this, Kirby Corporation gave departmental status to the training function and established The Kirby Corporation Training Center.

Facilities

The Kirby Corporation, Training Center is located on Carpenters Bayou, approximately 2 miles above its junction with the Houston Ship Channel. The physical address is 16402 1/2 DeZavala Street, Channelview, Texas 77530.

The Kirby Corporation Center for U.S. Coast Guard Approved Training facility is comprised of the following:

1. Jack Binion Administration Building
2. Heidler Hall, Galley/Dormitory
3. Foreman Training Building
4. Wilson Hall, Dormitory
5. Towing Mock-Up/ Fire Fighting Facility
6. M/V Kirby Observer, Inspected Passenger Vessel
7. M/V Kirby Trainer, Uninspected Towing Vessel
8. Kirby 101, Tank Barge Simulator
9. Kirby 202 - 10,000 BBL Single Skin Tank Barge
10. Kirby 1005 - 10,000 BBL Double Skin Tank Barge

Heidler Hall Galley - Dormitory

The galley/crews quarters is a 5,000 sq. ft. building with state-of-the-art equipment and is staffed by two head cooks and two cook's assistants. The dining hall will accommodate 76 people. A private dining room will accommodate 10 people for private lunch meetings.

The building also contains living accommodations for trainees while attending training programs. The dormitory can house 36 trainees comfortably. Lounge and laundry facilities areas are also provided in the dormitory area for the benefit of trainees.

Wilson Hall - Dormitory

This 5,000 sq. ft. facility can house 44 trainees in comfort, while they are attending training programs at the Corporate Training Center. Lounge area and laundry facilities are also provided for the benefit of trainees.

Foreman Training Building

The Foreman building houses classroom space, a computer lab, library, radar simulator, and storage spaces for all programming conducted at the facility. The building encompasses approximately 5,500 square feet and houses five modern classrooms, each dedicated to specific discipline. Three of the classrooms are designed to be configured into one large auditorium, accommodating over 100 people for lectures or meetings. Each classroom is equipped with comfortable furniture, appropriate training aids, and modern audio/visual equipment. The building also houses a state-of-the-art radar simulator, a modern computer lab with 12 work stations, and a library with over 300 bound publications and some 200 audio/visual productions. Suitable bathroom facilities, coffee mess/snack room, and storage for written material and classroom supplies are also provided.

Classrooms are equipped with the following:

- Monitor, LCD Projector
- Video Player and Recorders, Retractable Projector Screen
- Overhead Projector Rip Chart
- Slide Projector and Table Public Address System
- PC with Interface

Jack Binion Building

The Binion Building houses the administrative function for the Kirby Training Center including office space for eight instructors, the Manager, Corporate Training, Training Administrator and Administrative Assistant. All training records are maintained at this location as well.

The building also houses a production room that is equipped with copiers, color printers, binding machines, laminating machines and poster printers used to produce training materials and training aids.

Single Hull 10,000 BBL Barge - Kirby 202

Double Hull 10,000 BBL Barge - Kirby 1005

These barges are dedicated training vessels. Both barges have been gas-free and use potable water as cargo. The barges have been equipped with piping, valves, and a stripping system similar to the design of most 10,000-barrel barges. In addition, the Kirby 1005 has been equipped with all U. S. Coast Guard required vapor control equipment such as high level alarms, high level shutdown, high level gauge, and common venting systems.

Kirby 101 Tank Barge Simulator

The Kirby 101 Tank Barge Simulator is a one-of-a-kind, state-of-the-art simulator, which was designed and built to facilitate the training of tankerman PIC. The simulator which measures 60' X 15' X 8' has six cargo tanks with a combined capacity of approximately 1000 barrels. The vessel is outfitted with real world, state-of-the-art equipment and is designed to simulate either open hatch or closed loading vapor recovery operations. The simulator has both straight and split load capabilities. The Kirby 101 is also fitted with overflow protection systems including a high-level alarm system, gauge sticks, spill valves and rupture disks.

The simulator can be loaded or discharged in approximately 40 minutes. This enables trainees to receive valuable training in most critical stages of transfer operations, the start-up, topping off, and shut down phases.

Tow Building / Fire Fighting Simulator

This dual purpose facility was constructed to simulate two standard tank barges, strung-out, or made up end to end. There is a mock-towing vessel faced up to one end of the simulated tow. The simulator contains standard deck fittings, pipe lines, cargo pump, pump engine, stripping system and spill containment equipment. The facility is used as a static trainer for our Basic Seamanship Training Program and as the firefighting apparatus for Kirby's USCG approved Fire Fighting (Barge) Program.

M/V Trainer

The M/V Trainer is a twin screw towboat built in 1974 by Houma Welders, Inc., Houma LA. She measures 48' X 19' and is powered by two, D342 Cat diesels developing 400 HP. M/V Trainer is primarily used to facilitate the fleet training sessions of the Basic Deckhand Program. The vessel is also used to develop the boat handling skills of Apprentice Pilots.

M/V Observer

This vessel is 95 gross tons and measures 26' X 100' X 8' and is certified for 150 passengers. She is a twin screw vessel. Her two main engines develop 700-horse power. The M/V Observer is used as a training platform to facilitate the training of Apprentice Pilots.

Emergency Escape Training Unit

The unit is a 20-foot cargo container with obstacles and passage ways that have to be maneuvered by the trainee. This training aid was developed to train the inexperienced as well as the most experienced vessel crew members on how to escape from a boat that is on fire or has been in a collision or allision. The crewmember must find his way through a maze in total darkness that simulates the inside of a towboat.

Programs

Kirby Corporation's goal is to "grow its own" people. Simply stated, we want to promote from within our ranks rather than to fill positions from outside the organization. In order to do this, Kirby maintains a comprehensive training program which addresses the training needs of employees from entry level deckhand through Master.

Training Center programs employ both formal classroom instruction and hands-on training techniques. Training curriculums are designed to reflect a 60/40 ratio with regards to hands-on VS classroom instruction.

Kirby Training Center Courses

Basic Deckhand Program

Basic entry level program for "green" new hires. The program is 12 days -120 hours in duration and incorporates both formal classroom and hands-on training techniques. Room and board are provided at the Training Center. Classroom training is augmented with hands-on training aboard KTC's training vessels. Training schedule includes a six hours on - six hours off regiment designed to acclimate trainees to the work schedule aboard a towing vessel. Trainees learn basic seamanship; safety; towing vessel nomenclature; barge nomenclature; housekeeping; watchstanding duties & responsibilities; and towing theory.

96 Hour Tankermain PIC Class

U.S. Coast Guard approved course of instruction. The program is twelve days (96 hours) in duration and incorporates both formal classroom and hands-on training techniques. Trainees learn loading and discharging procedures aboard the Kirby 101, Tank Barge Simulator. The curriculum includes rules and regulations; pollution prevention; emergency procedures; cargo characteristic and classification; hazardous materials & dangerous liquid; transfer system components; vapor recovery operations; first aid & CPR and more. Trainees must pass both a written examination and demonstrate proficiency on the Kirby 101 Tankbarge Simulator. "A required 16 Hour Tank Barge Fire Fighting class will commence at the end of each scheduled 96 Hour class."

40 Hour Tankerman PIC Class

U.S. Coast Guard approved course of instruction. Designed for Kirby Logistics, shore based Tankermen Trainees and Kirby Charter vessel Tankermen Trainees. This 40 hour class incorporates classroom only training techniques. The curriculum includes rules and regulations; pollution prevention; emergency procedures; cargo characteristic and classification; hazardous materials & dangerous liquid; transfer system components; vapor recovery operations; first aid & CPR and more. Trainees must pass multiple written examinations through the course of the class, along with a final written exam to complete the course. (In this class there is no time spent on the Kirby 101. Practical proficiency to obtain a PIC document must be completed per individual company requirements.) "A required 16 Hour Tank Barge Fire Fighting class will commence either before or at the end of each scheduled 40 Hour class." Please check the Fire Fighting schedule below.

Tankerman PIC (Barge) LG

U.S. Coast Guard approved course of instruction. The program is 5 days (40 hours) in duration. 3 days / 24 hours in a classroom setting and 2 days / 16 hours practical training on LG barges at the students company's discretion. The Certificate for this class will be held at the training center until the trainee delivers documentation for proof of transfers. This class incorporates both formal classroom and hands-on training techniques. The curriculum includes rules and regulations; pollution prevention; emergency procedures; cargo characteristic; transfer system components; vapor recovery operations; first aid & CPR and more. Trainees must pass a comprehensive written examination at course completion. "A required 16 Hour Tank Barge Fire Fighting class will commence either before or at the end of each scheduled LG class." Please check the Fire Fighting schedule below.

Tank Barge Fire Fighting

A U.S. Coast Guard Approved training course encompassing two days, 16 hours of intensive training. Trainees learn fire theory, fire prevention, fire classification, extinguishing agents, extinguishing techniques, and more. Trainees must demonstrate the ability to extinguish class A, B, & C fires utilizing hand portable extinguishers and hose streams. This class will be held at the end of every 96 hour Tankerman PIC class, and also connects to the 40 Hour Tankerman PIC and the Tankerman LG classes either on the front or back end of the classes.

American Red Cross Standard First Aid /CPR /AED

This program utilizes the American Red Cross curriculum and leads to a certification in First Aid and adult CPR. The program is 6 ½ hours in duration and employs both formal classroom and hands-on instruction. Trainees must pass a written examination and demonstrate proficiency using CPR manikins. Trainees who successfully complete this course receive certifications in First Aid, CPR and AED. This class is held during Both 96 and 40 Hour Tankerman PIC classes.

Hazardous Waste Operations & Emergency Response (HAZWOPER)

AN OSHA course of instruction for personnel who respond to hazardous material incidents. This program meets the training requirements as required by 29 CFR, 11910.120. This class is held during the 96 and 40 Hour Tankerman PIC classes. Trainees are certified at the following level. Level I - First Responder Awareness Level - 4 hours

Vapor Recovery

U.S. Coast Guard approved training. Both initial and refresher training is required for all Kirby Tankermen. The program is six hours in duration and satisfies the training requirements of 46 CFR Part 39 and 46 CFR Part 197. Trainees learn purpose of vapor control systems; principles of vapor control; system components; hazards associated with vapor control systems; rules & regulations; U.S.

Coast Guard Benzene Standard and operational procedures. This class is included is part of both the 96 and 40 Hour Tankerman PIC classes.

Intro to Leadership / Tankerman

The program is five days (40 hours) in duration and includes a two day (16 hour) USCG approved Tankerman refresher course as well as three days (24 hours) Kirby Corporation career development program required for all Level III Tankermen seeking to become Level IV Tankermen and level IV Tankermen. The course incorporates both formal classroom and hands-on training. Students will receive training on Leadership, Behavior Based Safety, Vapor Recovery review, emergency response procedures, lost prime control and troubleshooting transfer system problems; All students will receive H²S certification and Barge Heater training during the course of the class.

Radar Observer

U.S. Coast Guard approved course of instruction. Trainees who successfully complete this program will meet the U.S. Coast Guard licensing requirements for Radar Observer Certification. The program is four days of intensive instruction and centers on the use, capabilities and limitations of radar equipment fitted aboard inland towing vessels. The program employs a state-of-the-art radar simulator.

Mate / Pilot Class

A Kirby career development program. A program for Pilothouse trainees, which helps prepare the licensing candidate for the U.S. Coast Guard examination for Master of Uninspected Towing Vessels upon inland waters, Great Lakes and Western Rivers. The program consists of 18 days of intensive classroom instruction utilizing both traditional instructional methodology and computer-based training. Trainees learn chart navigation and piloting; rules of the road; aids to navigation; weather theory; rules and regulations; the use of charts and publications; navigation safety and more.

Advanced Pilothouse Management

This 2-½ day program developed to strengthen the watch standing skills of Masters, Mates and Pilots. The course presents information regarding pilothouse procedures and professional responsibilities in a manner that will positively influence the mariner's attitudes and self-commitment towards vessel management and navigation safety. The program makes extensive use of The Seamen's Church Institute's, full mission simulator located in Houston. The curriculum includes factors that contribute to competent error; situational awareness, error chains; planning, decision-making and communication skills; review of federal navigation regulations and the rules of the road; and includes radar renewal.

Safety by Choice

A Kirby career development program for all Kirby employees wishing to obtain, Leadership through Behavior Based Safety training.

Radar Observer - Renewal

All Kirby Licensed personnel are required to attend The " Advanced Pilothouse Management course for the renewal of their radar certificate. This US Coast Guard approved course intended for Kirby Charter personnel and meets minimum U.S. Coast Guard licensing requirements for radar refresher training. The program length is dependent on the type of certification sought. Radar Observer- River, is approximately four hours in duration; Radar Observer – Inland, is six hours in duration ; and, Radar Observer – Unlimited, requires eight hours of instruction. Radar refresher training is required every five years.

Safety Programs

The Kirby Training Center also offers safety training either as stand-alone programs or as part of the curriculum of some of the programs previously outlined. This training will vary in length with the topic and includes:

- OSHA Bloodborne Pathogen
- U.S. Coast Guard, Confined Space Entry
- Acrylonitrile Safety
- Hydrogen Sulfide Safety
- Back Safety and Injury Prevention
- Eye Safety

- Hearing Conservation
- Hand Tool Safety
- Heat Stress
- Hypothermia
- Slips, Trips and Falls
- Hazardous Communication Standard (HAZCOM)

Steersman

An U.S. Coast Guard Approved Training Program leading to licensing as an Operator of Uninspected Towing Vessel Upon Inland Waters. Kirby Tankermen who have achieved at least 18 months of continuous service with the Company as tankerman, upon a written recommendation from the Captain of the vessel, will be eligible for the program. The program is accomplished in two phases and incorporates both hands-on and formal classroom training. Steersman trainees are required to demonstrate and document piloting skills and knowledge through a series of written examinations and check rides conducted by designated examiners. Upon completion of the program Steersman trainees are entered into the Mate / Pilot class.

Specialty Courses

The Kirby Training Center has, on numerous occasions, been asked to design, develop, and conduct "specialized" training programs. Requests for such programs have come from within Kirby Corporation, Kirby customers, industry trade associations, and various government agencies. KTC has provided this service for the following organizations:

- Kirby Sales Department
- Dixie Offshore
- Kirby Inland Marine - River
- Sabine Tankers
- Dixie Linehaul Division
- Sabine Harbor

- The American Waterways Operators (AWO)
- The U.S. Coast Guard
- Shell Oil Company
- Chevron Chemical Company
- Methanex Methanol Company

**SECTIONS P4 and P5
TRAINING FREQUENCY AND OPERATOR CERTIFICATES**

4. The frequency of training of the Applicant's employees is dependent on the subject matter and applicable regulatory requirements. Basic training in connection with job functions and responsibilities precede assignment to the fleet. Appropriate supplemental training is provided as necessary to enhance skills and enable promotion, including U.S. Coast Guard licensing. Specialized training is provided for individuals with positions involving special hazards or responsibilities. Refresher training is provided routinely and when required by regulation for the maintenance of U.S. Coast Guard licenses. Weekly safety meetings and periodic drills and exercises provide training with respect to specific conditions, hazards and emergency response actions.

5. Each vessel crewmember possesses the license and/or endorsement(s) appropriate to their position, issued by the U.S. Coast Guard, which must be in their possession when assigned to the vessel. Each vessel crewmember also possesses a valid Transportation Worker Identification Credential (TWIC) issued by the Transportation Security Administration.

USCG LETTER OF WARNING, FINES & PENALTIES RECEIVED AND PAID IN 2017

DOI	Claim #	Vessel	Penalty	Rec'd/Pd Date	Comment
08/17/17	17KIM20456	M/V Mobile	\$250 00	3/12/2018	Tug Mobile discharged approximately 1 gallon of oil into Houston Ship Channel, proposed penalty \$250
10/24/17	17KIM20579	M/V Zephyr	-	11/21/2017	USCG Warning Letter in Lieu of Civil Penalty issued. A discharge of estimated 1 Gallon of hydraulic oil. Incident occurred at Mile marker 19 on the Monongahela River
08/16/17	17KIM20451	Kirby 28712		1/3/2017	USCG Warning letter in Lieu Civil Penalty. Discharged approximately one gallon of oil into Corpus Christi Bay Cause of discharge, ruptured hose

17 KIM20456

-



UNITED STATES COAST GUARD
NOTICE OF VIOLATION

TK 00401982

Coast Guard
Unit Address: U.S. Coast Guard
Sector Houston Galveston
13411 Hilliard Street
Houston TX 77034

Date and Time of Violation: 17 AUG 17 0600 Estimated Known NRC Case # 1187517

LOCATION OF VIOLATION <u>Kinder Morgan</u>	WATERBODY <u>Houston Ship Channel</u>	RIVER MILE	Latitude	Longitude	CITY <u>Houston</u>	STATE <u>TX</u>
PARTY IN VIOLATION						
NAME <u>Kirby Island Marine</u>		TITLE <u>Owner</u>		VESSEL <u>MOBILE</u>	FLAG <u>US</u>	
MAILING ADDRESS <u>55 Wagh Dr STE 100</u>				VIN <u>1204240</u>	SERVICE	
CITY <u>Houston</u>	STATE <u>TX</u>	ZIP <u>77007</u>	FACILITY			
COUNTRY <u>US</u>	POSTAL CODE		FIN			
TELEPHONE <u>713-435-1000</u>	CATEGORY				PARTY INVOLVED	
			IPN	MMC	ISSUE PORT	

DISCHARGE VIOLATION

Owner, Operator, or Person In Charge was found in violation of:

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
33 USC 1321(b)(3)	Discharge of oil in violation of	<u>18,107.00</u>	<u>\$250.00</u>

I observed at sheen sludge on a navigable water of the U.S.
 It was reported at film emulsion an adjoining shoreline

The violation resulted from a discharge from a: commercial vessel onshore facility offshore facility
 non-commercial vessel Not considered

Spill violation in the past 12 months? Yes No
The estimated volume is: 0.1 gallon

OTHER VIOLATIONS

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
CFR		\$	\$
CFR		\$	\$
CFR		\$	\$
CFR		\$	\$
USC		\$	\$
USC		\$	\$
(Total cannot exceed \$10,000)		TOTAL PENALTY	\$

Incident Description The tug Mobile, owned by Kirby Island Marine discharged approximately 0.1 gallons of oil into the Houston Ship Channel, a navigable waterway.

Issued By Andrew Dilworth Date / Time 17 MAR 18 1321
Received By _____ Position _____ Date _____

17KIM205M

U.S. Department of
Homeland Security

United States
Coast Guard



Commanding Officer
United States Coast Guard
Marine Safety Unit Pittsburgh

1041 Washington Pike Suite 300
Bridgeville, PA 15017-2704
Phone: (412) 221-0807
Fax: (412) 221-0409

16460
21 NOV 2017

Kirby Inland Marine, LP
Attn: Ms. Kayla Rouse
11211 Industriplex Blvd. Suite 1400
Baton Rouge, LA 70809

Subject: WARNING IN LIEU OF CIVIL PENALTY

Dear Ms. Rouse:

On October 24, 2017, a Coast Guard investigation was conducted in response to a pollution incident that involved a discharge of hydraulic oil from M/V Zephyr in the estimated amount of 1 gallon. The incident occurred at Mile Marker 19 on the Monongahela River, a regulated body of water, whereby the following violation was discovered:

Violation Cite: 33 United States Code § 1321(b)(3)

To wit: Discharge of oil or hazardous substances into or upon the navigable waters of the United States, adjoining shorelines, or into or upon the waters of the contiguous zone.

The maximum allowable penalty for each violation under the Federal Water Pollution Control Act (FWPCA), as amended, is \$40,000. It was determined that justice will be best served by issuing a warning rather than pursuing a monetary civil penalty for the incident set forth above. You are advised that this warning will become a matter of Coast Guard record and will be considered for any future enforcement actions involving you. You may accept or decline this warning by indicating your choice below. Please sign below and return to the address above within 30 days of the date listed on this letter. Non-receipt of a signed copy will result in the Coast Guard considering this warning accepted. If you choose to decline this warning, civil penalty proceedings will be initiated against you in accordance with 33 Code of Federal Regulations Part 1.07. Any further questions can be directed to Chief Petty Officer Jason Spence at (412) 221-0807, extension 230.

Sincerely,

L. MCCLAIN, JR.
Commander, U.S. Coast Guard
Captain of the Port

I decline the above mentioned warning.

I accept the above mentioned warning.

Owner, Operator or Person in Charge
Printed name and Signature

Owner, Operator or Person in Charge
Printed name and Signature

17KIM20451

U.S. Department of
Homeland Security

United States
Coast Guard



Commander
United States Coast Guard
Sector Corpus Christi

Valencia Hall
248 Gleason Drive
Corpus Christi, TX 78408
Staff Symbol: sm
Phone: 381-839-0201

16460
January 03, 2018

Kirby Inland Marine Co.
55 Waugh Drive STE. 1000
Houston, TX 77007
(713) 435-1000

Subject: WARNING IN LIEU OF CIVIL PENALTY

An investigation has revealed the following violation on August 16, 2017:

Violation Cite: Title 33, United States Code, Part 1321(b)(3)
To wit: On August 16, 2017, Sector Corpus Christi personnel received NRC Report #1187427 stating that the T/B Kirby 28712 discharged approximately one gallon of oil into Corpus Christi bay, a navigable waterway of the United States, and created a 18ft x 1ft rainbow sheen on the water's surface. The cause of the discharge was a ruptured hose.

It was determined that justice will be best served by issuing a letter of warning rather than pursuing a monetary penalty for the violations as set forth above. You are advised that this warning will become a matter of Coast Guard record and will be considered for any future enforcement actions against you. If you feel this warning is not warranted, you may decline it by signing and dating under the statement below and returning this letter to the address above within 30 days of the date of the letter. However, your refusal will result in civil penalty proceedings being initiated against you in accordance with 33 CFR 1.07. You may contact me at the number above with any questions.

Sincerely,

K. J. Pierre
Commander, U.S. Coast Guard
Response Department Head
By Direction

.....
To decline the above-mentioned warning, please sign below:

Company Representative
(Print and Sign Name)

Date

USCG LETTER OF WARNING, FINES & PENALTIES RECEIVED AND PAID IN 2018

DOI	Claim #	Vessel	Penalty	Rec'd/Pd Date	Comment
01/06/18	18KIM20710	M/V MOBILE	-	2/16/2018	M/V MOBILE and barge K28010t made contact and laid over Bayou Cassoties bekin #5 in Pascagoula Reimburse USCG for repair \$4,370 54
02/10/18	18KIM20787	Krby30717B	\$250 00	4/30/2018	Barge 30717B discharged less than 1 gallon of oily water due to rain overflowing containment. Oily water entered the Naches River creating a sheen
06/23/18	18HBL21202	KIRBY 27768	\$250 00	8/16/2018	KIRBY Barge 27768 discharged less than 1 gallon of crude oil through open scupper, creating a visible sheen on the Neches River
07/13/18	18HBL21243	M/V SAINT CHARLES		8/18/2018	USCG Warning in Lieu of Civil Penalty for the 5 gallons of hydraulic oil was discharged in the Tennessee River
07/27/18	18HBL27275	KIRBY 30078		8/20/2018	USCG Warning in Lieu of Civil Penalty, KIRBY 30078 discharged less than a gallon of diesel oil as a result of a failed gasket, sheen in lower Mississippi
08/14/18	18KIM21333	M/V Capl. Ronnie Payne	\$1,000 00	1/7/2019	Due to Mechanical Failure 53Gallons of oil was discharged on deck, 3 gallons went into water
09/18/18	18KIM21419	M/V TAMPA	\$200 00	9/18/2018	Kirby paid preliminary penalty
09/26/18	18KIM21579	M/V Mobile	\$1,000 00	11/26/2018	M/V Mobile operating in Mobile Bay while it was closed to Marine traffic
12/11/18	18KIM21803	Kirby 30410	\$1,000 00	1/15/2019	30410 discharged approximately 1 gallon of diesel creating a sheen in Buffalo Bayou. Discharge caused by a leaking fuel line
12/29/18	18KIM21755	KIRBY 27755	\$250 00	2/12/2019	Cargo pump drain line discharged oil into Houston Ship channel

18 KIM 20710

U.S. Department of
Homeland Security

United States
Coast Guard



Commanding Officer
United States Coast Guard
Finance Center

1430A Kristina Way
Chesapeake, VA 23326
Staff Symbol: OGR
Phone (757) 579-6109
FAX: (757) 523-

APRIL 4, 2018

KIRBY INLAND MARINE LP
P.O BOX 1537
HOUMA, LA 77251

Subj: BILL NUMBER 18F003 ~ REIMBURSE USCG FOR REPAIR TO DAMAGES TO BAYOU
CASOTTES LT 1 (LLNR 8420), CASE NUMBER D8-002-18

Based on a request and information received from the U.S. Coast Guard Eighth District, the enclosed bill is forwarded for your immediate payment. The legal basis for this claim against you and your right to an administrative review of this claim are outlined in enclosure (1). If payment in full is received within 30 days of the date of this letter, the Coast Guard will consider this matter to be closed.

If payment in full is not received within 30 days, your file will be forwarded to our Legal Division, who will pursue one or more of the collection actions listed in enclosure (1).

You may also receive a copy of a Notice of Claim or Lien. If the Coast Guard has submitted a Notice of Claim or Lien for filing and recording against your vessel's documents, we will remove the Notice when payment in full has been received. You will also incur interest charges, monetary penalties, and collection costs as outlined in enclosure (1) and in the payment terms noted on your bill.

If you have questions regarding this bill, please contact Mr. Jose Rodriguez (757) 579-6132 immediately. Thank you in advance for your prompt payment.

Sincerely,

A handwritten signature in black ink that reads "Donna Pender".

Donna Pender
Supervisory Accounting Technician, Receivables
U.S. Coast Guard
By direction of the Commanding Officer

Encl: (1) Advisory Statement
(2) Form CG-3621 Bill of Sale of Materials or Services
(3) OF 1114 Bill for Collection

Optional Form 1114 (2-79)
Title 7, GAO MANUAL

BILL FOR COLLECTION



Department, establishment, bureau or office receiving funds
Department of Homeland Security
United States Coast Guard
U.S. Coast Guard Finance Center (OG)
1430A Kristina Way, Chesapeake, VA 23328

Customer Acct Number: **F772511!**
 Invoice Number: **GBU018F0C**
 Date of Invoice: **04-APR-1**
 Date Payment Due: **04-MAY-1**

BILL TO:

KIRBY ISLAND STATION
 ATTN: RICK MASSA
 P.O. BOX 1111
 HOUSTON TX 77001

ORDER NO	ARTICLE OR SERVICES	QUANTITY	UNIT PRICE (DOLLARS AND CENTS)	TOTAL AMOUNT (DOLLARS AND CENTS)
1	REIMBURSE USCG FOR REPAIR TO DAMAGES TO BAYOU CASOTTES LT 1 (LLMR 8420), CASE NUMBER DB-002-18	1	4,370.54	4,370.54

#4,370.⁵⁴
KEM217331-000-01
I18KEM20710 B

Original Amount **\$4,370.54**
 Invoice Due Amount **\$4,370.54**

210 17 APRIL '18

AGENCY LOCATION CODE: **70-06-0000** PROJECT NUMBER:

PAYMENT INSTRUCTIONS

- FOR THE AVIATION SECURITY CENTER ENCL. SEND REMITTANCE INSTRUMENT TO THE ADDRESS LISTED ON THE REMITTANCE INSTRUMENT.
- MAKE CHECK PAYABLE TO THE ORDERING OFFICE.
- INTEREST, ADMINISTRATIVE CHARGES AND PENALTIES WILL BE ADDED TO THE PAYMENT IF IT IS LATE.
- WRITE BILL NUMBER AND DATE ON CHECK.
- IF YOU HAVE QUESTIONS, CONTACT THE ORDERING OFFICE.

WILLIAM RICHETT
(757) 579-6109
william.v.richett@uscg.mil

18KIM 20787



UNITED STATES COAST GUARD
NOTICE OF VIOLATION

TK 00386468

Coast Guard
Unit Address: COMMANDING OFFICER
U.S. COAST GUARD
MARINE SAFETY UNIT
2901 TURTLE CREEK DRIVE
PORT ARTHUR, TX 77642-8058

Date and Time of Violation: 10 FEB 18 @ 1250 Estimated Known NRC Case # 1204043

LOCATION OF VIOLATION <u>S Co Barge Dock</u>	WATERBODY <u>N L s River</u>	RIVER MILE <u>3000.602</u>	Latitude <u>N 09359.326</u>	Longitude <u>W</u>	CITY <u>Nederland</u>	STATE <u>TX</u>
PARTY IN VIOLATION						
NAME <u>Rob. Inland Marine</u>	TITLE <u>Owner</u>	VESSEL <u>Kirby 30717B</u>	FLAG <u>US</u>			
MAILING ADDRESS <u>55 Laugh Dr. Suite 1000</u>		VIN <u>1148569</u>	SERVICE <u>Tank Barge</u>			
CITY <u>Houston</u>	STATE <u>TX</u>	ZIP <u>77007</u>	FACILITY			
COUNTRY <u>USA</u>	POSTAL CODE		FIN			
TELEPHONE <u>713-435-1000</u>			CATEGORY		PARTY INVOLVED	
		IPN		MMC	ISSUE PORT	

DISCHARGE VIOLATION

Owner, Operator, or Person in Charge was found in violation of:

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
33 USC 1321(b)(3)	Discharge of oil in violation of	<u>818,107.00</u>	<u>\$250.00</u>

- I observed at sheen sludge on a navigable water of the U.S.
 It was reported at film emulsion an adjoining shoreline

The violation resulted from a discharge from a: commercial vessel onshore facility offshore facility
Spill violation in the past 12 months? Yes No
The estimated volume is: 1 gallon
 non-commercial Not considered

OTHER VIOLATIONS

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
CFR		\$	\$
CFR		\$	\$
CFR		\$	\$
CFR		\$	\$
USC		\$	\$
USC		\$	\$
(Total cannot exceed \$10,000)		TOTAL PENALTY	<u>\$250.00</u>

Incident Description On 10 FEB 18, the barge Kirby 30717B discharged 1 gallon of oil, water due to rains overflowing a secondary containment on the deck of the barge. The oily water entered the Neches River, a U.S. navigable waterway, creating a sheen.

Issued By MSTZ Nick Adams / Nick Adams Date / Time 30 APR 18 @ 1400

Received By _____ Position _____ Date _____

18 HBL 2/202



UNITED STATES COAST GUARD
NOTICE OF VIOLATION

TK 00386507

Coast Guard
Unit Address: COMMANDING OFFICER, USCG
MSU PORT ARTHUR
2901 TURTLE CREEK DRIVE
PORT ARTHUR, TX 77642

Date and Time of Violation: 23 JUN 18 / 1745 Estimated Known NRC Case # 1216237

LOCATION OF VIOLATION <small>FINA AMNHARE</small> <u>KIRBY 27768</u>	WATERBODY <u>NECHES RIVER</u>	RIVER-MILE Latitude Longitude	CITY <u>PORT ARTHUR</u>	STATE <u>TX</u>
PARTY IN VIOLATION				
NAME <u>KIRBY INLAND MARINE</u>		TITLE	VESSEL <u>KIRBY 27768</u>	FLAG <u>US</u>
MAILING ADDRESS <u>55 WAUGH DRIVE</u> <u>SUITE 1000</u>			VIN <u>1233323</u>	SERVICE
CITY <u>HOUSTON</u>	STATE <u>TX</u>	ZIP <u>77251</u>	FACILITY	
COUNTRY <u>USA</u>	POSTAL CODE		FIN	
TELEPHONE <u>(713) 435-1195</u>			CATEGORY	
		PARTY INVOLVED		ISSUE PORT
		IPN	MMC	

DISCHARGE VIOLATION

Owner, Operator, or Person in Charge was found in violation of:

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
33 USC 1321(b)(3)	Discharge of oil in violation of	<u>18,477</u>	\$ <u>250</u>

- I observed at sheen sludge on a navigable water of the U.S.
 It was reported at film emulsion an adjoining shoreline

The violation resulted from a discharge from a: commercial vessel non-commercial onshore facility offshore facility
Spill violation in the past 12 months? Yes No Not considered
The estimated volume is: 1 cup

OTHER VIOLATIONS

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
CFR		\$	\$
CFR		\$	\$
CFR		\$	\$
CFR		\$	\$
USC		\$	\$
USC		\$	\$
(Total cannot exceed \$10,000)		TOTAL PENALTY	\$ <u>250</u>

Incident Description Kirby barge 27768 owned by KIRBY INLAND MARINE discharged less than 1 gallon of crude oil from a spill on deck and through an open scupper down the hull and into the Neches River creating a visible sheen on a US navigable waterway.

Issued By MSTI Sgt. Hailor Date / Time 16 AUG 18 / 1200

Received By SENT VIA CERTIFIED MAIL Position _____ Date _____

18 HBL 2/243

U.S. Department of
Homeland Security

United States
Coast Guard



Commanding Officer
United States Coast Guard
Marine Safety Unit Paducah

225 Tully Street
Paducah, KY 42003-0170
Phone: (270) 442-1621
Fax: (270) 442-3815

16460
AUG 16 2018
MISLE Case #: 6498030
FIN/VIN #: 1223316

Kirby Inland Marine
Attn: Robert Hokanson
55 Waugh Drive # 1000
Houston, TX 77007

Subject: WARNING IN LIEU OF CIVIL PENALTY

Dear Mr. Hokanson,

Coast Guard personnel from my office investigated a reported spill from the M/V SAINT CHARLES on July 13, 2018 and discovered the following violation:

Violation Cite: 33 U.S.C 1321 (b)(3)

To wit: I have determined that approximately five gallons of hydraulic oil was discharged into the Tennessee River, a navigable waterway of the United States, from M/V SAINT CHARLES and that you were responsible for the vessel at that time.

It was determined that justice will be best served by issuing you a warning rather than pursuing a monetary civil penalty for your conduct as set forth above. You are advised that this warning will become a matter of Coast Guard record and will be considered for any future enforcement actions against you. Please indicate below whether you decline or accept this warning and return this letter with your signature to the address above within 30 days of the date of this letter. However, please be advised that a refusal will result in civil penalty proceedings being initiated against you in accordance with 33 CFR Part 1.07.

You may contact MST3 Stranc at (270) 442-1621 extension 2124 with any questions.

Sincerely,

D. M. PARKER
Lieutenant, U.S. Coast Guard
Chief of Prevention

I hereby accept/decline the above-mentioned warning.

Name (print & signature)

Date

18HBL27275

U.S. Department of
Homeland Security

United States
Coast Guard



Supervisor
United States Coast Guard
MSD Vicksburg

225 Coast Guard Road
Vicksburg, MS 39180
Phone: (601) 636-6518
Fax: (601) 636-6588

16460
August 20, 2018

Kirby Inland Marine LP
Attn: J. Orgeron
55 Waugh Dr. STE 1000
Houston, TX 77007

Subject: WARNING IN LIEU OF CIVIL PENALTY

Dear Mr. Orgeron:

Coast Guard personnel from Marine Safety Detachment Vicksburg conducted an investigation on July 27, 2018, that resulted in the following violation:

Violation Cite: 33 USC 1321 (b)(3)

To wit: On July 27, 2018, the T/B KIRBY 30078, owned and operated by Kirby Inland Marine LP discharged approximately 01 gallon of diesel fuel as a result of a failed gasket during a cargo transfer operation. This discharge created a sheen on the surface of the Lower Mississippi River, a U. S. navigable waterway.

It was determined that justice will be best served by issuing you or your organization a warning rather than pursuing a monetary civil penalty for the conduct as set forth above. You are advised that this warning will become a matter of Coast Guard record and will be considered for any future enforcement actions against you or your organization. If you feel this warning is not warranted, you may decline it by signing and dating under the statement below and returning this letter to the address above within 30 days of the date of this letter. However, your refusal will result in civil penalty proceedings being initiated against you or your organization in accordance with 33 CFR 1.07. You may contact me at the number above with any questions.

Sincerely,

K. P. WHALEN
Lieutenant, U.S. Coast Guard
Supervisor, MSD Vicksburg
By direction

I hereby accept / decline the above-mentioned warning.

Jerry Orgeron, Kirby Inland Marine LP

Date

18KIM21333



UNITED STATES COAST GUARD
NOTICE OF VIOLATION

TK 00400670

Coast Guard
Unit Address:

SECTOR HOUSTON GALVESTON
13411 HILLARD ST.
HOUSTON, TX 77034

Date and Time of Violation: 14 AUG 2018 Estimated Known NRC Case # 1221556

LOCATION OF VIOLATION MAGELLAN TERMINALS	WATERBODY SHIP CHANNEL HOUSTON	RIVER MILE	Latitude	Longitude	CITY HOUSTON	STATE TX
PARTY IN VIOLATION						
NAME KIRBY INLAND MARINE, LP	TITLE OWNER	VESSEL CAPT. RONNIE PAYNE	FLAG US			
MAILING ADDRESS 55 WAUGH DR SUITE 10000	VIN 635747		SERVICE			
CITY HOUSTON	STATE TX	ZIP 77007	FACILITY			
COUNTRY USA	POSTAL CODE		FIN			
TELEPHONE	CATEGORY		PARTY INVOLVED			
	IPN	MMC	ISSUE PORT			

DISCHARGE VIOLATION

Owner, Operator, or Person in Charge was found in violation of:

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
33 USC 1321(b)(3)	Discharge of oil in violation of	\$18,477.00	\$10,000.00

I observed a/ sheen sludge on a navigable water of the U.S.
 It was reported a/ film emulsion an adjoining shoreline

The violation resulted from a discharge from a: commercial vessel onshore facility offshore facility
 Spill violation in the past 12 months? Yes No Not considered
 The estimated volume is: 3 gallons

OTHER VIOLATIONS

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
CFR		\$	\$
CFR		\$	\$
CFR		\$	\$
CFR		\$	\$
USC		\$	\$
USC		\$	\$
(Total cannot exceed \$10,000)		TOTAL PENALTY	\$1,000

Incident Description DUE TO MECHANICAL FAILURE 33 gal OF OIL WAS DISCHARGED ON DECK ABOARD THE MVU CAPT. RONNIE PAYNE. 3 gal WENT INTO THE WATER.

Issued By MST3 GAGE DAVIS Date / Time 07 JAN 2019

Received By _____ Position _____ Date _____

18KIM 21419

U.S. Department of
Homeland Security

United States
Coast Guard



Commandant (CG-094H)
Coast Guard Hearing Office

2703 Martin Luther King Jr. Ave. SE Stop 7794
Washington, DC 20593-7794
Phone: 202-795-6240
Fax: 202-372-8422
Toll-free: 866-801-6178
Email: HQS-SG-CGHO-ADMIN@USCG.MIL
www.uscg.mil/Resources/legal/CGHO

KIRBY INLAND MARINE LP
55 WAUGH DR STE 1000
HOUSTON, TX 77007

Activity No. 5755280
Party: KIRBY INLAND MARINE LP
Date of Violation: August 06, 2018
Subject: TAMPA
Amount: \$200.00
Date: September 18, 2018
Re: Preliminary Assessment (PAL)

Dear Sir or Madam:

In my capacity as a Coast Guard Civil Penalty Hearing Officer, I have received a report alleging that you, as owner of the TAMPA, are liable for a civil penalty for violation of Federal law as described on the Charge Sheet enclosure.

The Coast Guard's civil penalty procedures are contained in Subpart 1.07 of Title 33 of the Code of Federal Regulations (33 CFR 1.07). My role is to determine whether there was a violation. If I find that there was a violation, I must then decide what civil penalty, if any, is appropriate. The maximum civil penalty that may be assessed in this case is \$11,478.00. Based upon the information in the case file that I have, it appears to me that a violation did occur and that a civil penalty of \$200.00 is appropriate. However, I will not make a final decision until you have had an opportunity to respond. You have a right to examine the entire case file, a copy of which is enclosed.

You have 30 days from receipt of this letter to take one of the following actions:

1. You can pay the proposed penalty now.
2. You can set up a payment plan in order to pay the proposed penalty.
3. You can submit evidence in lieu of a hearing.
4. You can request a hearing in writing and submit what you want to raise and dispute at a hearing.

If necessary, you may request an extension to respond to this letter in writing. Your request should explain why you need additional time to respond, and should be submitted as soon as possible. If you fail to request a hearing in writing within 30 days of receipt of this letter, you will lose your right to a hearing. Furthermore, if you fail to respond with one of the above options within 30 days of receipt of this letter I will decide the case based upon the evidence I already have and the preliminary penalty will become final, unless an extension has been previously approved.

Enclosure (2), U.S. Coast Guard Civil Penalty Preliminary Assessment Letter Response Options, explains in detail the options you have in responding to this letter. Please pay particular attention to the applicable address associated with the response option you choose. Failure to read and comply with the directions outlined in enclosure (2) may result in a final decision being made without your response being considered.

If you are paying now, please complete the enclosed "Payment Form" and mail it to the address printed on the form. Enclose your check, money order, or credit card authorization along with the form.

If after reading enclosure (2) you still have questions about how to respond to this letter, you can contact the Administrative Support Staff at (202) 795-6240. You can also find additional information on our website at www.uscg.mil/Resources/legal/CGHO.

Sincerely,

A handwritten signature in black ink, appearing to read "J. Fogli".

J. FOGLI

Commander, U.S. Coast Guard
Coast Guard Hearing Officer

Encl: (1) Charge sheet
(2) Payment Form
(3) Copy of civil penalty case file 5755280
(4) Your Alternatives in the Coast Guard Civil Penalty Process

18 KIM 215 79



UNITED STATES COAST GUARD
NOTICE OF VIOLATION

TK 00268503

Coast Guard
Unit Address:

SENIOR INVESTIGATING OFFICER
U.S. COAST GUARD SECTOR MOBILE
1500 15th STREET, BLDG. 112
MOBILE, AL 36615

Date and Time of Violation: _____ Estimated Known NRC Case # _____

LOCATION OF VIOLATION	WATERBODY	RIVER MILE	Latitude	Longitude	CITY	STATE
PARTY IN VIOLATION						
NAME		TITLE		VESSEL		FLAG
MAILING ADDRESS			VIN		SERVICE	
CITY		STATE	ZIP		FACILITY	
COUNTRY		POSTAL CODE		FIN		
TELEPHONE		CATEGORY		PARTY INVOLVED		ISSUE PORT
				IPN	MMD/LIC	

DISCHARGE VIOLATION

Owner, Operator, or Person in Charge was found in violation of:

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
33 USC 1321(b)(3)	Discharge of oil in violation of	\$11,000.00	\$

- I observed a/ sheen sludge on a navigable water of the U.S.
 It was reported a/ film emulsion an adjoining shoreline

The violation resulted from a discharge from a: commercial non-commercial vessel onshore facility offshore facility

Spill violation in the past 12 months? Yes No Not considered

The estimated volume is: _____

OTHER VIOLATIONS

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
____ CFR _____		\$	\$
____ CFR _____		\$	\$
____ CFR _____		\$	\$
____ CFR _____		\$	\$
____ USC _____		\$	\$
____ USC _____		\$	\$
(Total cannot exceed \$10,000)		TOTAL PENALTY	\$

Incident Description _____

Issued By _____ Date / Time _____
Received By [Signature] Position GM Date 11/26/18

18KIM21603



UNITED STATES COAST GUARD
NOTICE OF VIOLATION

TK 00400884

Coast Guard
Unit Address: Sector Houston/Galveston
13411 Hilliard Street
Houston, Texas, 77024

Date and Time of Violation: 11 DEC 18 Estimated Known NRC Case # 1232635

LOCATION OF VIOLATION <u>Buffalo Bayou</u>	WATERBODY <u>Houston Ship Ch.</u>	RIVER MILE <u>2.044</u>	Latitude <u>29°42'N</u>	Longitude <u>95°09'115W</u>	CITY <u>Houston</u>	STATE <u>TX</u>
PARTY IN VIOLATION						
NAME <u>Kirby Inland Marine, LP</u>		TITLE <u>Owner</u>		VESSEL <u>Kirby 30410</u>		FLAG <u>USA</u>
MAILING ADDRESS <u>55 Wough Dr.</u>		VIN <u>998016</u>		SERVICE		
CITY <u>Houston</u>	STATE <u>TX</u>	ZIP <u>77008</u>	FACILITY			
COUNTRY <u>USA</u>	POSTAL CODE		FIN			
TELEPHONE <u>712-425-1618</u>	CATEGORY		PARTY INVOLVED			
		IPN		MMC		ISSUE PORT

DISCHARGE VIOLATION

Owner, Operator, or Person in Charge was found in violation of:

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
33 USC 1321(b)(3)	Discharge of oil in violation of	<u>\$ 18,477.00</u>	<u>\$ 1,000.00</u>

I observed a/ sheen sludge on a navigable water of the U.S.
 It was reported a/ film emulsion an adjoining shoreline

The violation resulted from a discharge from a: commercial vessel Yes No 1 gallon
 non-commercial onshore facility Not considered
 offshore facility

OTHER VIOLATIONS

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
CFR		\$	\$
CFR		\$	\$
CFR		\$	\$
CFR		\$	\$
USC		\$	\$
USC		\$	\$
(Total cannot exceed \$10,000)		TOTAL PENALTY	<u>\$ 1,000.00</u>

Incident Description Kirby Barge 30410 discharged approximately 1 gallon of Diesel due to a leaking fuel line hose. The Diesel created a sheen on Buffalo Bayou, a tributary to the Houston Ship Channel, a U.S. navigable waterway.

Issued By [Signature] Date / Time 15 JAN 19 / 0900
Received By _____ Position _____ Date _____

18KIM21755



UNITED STATES COAST GUARD
NOTICE OF VIOLATION

TK 00400869

Coast Guard
Unit Address: Sector Houston / Galveston
13411 Hilliard St.
Houston, Tx 77034

Date and Time of Violation: 12/29/2015 0430 Estimated Known NRC Case # 1234158

LOCATION OF VIOLATION <u>Magellan Barge Dock #2</u>	WATERBODY <u>Houston Ship Channel</u>	RIVER MILE. Latitude Longitude <u>24°44.514 N 95°11.345 W</u>	CITY <u>Galena Park</u>	STATE <u>TX</u>
PARTY IN VIOLATION				
NAME <u>Kirby Inland Marine, LP</u>	TITLE	VESSEL <u>Kirby 27755</u>	FLAG <u>U.S.</u>	
MAILING ADDRESS <u>18350 Market Street</u>		VIN <u>1208454</u>	SERVICE	
CITY <u>Channelview</u>	STATE <u>TX</u>	ZIP <u>77530</u>	FACILITY <u>Magellan Terminals</u>	
COUNTRY <u>US.</u>	POSTAL CODE	FIN <u>HCUWF050</u>	CATEGORY	
TELEPHONE <u>713-435-1195</u>		PARTY INVOLVED IPN	MMG	ISSUE PORT

DISCHARGE VIOLATION

Owner, Operator, or Person in Charge was found in violation of:

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
33 USC 1321(b)(3)	Discharge of oil in violation of	<u>18,477⁰⁰</u>	<u>\$ 250⁰⁰</u>

- I observed a/ sheen sludge on a navigable water of the U.S.
 It was reported a/ film emulsion an adjoining shoreline

The violation resulted from a discharge from a: commercial vessel non-commercial onshore facility offshore facility

Spill violation in the past 12 months? Yes No

The estimated volume is: 5 gallons

OTHER VIOLATIONS

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
CFR		\$	\$
CFR		\$	\$
CFR		\$	\$
CFR		\$	\$
USC		\$	\$
USC		\$	\$
(Total cannot exceed \$10,000)		TOTAL PENALTY	<u>\$ 250⁰⁰</u>

Incident Description A cargo pump drain line on Kirby barge 27755 discharged oil into the Houston Ship Channel while moored at Magellan Terminals. Kirby 27755 is operated by Kirby Inland Marine.

Issued By [Signature] MSTZ KISEK Date/Time 2/12/19 1308
Received By [Signature] Position 1st Captain Date 2/12/19

USCG LETTER OF WARNING, FINES & PENALTIES RECEIVED AND PAID IN 2019

DOI	Claim #	Vessel	Penalty	Rec'd/Pd Date	Comment
01/07/19	19KIM21672	ITV ZEUS		3/21/2019	USCG Warning In Lieu of Civil Penalty. ITV ZEUS discharged approximately 3 gallons of hydraulic oil into Illinois River
02/06/19	19HBL21890	HTCO 3114	\$3,750.00	3/19/2019	Failed to have HTCO 3114 available for Internal Structure exam and operated without valid Certificate of Inspection
03/15/19	19KIM21829	KIRBY 28051	\$250.00	5/2/2019	Barge 29051 allided with barges 2975K/EBL2997 discharging less than a gallon of Jet A into Houston Ship Channel causing a sheen
06/25/19	19KIM22202	CICO 34	\$500.00	7/2/2019	Stop tank was left open aboard CICO 34 , tank was overfilled resulting in a 1 gallon oily discharge causing a sheen into the Houston ship channel.

19 KIM21672

U.S. Department of
Homeland Security

United States
Coast Guard



Captain of the Port
United States Coast Guard Sector
Upper Mississippi River



1222 Spruce Street, Suite 7.103
St. Louis, MO 63103
Staff Symbol: (sp)
Phone: (314) 269-2803
Fax: (314) 269-2734

EA : 5763533

MAR 21 2019

Kirby Inland Marine LP.
Suite 1000
55 Waugh Dr.
Houston, Texas 77007

Subject: WARNING IN LIEU OF CIVIL PENALTY

Dear Kirby Inland Marine:

Coast Guard personnel from my office conducted an investigation on January 07, 2019, and discovered the following violation:

Violation Cite: 33 USC § 1321 (b) (3) – The discharge of oil or hazardous substances into or upon the navigable waters of the United States.

To Wit: At approximately 10:20 p.m. on January 07, 2019, a discharge of approximately 3 gallons of hydraulic oil from the ITV ZEUS (O.N. 1250505) into the Illinois River at MM 160.7, a navigable waterway of the United States, created a visible sheen.

It was determined that justice will be best served for the above violation by issuing a warning rather than pursuing a monetary civil penalty for your conduct as set forth above. You are advised that this warning will become a matter of Coast Guard record and will be considered for any future enforcement actions against you. If you feel this warning is not warranted, you may decline it by signing and dating under the statement below and returning this letter to the address above within 30 days of the date of the letter. However, your refusal will result in civil penalty proceedings being initiated against you in accordance with 33 CFR 1.07. You may contact MST2 Sal Loggia III at (309) 694-7779 if you have any questions.

Sincerely,

Daniel C. Wilkinson
Lieutenant, U.S. Coast Guard
Supervisor, Marine Safety Detachment Peoria
By direction

I hereby decline the above-mentioned warning.

Kirby Inland Marine

Date

19 HIBL 21890



UNITED STATES COAST GUARD
NOTICE OF VIOLATION

TK 00323888

Coast Guard
Unit Address: Sector Houston-Galveston
13411 Hilliard St.
Houston, TX 77034
281-464-4733
houstondom@uscg.mil

Date and Time of Violation: FEB 26 2019 Estimated Known NRC Case # _____

LOCATION OF VIOLATION <u>HOUSTON, TX</u>	WATERBODY <u>HOUSTON SHIPCHANNEL</u>	RIVER MILE Latitude Longitude	CITY <u>HOUSTON</u>	STATE <u>TX</u>
PARTY IN VIOLATION				
NAME <u>KIRBY INLAND MARINE, LP</u>	TITLE	VESSEL <u>HTCO 3114</u>	FLAG <u>U.S.</u>	
MAILING ADDRESS <u>19350 MARKET STREET</u>	VIN <u>125P351</u>	SERVICE <u>TANK BARGE</u>		
CITY <u>CHANNELVIEW</u>	STATE <u>TX</u>	ZIP <u>77530</u>	FACILITY	
COUNTRY <u>USA</u>	POSTAL CODE	FIN		
TELEPHONE <u>713-435-1700</u>	CATEGORY		PARTY INVOLVED	
	IPN	MND/LIC	ISSUE PORT	

DISCHARGE VIOLATION

Owner, Operator, or Person in Charge was found in violation of:

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
33 USC 1321(b)(3)	Discharge of oil in violation of	\$11,000.00	\$

- I observed a/ sheen sludge on a navigable water of the U.S.
 It was reported a/ film emulsion an adjoining shoreline

The violation resulted from a discharge from a: commercial vessel non-commercial onshore facility offshore facility

Spill violation in the past 12 months? Yes No Not considered

The estimated volume is: _____

OTHER VIOLATIONS

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
46 CFR 31.05-10	OPERATION OF T/V AFTER EXPIRATION OF COI	\$ 59 834	\$ 2500
46 CFR 31.01-15	FAILURE TO SUBMIT AN APPLICATION FOR RENEWANCE OF COI	\$ 59 834	\$ 500
46 CFR 31.10-21	FAILURE TO CONDUCT ISE BY FEB 26, 2019	\$ 59 834	\$ 750
USC		\$	\$
USC		\$	\$
(Total cannot exceed \$10,000)		TOTAL PENALTY	\$ 3,750

Incident Description THE OPERATOR FAILED TO MAKE THE HTCO 3114 (ON 1251351) AVAILABLE FOR AN INTERNAL STRUCTURAL EXAM AND OPERATED THE HTCO 3114 WITHOUT A VALID CERTIFICATE OF INSPECTION

Issued By LCDR DAN KAWANIS Date / Time 12 MAR 19 2019 / 1030

Received By Darryl J. Hill Position PLM Date 12 MAR 19 1030



UNITED STATES COAST GUARD
NOTICE OF VIOLATION

TK 00323887

Coast Guard
Unit Address:

Sector Houston-Galveston
13411 Hilliard St.
Houston, TX 77034
281-464-4733
houstondes@uscg.mil

Date and Time of Violation: Feb 21 2019 Estimated Known NRC Case #

LOCATION OF VIOLATION HOUSTON TX	WATERBODY HOUSTON BAY	RIVER MILE	Latitude	Longitude	CITY HOUSTON TX	STATE TX
PARTY IN VIOLATION						
NAME KIRBY INLAND MARINE LP	TITLE	VESSEL NAME HTCG 3117	FLAG US			
MAILING ADDRESS 18350 MARKET STREET		VIN 1250851	SERVICE TUG BARGE			
CITY HOUSTON TX	STATE TX	ZIP 77058	FACILITY			
COUNTRY USA	POSTAL CODE	FIN				
TELEPHONE 713-455-1722	PARTY INVOLVED IPN		MMO/LIC		ISSUE PORT	

DISCHARGE VIOLATION

Owner, Operator, or Person in Charge was found in violation of:

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
33 USC 1321(b)(3)	Discharge of oil in violation of	\$11,000.00	\$

- I observed a/ sheen sludge on a navigable water of the U.S.
 It was reported a/ film emulsion an adjoining shoreline

The violation resulted from a discharge from a: commercial vessel onshore facility offshore facility
 Spill violation in the past 12 months? Yes No Not considered
 The estimated volume is: _____

OTHER VIOLATIONS

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
46 CFR 91.05-13	OPERATION OF TUG BOAT EXCEEDED 20 GPM	\$ 9,734	\$ 250
46 CFR 91.01-12	FAILURE TO MAINTAIN OPERATIONAL P/L	\$ 9,734	\$ 500
CFR	EXCESSIVE OIL FUEL	\$	\$
46 CFR 91.15-21	FAILURE TO CONDUCT OIL SPILL RESPONSE	\$ 9,734	\$ 750
USC		\$	\$
USC		\$	\$
(Total cannot exceed \$10,000)		TOTAL PENALTY	\$ 3,750

Incident Description THE OPERATOR FAILED TO MAKE THE HTCG 3117 (ON 12/1/15) AVAILABLE FOR INTERNAL STORAGE ON BOARD VESSEL THE HTCG 3117 WITHOUT A VALID CERTIFICATE OF INSURANCE

Issued By LEON VARELA Date / Time 12 MARCH 2019 / 1150
 Received By Darryl J. Nally Position Owner Date 12 MAR 2019

19 KIM21829



UNITED STATES COAST GUARD
NOTICE OF VIOLATION

TK 00400887

Coast Guard
Unit Address: Sector Houston-Galveston
13411 Hilliard Street
Houston, TX 77034

Date and Time of Violation: 15 MAR 19 0938 Estimated Known NRC Case # 1240142

LOCATION OF VIOLATION <u>Kinder Morgan Pasadena Houston Ship Channel</u>	WATERBODY	RIVER MILE	Latitude	Longitude	CITY <u>Pasadena</u>	STATE <u>TX</u>
PARTY IN VIOLATION						
NAME <u>Kirby Inland Marine LP</u>	TITLE <u>owner</u>	VESSEL <u>Kirby 29051</u>	FLAG <u>U.S.</u>			
MAILING ADDRESS <u>55 Wauh Dr STE 1000</u>	CITY <u>Houston</u>	STATE <u>TX</u>	ZIP <u>77007</u>	VIN <u>1242775</u>	SERVICE <u>Tank Barge</u>	
COUNTRY <u>U.S.A</u>	POSTAL CODE	FACILITY		FIN		
TELEPHONE <u>713-435-1000</u>	PARTY INVOLVED IPN		MMC		ISSUE PORT	

DISCHARGE VIOLATION

Owner, Operator, or Person in Charge was found in violation of:

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
33 USC 1321(b)(3)	Discharge of oil in violation of	<u>\$18,477</u>	<u>\$ 258.88</u>

I observed a/ sheen sludge on a navigable water of the U.S.
 It was reported a/ film emulsion an adjoining shoreline

The violation resulted from a discharge from a: commercial vessel Yes No
 non-commercial onshore facility Not considered offshore facility

Spill violation in the past 12 months? No
The estimated volume is: 0.5 gallons

OTHER VIOLATIONS

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
CFR		\$	\$
CFR		\$	\$
CFR		\$	\$
CFR		\$	\$
USC		\$	\$
USC		\$	\$
(Total cannot exceed \$10,000)		TOTAL PENALTY	<u>\$ 258.88</u>

Incident Description Kirby Inland Marine LP's barge Kirby 29051 discharged approximately 0.5 gallons of Jet A fuel into the Houston Ship Channel, a navigable waterway, causing a sheen after colliding with Kirby barge 29751 on 03/15/19.

Issued By MSTJ Smith Date / Time 02 MAY 19 0938
Received By _____ Position _____ Date _____

19KIM22202



UNITED STATES COAST GUARD
NOTICE OF VIOLATION

TK 00401874

Coast Guard
Unit Address: SFC HOUSTON
13411 Hilliard St
Houston TX 77034

Date and Time of Violation: 09 July 2019 1109 Estimated Known NRC Case # 1250011

LOCATION OF VIOLATION <u>13411 Hilliard St Houston TX</u>	WATERBODY <u>Hilliard St Channel</u>	RIVER MILE - Latitude <u>29° 47.27' N</u>	Longitude <u>95° 04.125' W</u>	CITY <u>Channel View</u>	STATE <u>TX</u>
PARTY IN VIOLATION					
NAME <u>Kirkwood Marine LP</u>	TITLE <u>Owner</u>	VESSEL <u>CIC0345</u>	FLAG <u>U.S.</u>		
MAILING ADDRESS <u>55 Waugh Drive Suite 1000 Houston TX 77007</u>		VIN <u>1Z16723</u>	SERVICE		
CITY <u>Houston</u>	STATE <u>TX</u>	ZIP <u>77007</u>	FACILITY		
COUNTRY <u>United States</u>	POSTAL CODE		FIN		
TELEPHONE <u>713-435-1000</u>	PARTY INVOLVED		ISSUE PORT		
	IPN	MMC			

DISCHARGE VIOLATION

Owner, Operator, or Person in Charge was found in violation of:

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
33 USC 1321(b)(3)	Discharge of oil in violation of	18,143 "	\$ 500 "

It was observed at / sheen sludge on a navigable water of the U.S.
 It was reported at / film emulsion an adjoining shoreline

The violation resulted from a discharge from a: commercial vessel onshore facility offshore facility
Spill violation in the past 12 months? Yes No Not considered
The estimated volume is: 01 Gallon

OTHER VIOLATIONS

REGULATION	NATURE OF VIOLATION	MAXIMUM PENALTY	PROPOSED PENALTY
CFR		\$	\$
CFR		\$	\$
CFR		\$	\$
CFR		\$	\$
USC		\$	\$
USC		\$	\$
(Total cannot exceed \$10,000)		TOTAL PENALTY	\$ 500 "

Incident Description A stop sign was left open on the barge CIC0345 for 1
with a vessel in the channel at the Hilliard St Channel in Houston TX
at 1109 hours on 09 July 2019

Issued By ASB Date/Time 09 July 2019 0612

Received By _____ Position _____ Date _____

State and Local, FINES & PENALTIES RECEIVED AND PAID IN 2017

DOI	Claim #	Vessel	Penalty	Rec'd/Pd Date	Comment
08/16/17	17KIM20451	Kirby 28712	\$250 00	8/16/2017	Kirby 28712 discharged approximately 1 gallon of oil into Corpus Christi Channel, Fine issued by Texas GLO



17 KIM 20459



Texas General Land Office Oil Spill Prevention and Response

Spill Case Number 2017-2502

Preliminary Report

On or about 1205 on 16 Aug 2017, an unauthorized discharge of oil entered Texas coastal waters in Cogzac Channel
(Time) (Date) (Water Body)
in Alvares County. After conducting an investigation, the Texas General Land Office determined that the source of
(County Name)
the discharge was: Kirby barge 28712, # 1264622
(Source of Unauthorized Discharge)

Unauthorized discharges of oil are a violation of the Oil Spill Prevention and Response Act of 1991 (Natural Resources Code, Chapter 40) (OSPRA). In accordance with OSPRA Sections 40.251 and 40.252, the Responsible Person is assessed an administrative penalty(ies).

Notice of Violation

The owner or operator of the facility or vessel from which the unauthorized discharge of oil emanated is hereby designated the Responsible Person.

Kirby Island Marine, LP
Responsible Person

In accordance with OSPRA, the Responsible Person is assessed the following penalty(ies):

- \$0 Warning Only/No Administrative Penalty assessed. Recreational Vessel _____
- \$250 Administrative Penalty for a discharge of oil less than or equal to one gallon.
- \$300 Administrative Penalty for a discharge greater than one gallon but less than 42 gallons.
- \$500 Administrative Penalty for failure to give immediate notification of the discharge to the Texas General Land Office.

The Responsible Person is also liable for the following response costs as per 31 Texas Administrative Code Section 19.55:

- No response costs are due. The GLO response officer(s) was present on-scene less than or equal to two hours.
- \$250 in response costs are due. The GLO response officer(s) was present on scene over two hours but less than eight hours.

In accordance with OSPRA Section 40.254, you have the right to request a hearing to challenge the penalty assessment. If you want to request a hearing, you must submit a written request to the Commissioner within 20 days of the date of this notice.

If, as the designated Responsible Person, you consent to this assessment, you must submit payment in the amount of \$ 250.00 to the Texas General Land Office no later than 20 days from the date on which this notice is issued. In order to ensure proper credit of your payment, please enclose this document with your payment.

If you have any questions regarding this matter or would like to make your payment by credit card, please contact D'Anne Sites at 512-463-6740 or via e-mail at danne.sites@glo.texas.gov. Send your payment or request for a hearing to:

Texas General Land Office
Oil Spill Prevention and Response Program - Mail Code 143
P.O. Box 12873
Austin, Texas 78711-2873

Acting in my capacity as General Land Office Response Officer under the authority of OSPRA, I made the above determination regarding an unauthorized discharge of oil and delivered this notice to Todd Watkins / Captain, an authorized representative.
(RP Representative Printed Name and Title/Position)

Todd Watkins
(Signature of Recipient)

16 Aug 2017
(Date)

[Signature]
(Signature of GLO Representative)

16 Aug 2017
(Date)

(02-2016)

Approved _____

18 SJM 21265



Texas General Land Office Oil Spill Prevention and Response

Spill Case Number 2018-0175

Preliminary Report

On or about 0830 on 2/26/18, an unauthorized discharge of oil entered Texas coastal waters in Old River
(Time) (Date) (Water Body)

in Harris County. After conducting an investigation, the Texas General Land Office determined that the source of
(County Name)

the discharge was: Wrong Hose w/ Bis dust oil used during cleaning
(Source of Unauthorized Discharge) PUMP PROCESS

Unauthorized discharges of oil are a violation of the Oil Spill Prevention and Response Act of 1991 (Natural Resources Code, Chapter 40) (OSPRA). In accordance with OSPRA Sections 40.251 and 40.252, the Responsible Person is assessed an administrative penalty(ies).

Notice of Violation

The owner or operator of the facility or vessel from which the unauthorized discharge of oil emanated is hereby designated the Responsible Person.

San Jac Marine
Responsible Person

In accordance with OSPRA, the Responsible Person is assessed the following penalty(ies):

- \$0 Warning Only/No Administrative Penalty assessed. Recreational Vessel _____
- \$250 Administrative Penalty for a discharge of oil less than or equal to one gallon.
- \$300 Administrative Penalty for a discharge greater than one gallon but less than 42 gallons.
- \$500 Administrative Penalty for failure to give immediate notification of the discharge to the Texas General Land Office.

The Responsible Person is also liable for the following response costs as per 31 Texas Administrative Code Section 19.55:

- No response costs are due. The GLO response officer(s) was present on-scene less than or equal to two hours
- \$250 in response costs are due. The GLO response officer(s) was present on-scene over two hours but less than eight hours.

In accordance with OSPRA Section 40.254, you have the right to request a hearing to challenge the penalty assessment. If you want to request a hearing, you must submit a written request to the Commissioner within 20 days of the date of this notice.

If, as the designated Responsible Person, you consent to this assessment, you must submit payment in the amount of \$ 750 to the Texas General Land Office no later than 20 days from the date on which this notice is issued. In order to ensure proper credit of your payment, please enclose this document with your payment.

If you have any questions regarding this matter or would like to make your payment by credit card, please contact D'Anne Sites at 512-463-6740 or via e-mail at danne.sites@glo.texas.gov. Send your payment or request for a hearing to:

Texas General Land Office
Oil Spill Prevention and Response Program - Mail Code 143
P.O. Box 12873
Austin, Texas 78711-2873

Acting in my capacity as General Land Office Response Officer under the authority of OSPRA, I made the above determination regarding an unauthorized discharge of oil and delivered this notice to Christian Minor, Safety Manager, an authorized representative.
(RP Representative Printed Name and Title/Position)

[Signature]
(Signature of Recipient)

2-26-18
(Date)

[Signature]
(Signature of GLO Representative)

2/26/18
(Date)

18KIM21026



Texas General Land Office Oil Spill Prevention and Response

Spill Case Number 2018-1458

Preliminary Report

On or about 0945 on 4-24-18 an unauthorized discharge of oil entered Texas coastal waters in SAN JAC RIVER
(Time) (Date) (Water Body)

in HARRIS County. After conducting an investigation, the Texas General Land Office determined that the source of

the discharge was: TRIM HYDRAULICS ON OUTBOARD MOTOR ON THE 'MAKE READY BOAT'
(Source of Unauthorized Discharge)

Unauthorized discharges of oil are a violation of the Oil Spill Prevention and Response Act of 1991 (Natural Resources Code, Chapter 40) (OSPRA). In accordance with OSPRA Sections 40.251 and 40.252, the Responsible Person is assessed an administrative penalty(ies).

Notice of Violation

The owner or operator of the facility or vessel from which the unauthorized discharge of oil emanated is hereby designated the Responsible Person.

KIRBY INLAND MARINE
Responsible Person

In accordance with OSPRA, the Responsible Person is assessed the following penalty(ies):

- \$0 Warning Only/No Administrative Penalty assessed. Recreational Vessel _____
- \$250 Administrative Penalty for a discharge of oil less than or equal to one gallon.
- \$300 Administrative Penalty for a discharge greater than one gallon but less than 42 gallons.
- \$500 Administrative Penalty for failure to give immediate notification of the discharge to the Texas General Land Office.

The Responsible Person is also liable for the following response costs as per 31 Texas Administrative Code Section 19.55:

- No response costs are due. The GLO response officer(s) was present on-scene less than or equal to two hours.
- \$250 in response costs are due. The GLO response officer(s) was present on-scene over two hours but less than eight hours.

In accordance with OSPRA Section 40.254, you have the right to request a hearing to challenge the penalty assessment. If you want to request a hearing, you must submit a written request to the Commissioner within 20 days of the date of this notice.

If, as the designated Responsible Person, you consent to this assessment, you must submit payment in the amount of \$ 250.⁰⁰ to the Texas General Land Office no later than 20 days from the date on which this notice is issued. In order to ensure proper credit of your payment, please enclose this document with your payment.

If you have any questions regarding this matter or would like to make your payment by credit card, please contact D'Anne Stites at 512-463-6740 or via e-mail at danne.stites@glo.texas.gov. Send your payment or request for a hearing to:

Texas General Land Office
Oil Spill Prevention and Response Program - Mail Code 143
P.O. Box 12873
Austin, Texas 78711-2873

Acting in my capacity as General Land Office Response Officer under the authority of OSPRA, I made the above determination regarding an unauthorized discharge of oil and delivered this notice to Thomas Roberts - Boat Captain, an authorized representative.
(RP Representative Printed Name and Title/Position)

[Signature]
(Signature of Recipient)

4/24/2018 @ 1440
(Date)

[Signature]
(Signature of GLO Representative)

4-24-18 @ 1440
(Date)

State and Local, FINES & PENALTIES RECEIVED AND P Paid in 2019

DOI	Claim #	Vessel	Penalty	Rec'd/Pd Date	Comment
03/12/19	19KIM21822	M/V Cocho	\$250.00	3/12/2018	One gallon or less of oil discharged into Corpus Christi Inner Harbor, Fine issued by Texas GLO
03/26/19	19KIM22016	M/V Clarence Nixon	\$1,000.00	5/6/2019	Violated an Algiers Levee 180 foot buffer zone which is maintained during high water on Mississippi Fine is paid to Algiers Levee District, Louisiana
04/25/19	19KIM22073	M/V Miss Rolanette	\$2,000.00	5/30/2019	Violated an Algiers Levee 180 foot buffer zone which is maintained during high water on Mississippi Fine is paid to Algiers Levee District, Louisiana

19KIM21822



Texas General Land Office Oil Spill Prevention and Response

Spill Case Number 2019-0832

Preliminary Report

On or about 11:10 on 3/12/19, an unauthorized discharge of oil entered Texas coastal waters in CLOUDS CHRISTI INNER HARBOUR in NUECES County. After conducting an investigation, the Texas General Land Office determined that the source of the discharge was: M/V Doncho - 1250411

Unauthorized discharges of oil are a violation of the Oil Spill Prevention and Response Act of 1991 (Natural Resources Code, Chapter 40) (OSPRA). In accordance with OSPRA Sections 40.251 and 40.252, the Responsible Person is assessed an administrative penalty(ies).

Notice of Violation

The owner or operator of the facility or vessel from which the unauthorized discharge of oil emanated is hereby designated the Responsible Person.

Kirby Inland Marine LP
Responsible Person

In accordance with OSPRA, the Responsible Person is assessed the following penalty(ies):

- \$0 Warning Only/No Administrative Penalty assessed. Recreational Vessel _____
- \$250 Administrative Penalty for a discharge of oil less than or equal to one gallon.
- \$300 Administrative Penalty for a discharge greater than one gallon but less than 42 gallons.
- \$500 Administrative Penalty for failure to give immediate notification of the discharge to the Texas General Land Office.

The Responsible Person is also liable for the following response costs as per 31 Texas Administrative Code Section 19.55:

- No response costs are due. The GLO response officer(s) was present on-scene less than or equal to two hours.
- \$250 in response costs are due. The GLO response officer(s) was present on-scene over two hours but less than eight hours.

In accordance with OSPRA Section 40.254, you have the right to request a hearing to challenge the penalty assessment. If you want to request a hearing, you must submit a written request to the Commissioner within 20 days of the date of this notice.

If, as the designated Responsible Person, you consent to this assessment, you must submit payment in the amount of \$ 250 to the Texas General Land Office no later than 20 days from the date on which this notice is issued. In order to ensure proper credit of your payment, please enclose this document with your payment.

If you have any questions regarding this matter or would like to make your payment by credit card, please contact D'Anne Stites at 512-463-6740 or via e-mail at danne.stites@glo.texas.gov. Send your payment or request for a hearing to:

Texas General Land Office
Oil Spill Prevention and Response Program - Mail Code 143
P.O. Box 12873
Austin, Texas 78711-2873

Acting in my capacity as General Land Office Response Officer under the authority of OSPRA, I made the above determination regarding an unauthorized discharge of oil and delivered this notice to _____, an authorized representative.
(RP Representative Printed Name and Title/Position)

(Signature of Recipient)
D'Anne Stites for Matthew Stites

(Signature of GLO Representative)

(Date)
June 17, 2019
(Date)

19 KIM 22016



April 29, 2019

Kirby Inland Marine, LP
55 Waugh Dr. Suite 1000
Houston, TX 77007

Re: M/V Clarence Nixon; Incident 3/26/2019;

Dear Mr. O'Brian:

Per our earlier negotiations, the Southeast Louisiana Flood Protection Authority West (SLFPA-W) on behalf of the **Algiers Levee District**, has included herein a settlement agreement that covers the incident captioned above. Please sign the agreement, keep a copy for yourself, and send back to this office with check made payable to the **Algiers Levee District** with the agreed upon amount.

In order to ensure that the 180-foot buffer zone is maintained during high water on the river, please remind all of your captains, deckhands, employees and contractors that we strictly enforce the 180-foot rule when the river is above a +11.0 on the Carrollton gage. Gage levels can be obtained daily from rivergages.com.

We appreciate your willingness to work with this authority. If you have any questions or need any additional information please feel free to contact me at 504-371-6900.

Sincerely,

A handwritten signature in black ink, appearing to read "JRM", followed by a horizontal line.

John R. Monzon
Regional Director

Cc: Mr. Danny Avant, SLFPA-W



STIPULATED FINE AGREEMENT

This Stipulated Fine Agreement ("Agreement") is entered into by and between the Southeast Louisiana Flood Protection Authority – West (the "Authority") and *Kirby Inland Marine, LP*.

WHEREAS, the Authority charged *Kirby Inland Marine, LP* with alleged violations of La. R.S. 38:225(A)(2); and in furtherance of the said charge determined violations had occurred on March 26, 2019; and

WHEREAS, *Kirby Inland Marine, LP* acknowledges the violations occurred on March 26, 2019 as charged by the Authority and is thus subject to being fined by the Authority in accordance with La. R.S. 38:225; and

WHEREAS, the parties hereto have reached an agreement relative to the imposition of an appropriate fine commensurate with the severity of the violations as charged.

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS:


(1) The Authority and *Kirby Inland Marine, LP* do hereby mutually covenant and agree as follows:

- (a) *Kirby Inland Marine, LP* shall pay to the Algiers Levee District a civil fine in the amount of \$1000.00, said payment being made simultaneously with the execution of this Agreement and receipt of which is hereby acknowledged.
- (b) This Agreement contains the entire agreement between the Authority and *Kirby Inland Marine, LP* with regard to the matters set forth herein and shall be binding upon and inure to the benefit of the successors and assigns of each.
- (c) This Agreement shall be construed in accordance with the laws and regulations of the State of Louisiana.

IN TESTIMONY WHEREOF, the parties have caused this Agreement to be executed in multiple originals by their authorized representatives on the dates hereinafter set forth.

Southeast Louisiana Flood Protection Authority West

Date: 4/24/19

By: 
John R. Monzon, P.E.
Regional Director

Kirby Inland Marine, LP

Date: _____

By: _____
(sign name)

(print name)



STIPULATED FINE AGREEMENT

This Stipulated Fine Agreement ("Agreement") is entered into by and between the Southeast Louisiana Flood Protection Authority – West (the "Authority") and *Kirby Inland Marine, LP*.

WHEREAS, the Authority charged *Kirby Inland Marine, LP* with alleged violations of La. R.S. 38:225(A)(2); and in furtherance of the said charge determined violations had occurred on March 26, 2019; and

WHEREAS, *Kirby Inland Marine, LP* acknowledges the violations occurred on March 26, 2019 as charged by the Authority and is thus subject to being fined by the Authority in accordance with La. R.S. 38:225; and

WHEREAS, the parties hereto have reached an agreement relative to the imposition of an appropriate fine commensurate with the severity of the violations as charged.

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS:


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- (a) *Kirby Inland Marine, LP* shall pay to the Algiers Levee District a civil fine in the amount of \$1000.00, said payment being made simultaneously with the execution of this Agreement and receipt of which is hereby acknowledged.
- (b) This Agreement contains the entire agreement between the Authority and *Kirby Inland Marine, LP* with regard to the matters set forth herein and shall be binding upon and inure to the benefit of the successors and assigns of each.
- (c) This Agreement shall be construed in accordance with the laws and regulations of the State of Louisiana.

IN TESTIMONY WHEREOF, the parties have caused this Agreement to be executed in multiple originals by their authorized representatives on the dates hereinafter set forth.

Southeast Louisiana Flood Protection Authority West

Date: 4/22/19

By: 
John R. Monzon, P.E.
Regional Director

Kirby Inland Marine, LP

Date: 5/6/2019

By: 
(sign name)

PATRICK SHAMIS O'BRIEN
(print name)

19 KIM22073



PHONE: (504) 371-6900 FAX: (504) 371-6900
WWW.SLFWPA.COM

May 17, 2019

Kirby Inland Marine, LP
55 Waugh Dr. Suite 1000
Houston, TX 77007

Re: M/V Miss Rolanette; Incident 4/25/2019;

Dear Sir,

Per our earlier negotiations, the Southeast Louisiana Flood Protection Authority West (SLFPA-W) on behalf of the *Algiers Levee District*, has included herein a settlement agreement that covers the incident captioned above. Please sign the agreement, keep a copy for yourself, and send back to this office with check made payable to the *Algiers Levee District* with the agreed upon amount. For your convenience, we have also included a W-9.

In order to ensure that the 180-foot buffer zone is maintained during high water on the river, please remind all of your captains, deckhands, employees and contractors that we strictly enforce the 180-foot rule when the river is above a +11.0 on the Carrollton gage. Gage levels can be obtained daily from rivergages.com.

We appreciate your willingness to work with this authority. If you have any questions or need any additional information please feel free to contact me at 504-371-6900.

Sincerely,

John R. Monzon
Regional Director

Cc: Mr. Danny Avant, SLFPA-W
Mr. David Peterson, CPRA
Mr. Ignacio Harrouch, CPRA



1000 Poydras Street, Suite 2000, New Orleans, Louisiana 70012 • (504) 300-0718
FAX: (504) 373-1668 • www.southeastlouisiana.gov

STIPULATED FINE AGREEMENT

This Stipulated Fine Agreement (“Agreement”) is entered into by and between the Southeast Louisiana Flood Protection Authority – West (the “Authority”) and *Kirby Inland Marine, LP*.

WHEREAS, the Authority charged *Kirby Inland Marine, LP* with alleged violations of La. R.S. 38:225(A)(2); and in furtherance of the said charge determined violations had occurred on March 25, 2019; and

WHEREAS, *Kirby Inland Marine, LP* acknowledges the violations occurred on March 25, 2019 as charged by the Authority and is thus subject to being fined by the Authority in accordance with La. R.S. 38:225; and

WHEREAS, the parties hereto have reached an agreement relative to the imposition of an appropriate fine commensurate with the severity of the violations as charged.

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS:


(1)The Authority and *Kirby Inland Marine, LP* do hereby mutually covenant and agree as follows:

- (a) *Kirby Inland Marine, LP* shall pay to the *Algiers Levee District* a civil fine in the amount of \$2000.00, said payment being made simultaneously with the execution of this Agreement and receipt of which is hereby acknowledged.
- (b) This Agreement contains the entire agreement between the Authority and *Kirby Inland Marine, LP* with regard to the matters set forth herein and shall be binding upon and inure to the benefit of the successors and assigns of each.
- (c) This Agreement shall be construed in accordance with the laws and regulations of the State of Louisiana.

IN TESTIMONY WHEREOF, the parties have caused this Agreement to be executed in multiple originals by their authorized representatives on the dates hereinafter set forth.

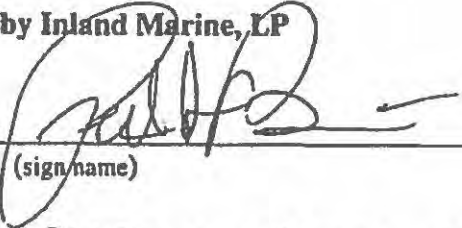
Southeast Louisiana Flood Protection Authority West

Date: 5/17/19

By: 
John R. Monzon, P.E.
Regional Director

Kirby Inland Marine, LP

Date: 5/30/2019

By: 
(sign name)
PATRICK STANIS
(print name)



1000 Poydras Street, Suite 2000, New Orleans, LA 70112
Phone: (504) 586-6000 Fax: (504) 586-6001
www.sflfa.com

STIPULATED FINE AGREEMENT

This Stipulated Fine Agreement ("Agreement") is entered into by and between the Southeast Louisiana Flood Protection Authority – West (the "Authority") and *Kirby Inland Marine, LP*.

WHEREAS, the Authority charged *Kirby Inland Marine, LP* with alleged violations of La. R.S. 38:225(A)(2); and in furtherance of the said charge determined violations had occurred on March 25, 2019; and

WHEREAS, *Kirby Inland Marine, LP* acknowledges the violations occurred on March 25, 2019 as charged by the Authority and is thus subject to being fined by the Authority in accordance with La. R.S. 38:225; and

WHEREAS, the parties hereto have reached an agreement relative to the imposition of an appropriate fine commensurate with the severity of the violations as charged.

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS:

(1)The Authority and *Kirby Inland Marine, LP* do hereby mutually covenant and agree as follows:

- (a) *Kirby Inland Marine, LP* shall pay to the *Algiers Levee District* a civil fine in the amount of \$2000.00, said payment being made simultaneously with the execution of this Agreement and receipt of which is hereby acknowledged.
- (b) This Agreement contains the entire agreement between the Authority and *Kirby Inland Marine, LP* with regard to the matters set forth herein and shall be binding upon and inure to the benefit of the successors and assigns of each.
- (c) This Agreement shall be construed in accordance with the laws and regulations of the State of Louisiana.

IN TESTIMONY WHEREOF, the parties have caused this Agreement to be executed in multiple originals by their authorized representatives on the dates hereinafter set forth.



Southeast Louisiana Flood Protection Authority - West
7001 River Road, Marrero, LA 70072 | 504.340.0318

High River Event - Vessel Incident

Incident Date GMT: 4/25/2019 2:01:37 PM

River Stage at Carrollton Gage: 16.19'

Issue: Violation of the provisions of R.S. 38:225(A)(2)

Vessel Name: Miss Rolanette

Barge ID(s): Kirby 17848

Vessel Owner: Kirby Inland Marine, LP

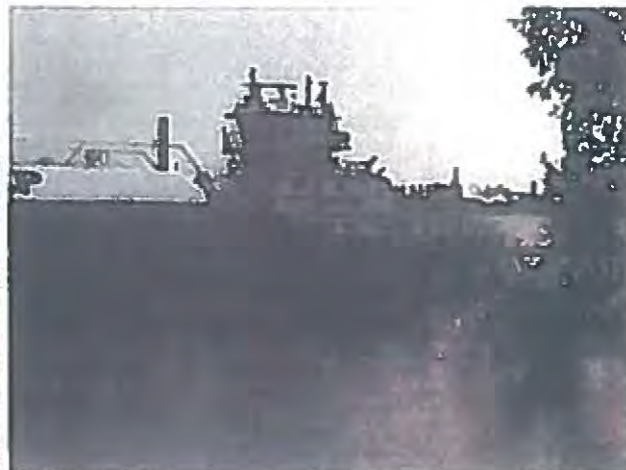
River Mile Marker: 89-90

Latitude: 29.9285295792203 **Longitude:** -89.9900829513464

Distance from Levee Crown (feet): 111

Angle to Levee (degrees): 15

Remarks: Miss Rolanette and lead barge Kirby 17848 within the 180' buffer zone.





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ENVIROS

Enforcement Action Advanced Search

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No information was found matching your selection criteria. Please try again.

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Street:
Direction Street Name Street Type Suite

City: Zip:

Section: Township: Range:

Respondent:

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Screen ID: 23473



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Florida Department of Environmental Protection

Hazardous Waste Facilities Search Results

Selection Criteria for This Handler Search:

EPAID: % ; **Name:** KIRBY INLAND MARINE, LP% ; **Address:** % ; **City:** % ; **County:** %

For Facility Data Links:

Activities -- provides a list of RCRA compliance activities and violations.

Mapping in GIS -- this opens a **[NEW IMPROVED]** GIS mapping tool focused on the facility.

Documents -- this provides a list of electronic documents available online.

Error Reporting -- send us feedback to address data errors.

County Verification -- County or RPC verification of Facility and Waste for this site.

For a Generator Status History:

click on the **Status**. - **NOT** indicates a facility is a Non-Notifier and may not have been issued the associated EPAID - **Check with DEP before using that EPAID!**

[Legend of Status Types](#)

EPA ID	Name	County	Address	Contact	Status	As of	Data Links
Search has retrieved 0 Facilities							

Legend of Status Types:

- LQG - Large Quantity Generator
- SQG - Small Quantity Generator
- CES - Conditionally Exempt Small Quantity Generator
- UOT - Used Oil Transporter
- TRA - Hazardous Waste Transporter
- TSD - Treatment/Storage/Disposal Facility
- CLO - Closed
- NHR - Non-Handler of Hazardous Waste



Occupational Safety and Health Administration

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Establishment Search Results

Establishment	Date Range	Office	Zipcode	State
Kirby Inland Marine LP	07/01/2015 to 07/20/2020	all	all	all

Please note that inspections which are known to be incomplete will have the identifying Activity Nr shown in italic. Information for these open cases is especially dynamic, e.g., violations may be added or deleted.

Sort By: **Date** | Name | Office | State Return to Search ↻

Results 1 - 1 of 1

By Date

	#	Activity	Opened	RID	St	Type	Sc	SIC	NAICS	Vio	Establishment Name
<input type="checkbox"/>	1	1149095.015	05/20/2016	0626700	TX	Referral	Partial		488330		Kirby Inland Marine, Lp

UNITED STATES
DEPARTMENT OF LABOR

Occupational Safety and Health Administration
200 Constitution Ave NW
Washington, DC 20210
☎ 800-321-6742 (OSHA)
TTY
www.OSHA.gov

FEDERAL GOVERNMENT

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Disaster Recovery Assistance
DisasterAssistance.gov
USA.gov
No Fear Act Data
U.S. Office of Special Counsel

OCCUPATIONAL SAFETY AND HEALTH

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Occupational Safety and Health Administration

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Inspection Detail

Case Status: CLOSED

Inspection: 1149095.015 - Kirby Inland Marine, Lp

Inspection Information - Office: Houston South				
Nr: 1149095.015	Report ID: 0626700	Open Date: 05/20/2016		
Kirby Inland Marine, Lp 2301 Brazosport Blvd. Freeport, TX 77541				
SIC:		Union Status: NonUnion		
NAICS: 488330/Navigational Services to Shipping				
Mailing: 55 Waugh Drive, Houston, TX 77007				
Inspection Type:	Referral			
Scope:	Partial	Advanced Notice:	N	
Ownership:	Private			
Safety/Health:	Health	Close Conference:	05/20/2016	
		Close Case:	01/27/2017	
Related Activity:	Type	ID	Safety	Health
Referral		1091658	Yes	

Case Status: CLOSED

Violation Summary						
	Serious	Willful	Repeat	Other	Unclass	Total
Initial Violations	1					1
Current Violations						
Initial Penalty	\$11,224	\$0	\$0	\$0	\$0	\$11,224
Current Penalty	\$0	\$0	\$0	\$0	\$0	\$0
FTA Amount	\$0	\$0	\$0	\$0	\$0	\$0

Violation Items											
	#	ID	Type	Standard	Issuance	Abate	Curr\$	Init\$	Fta\$	Contest	LastEvent
Deleted	1.	01001	Serious	5A0001	11/09/2016	12/15/2016	\$0	\$11,224	\$0		I - Informal Settlement

Occupational Safety and Health Administration
200 Constitution Ave NW
Washington, DC 20210
☎ 800-321-6742 (OSHA)
TTY
www.OSHA.gov

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[Disaster Recovery Assistance](#)
[DisasterAssistance.gov](#)
[USA.gov](#)
[No Fear Act Data](#)
[U.S. Office of Special Counsel](#)

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From: [Osorno-Belleme, Angela](#)
To: [HQS-SMB-FOIA](#)
Subject: Freedom of Information Act Request
Date: Monday, June 8, 2020 2:22:00 PM
Attachments: [image001.png](#)

Please accept this email as a Freedom of Information Act request for information on any environmental infractions, fines, penalties, and resolutions associated with the following companies:

Kirby Inland Marine, LP
1020 Port Boulevard, Suite 2
Miami, FL 33132

Hyde Shipping Corporation
10025 N.W. 116th Way, Suite #2
Medley, FL 33178

Intercruises Shoreside & Port Services, Inc.
80 SW 8th Street, Suite 1800
Miami, FL 33130

Hirsh Stevedoring, LLC
6701 NW 22nd Terrace
Fort Lauderdale, FL 33309

The period of this request is January 1, 2015 through June 1, 2020.

Your response may include redactions (removal) of Personal Information(5 U.S.C. 552(b)(6) and (b)(7)(c) information.

Thank you.








Angela Osorno Belleme, PMP
Franchise & Business Permit Manager
Broward County Port Everglades Department
1850 Eller Drive, Suite 603
Fort Lauderdale, FL 33316
Ph (954) 468-0112 Fx (954) 468-525-1910
aosornobelleme@broward.org

www.broward.org



Environmental Policy

Kirby recognizes the importance of efficiently meeting the waterborne transportation needs of the United States in an environmentally sound manner, while protecting the health and safety of our employees and the public. The management and the employees of Kirby are committed to continuously improving the compatibility of our operations with the environment. In furtherance of this commitment, the management and employees of Kirby Inland Marine pledge to:

-  Conduct our business and operate our vessels in a manner that protects the environment and the health and safety of our employees and the public. Our goal is zero spills and releases.
-  Recognize and be responsive to public concerns about waterborne transportation and its effects on the environment.
-  Make safety, health and the environment a priority in our business planning.
-  Commit to reduce overall emissions and waste generation, and comply with all laws and regulations concerning emissions and waste.
-  Participate with government and the public in creating responsible laws, regulations, and standards to safeguard the work place, community, and environment.

Establish and maintain, in cooperation with public authorities and others, contingency procedures and plans to mitigate the effects of accidents which may occur.

A handwritten signature in black ink, appearing to read "C. O'Neil".

Christian O'Neil
President
Kirby Marine Transportation Group

SECTION R - DEVELOP GROWTH OF PORT EVERGLADES

In February 2011 Kirby Inland Marine, LP purchased the vessel assets of Enterprise Marine Services based in Miami, Florida in order to expand its vessel bunkering and related operations in the State of Florida.

Kirby has been providing reliable, safe vessel bunkering services in Port Everglades since the inception of its Vessel Bunkering Franchise in 2011. One tug and barge unit remain domiciled in Port Everglades at all times, with 4 additional seagoing barges homeported in Port Miami that are utilized in Port Everglades during the busy winter cruise season, handling the increased demand for bunker fuel in Port Everglades during that time.

In the summer of 2019 we cleaned out our tanks on barge 401 to facilitate carrying Very Low Sulphur Fuel Oil (VLSFO). This was done so that we could have the ability to offer bunkers in compliance with the IMO's resolution 2020 Sulphur emissions cap.

During the last year we provided 371,014 bbl. oil, 5,115 bbl. marine diesel fuel, and 48,116 bbl. VLSFO to the vessels visiting Port Everglades, and the ones home ported there.

Kirby continually reviews and evaluates potential opportunities that would be complementary to our present business operations.

• Please also see our response to Section F - Applicant's Previous Business History.

SECTIONS T, V, W AND Z

Section T – Letter of Adequacy from the US Coast Guard and operations manual. This item is not applicable to the proposed vessel bunkering operations, as the Applicant is a vessel owner/operator, not a facility owner/operator. 33 CFR part 158 contains the regulations concerning Certificates of Adequacy, and they are applicable to ports and reception facilities. Certificates of Adequacy are used to certify facilities that receive oily mixtures, garbage, and NLS residue. See 33 CFR 158.120.

Similarly, the operations manual requirements are contained in 33 CFR 154.300, and they apply to land-based facilities. 33 CFR parts 155 and 156 set forth oil transfer procedures and requirements for vessels and do not include a requirement for a vessel owner/operator to have a USCG-approved operations manual. However, Kirby Inland Marine, LP maintains vessel operations procedures which are certified by independent auditors as compliant with the requirements of ISO 9002 and the American Waterways Operators Responsible Carrier Program. A copy is available upon request.

Section V – A copy of the Oil Spill Contingency Plan for Marine Transportation Related Facilities. This item is not applicable to the proposed vessel bunkering operations, as the Applicant is a vessel owner/operator, not a facility owner/operator. 33 CFR 154.1020 defines a “Marine Transportation Related Facility” as any onshore facility, and the intended vessel bunkering operations will be performed on Kirby Inland Marine, LP vessels. However, the Applicant operates those vessels under a USCG-approved Vessel Response Plan, as required by 33 CFR 155.1065. A copy of the USCG approval of Applicant’s Vessel Response Plan is attached. Applicant’s Vessel Response Plan is comprised of more than 8 volumes and will be made available for inspection upon request.

Section W – A Terminal Facility Discharge Prevention and Response Certificate with a copy of an approved Oil Spill Contingency Plan. This item is not applicable to the proposed vessel bunkering operations, as the Applicant is a vessel owner/operator, not a facility owner/operator. Fl. Stat. 356.071 (discharge contingency plan for vessels) provides that a plan in compliance with the federal requirement for a ship-specific discharge contingency plan shall satisfy the requirements for an adequate ship-specific discharge contingency plan. Kirby Inland Marine, LP operates the vessels to be employed in the intended vessel bunkering operations under a USCG-approved Vessel Response Plan, as required by 33 CFR 155.1065. Copies of Vessel VRP and SOPEP approvals are attached.

Section Z – An approved Discharged Cleanup Organization Certificate from the Florida Dept. of Environmental Protection. This item is not applicable to the proposed vessel bunkering operations, as the Applicant is a vessel owner/operator not a facility owner/operator. Florida DEP has advised that a Discharge Cleanup Organization Certificate is not issued to vessels operating independently of terminals. However, as required by 33 CFR part 155, the Applicant has ensured, by contract or other approved means, that the equipment necessary to respond, to the maximum extent practicable, to a “worst-case discharge” is available through its contract with the National Response Corporation (a USCG-approved Oil Spill Response Organization), attached.

VRP Details for Plan:13322	
Status: Approved	
Plan Holder Information	Plan Preparer Information
Kirby Corporation	KIRBY CORPORATION
J. Denise Batschauer 55 Waugh Drive Suite 1000 Houston, Texas 77007 UNITED STATES OF AMERICA	JACQUELYN BATSCHAUER 55 WAUGH DRIVE SUITE 1000 HOUSTON, TX 77007
Plan Approved	Approval Expires
12/20/2010	Plan: 02/17/2023 Non tank: 02/17/2023 Tank: 02/17/2023 IMO: 02/17/2023
PREP	WCD
No	32776.00 barrels
Revision	Plan Type
119	Tank
Vessels	Total Vessels: 1141 Total Authorized:1141

**SECTION W**

Kirby Corporation
C/O: KIRBY CORPORATION
ATTN: JACQUELYN BATSCHAUER
55 WAUGH DRIVE
SUITE 1000
HOUSTON, TX 77007

401 (1131325)

Your Shipboard Oil Pollution Emergency Plan (SOPEP), control number 13322, has been reviewed and found to be in compliance with the requirements of Regulation 37 of Annex I of the International Convention for the Prevention of Pollution from Ships (MARPOL 73/78).

This approval will remain valid until **February 17, 2023**. You must review your plan annually within 1 month of the anniversary date of the plan's expiration date and submit a letter to this office certifying that the review has been completed. Any alteration or revision made to the plan, with the exception of those made to the appendices and non-mandatory provisions must be submitted to this office for review and approval prior to the implementation of the revision. Further, the entire plan must be resubmitted to the Coast Guard for reapproval 6 months before the end of the approval period of the aplan.

I remind you that your plan is a vital working document and that implementing the plan will help ensure effective response and mitigation in the event of an oil pollution incident. Please be sure that all parties with responsibilities under the plan are familiar with the plan's procedures and requirements.

This letter shall be maintained onboard the vessel and placed in the front of the aplan.

Sincerely,

A handwritten signature in black ink, appearing to read "Kevin C. Boyd".

Kevin C. Boyd
Commander, U.S. Coast Guard
Vessel Response Plan Program Manager
By direction



Kirby Corporation
C/O: KIRBY CORPORATION
ATTN: JACQUELYN BATSCHAUER
55 WAUGH DRIVE
SUITE 1000
HOUSTON, TX 77007

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Sincerely,

Kevin C. Boyd
Commander, U.S. Coast Guard
Vessel Response Plan Program Manager
By direction

United States
Coast Guard
 2703 Martin Luther King Jr. Ave SE
 Washington, DC 20375-1616
 State Symbol: CG-1551 (VRP)
 Phone: (202) 372-1005
 Fax: (202) 372-8376
 Email: vrp@uscg.mil

 16460
 November 30, 2017

 Kirby Corporation
 C/O: KIRBY CORPORATION
 ATTN: JACQUELYN BATSCHAUER
 55 WAUGH DRIVE
 SUITE 1000
 HOUSTON, TX 77007

403 (1153102)

Your Vessel Response Plan (Control Number 13322) submitted to meet the requirements of Title 33, Code of Federal Regulations (CFR), Part 155, Subparts D and I, is **approved**. Approval will remain valid until **February 17, 2023**.

The 403 is authorized to operate only in the ports or geographic areas indicated in the Captain of the Port zones listed below. If carrying oil as cargo, the vessel is prohibited from handling, storing, transporting, transferring, or lightering oil unless it is operating in full compliance with this plan. Compliance includes ensuring that required resources have been identified and planned for or are in place and available through contract or other approved means. If applicable to your routes, this includes the dispersant and aerial observation requirements of 33 CFR 155.1050.

The vessel must keep a copy of this approval letter onboard in addition to the minimum sections of the plan as required by 33 CFR 155.1030. In accordance with 33 CFR 155.1070, you are required to review your plan annually and submit plan amendments for approval. As per 33 CFR 155.1070(b), the entire plan must be resubmitted for a comprehensive review and approval no later than six (6) months prior to the expiration date.

APPROVED CAPTAIN OF THE PORT ZONES
 CORPUS CHRISTI
 HOUMA
 HOUSTON-GALVESTON

 JACKSONVILLE
 KEY WEST
 MIAMI

 MOBILE
 NEW ORLEANS

 PORT ARTHUR AND LAKE
 CHARLES
 ST. PETERSBURG

Sincerely,

 Kevin C. Boyd
 Commander, U.S. Coast Guard
 Vessel Response Plan Program Manager
 By direction



16460
November 30, 2017

Kirby Corporation
C/O: KIRBY CORPORATION
ATTN: JACQUELYN BATSCHAUER
55 WAUGH DRIVE
SUITE 1000
HOUSTON, TX 77007

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Kevin C. Boyd
Commander, U.S. Coast Guard
Vessel Response Plan Program Manager
By direction



Kirby Corporation
C/O: KIRBY CORPORATION
ATTN: JACQUELYN BATSCHAUER
55 WAUGH DRIVE
SUITE 1000
HOUSTON, TX 77007

405 (1197372)

Your Vessel Response Plan (Control Number 13322) submitted to meet the requirements of Title 33, Code of Federal Regulations (CFR), Part 155, Subparts D and I, is **approved**. Approval will remain valid until **February 17, 2023**.

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HOUSTON-GALVESTON

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Sincerely,

Kevin C. Boyd
Commander, U.S. Coast Guard
Vessel Response Plan Program Manager
By direction



16460
November 30, 2017

Kirby Corporation
C/O: KIRBY CORPORATION
ATTN: JACQUELYN BATSCHAUER
55 WAUGH DRIVE
SUITE 1000
HOUSTON, TX 77007

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Sincerely,

Kevin C. Boyd
Commander, U.S. Coast Guard
Vessel Response Plan Program Manager
By direction



16460
November 30, 2017

Kirby Corporation
C/O: KIRBY CORPORATION
ATTN: JACQUELYN BATSCHAUER
55 WAUGH DRIVE
SUITE 1000
HOUSTON, TX 77007

406 (1202099)

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Sincerely,

Kevin C. Boyd
Commander, U.S. Coast Guard
Vessel Response Plan Program Manager
By direction



16460
November 30, 2017

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HOUSTON, TX 77007

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Kevin C. Boyd
Commander, U.S. Coast Guard
Vessel Response Plan Program Manager
By direction



16460
November 30, 2017

Kirby Corporation
C/O: KIRBY CORPORATION
ATTN: JACQUELYN BATSCHAUER
55 WAUGH DRIVE
SUITE 1000
HOUSTON, TX 77007

407 (1202100)

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Sincerely,

Kevin C. Boyd
Commander, U.S. Coast Guard
Vessel Response Plan Program Manager
By direction



Kirby Corporation
C/O: KIRBY CORPORATION
ATTN: JACQUELYN BATSCHAUER
55 WAUGH DRIVE
SUITE 1000
HOUSTON, TX 77007

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Kevin C. Boyd
Commander, U.S. Coast Guard
Vessel Response Plan Program Manager
By direction

Section Z



3500 Sunrise Highway,
Building 200, Suite 200
Great River, NY 11739 U.S.
631.224.9141 | 631.224.9082

SPILL RESPONSE CONTRACT CERTIFICATION

National Response Corporation (NRC) certifies that Kirby Corporation, as manager/owner ("Owner") has "ensured, by contract or other approved means, the availability of private personnel and equipment necessary to respond, to the maximum extent practicable, to a worst case discharge" for the below named Entered Vessel(s). NRC agrees that Owner has the right to name NRC and its resources, including those within its Independent Contractor Network (ICN) for Oil Pollution Act of 1990 (OPA) coverage for the below named Entered Vessel(s). NRC has filed its prototype Spill Response Plan Appendix with the U.S. Coast Guard, and Owner is authorized to reference this Appendix in his Vessel Response Plan. This Appendix presently covers all ports in the U.S. East, West Coast, Gulf Coasts, Great Lakes and the U.S. Caribbean. NRC reserves the right to rescind this authorization in the event of termination of its contractual arrangements with the Entered Vessel(s).

Entered Vessel(s)

ACT 101	KIRBY 10009	KIRBY 28002
ACT 102	KIRBY 10043	KIRBY 28003
AL 2301	KIRBY 10046	KIRBY 28010T
CGBM 101	KIRBY 10056	KIRBY 28011
CGBM 102	KIRBY 10070	KIRBY 28012
CGBM 103	KIRBY 10071	KIRBY 28013
CGBM 104	KIRBY 10072	KIRBY 28014
CGBM 105	KIRBY 10073	KIRBY 28015
CGBM 106	KIRBY 10074	KIRBY 28016
CGBM 107	KIRBY 10075	KIRBY 28017
CGBM 108	KIRBY 10076	KIRBY 28018
CGBM 109	KIRBY 10077	KIRBY 28019
CGBM 110	KIRBY 10078	KIRBY 28020
CGBM 111	KIRBY 10079	KIRBY 28021
CGBM 112	KIRBY 10080	KIRBY 28022
CGBM 113	KIRBY 10081	KIRBY 28023
CGBM 114	KIRBY 10082	KIRBY 28024
CGBM 118	KIRBY 10083	KIRBY 28025
CGBM 120	KIRBY 10084	KIRBY 28026
CGBM 121	KIRBY 10085	KIRBY 28027
CGBM 122	KIRBY 10086	KIRBY 28028
CGBM 128	KIRBY 10087	KIRBY 28029
CGBM 129	KIRBY 10088	KIRBY 28030
CGBM 130	KIRBY 10089	KIRBY 28031
CGBM 132	KIRBY 10090	KIRBY 28032
CTCO 250	KIRBY 10091	KIRBY 28033
CTCO 251	KIRBY 10092	KIRBY 28034
CTCO 252	KIRBY 10093	KIRBY 28036
CTCO 253	KIRBY 10094	KIRBY 28037
CTCO 254	KIRBY 10095	KIRBY 28038
CTCO 255	KIRBY 10096	KIRBY 28039
CTCO 3000	KIRBY 10097	KIRBY 28040
CTCO 314	KIRBY 10098	KIRBY 28041



3500 Sunrise Highway,
Building 200, Suite 200
Great River, NY 11739 U.S.
631.224.9141 631.224.9082

SPILL RESPONSE CONTRACT CERTIFICATION

301	KIRBY 27755	KIRBY 30724B
303	KIRBY 27756	KIRBY 30740T
304	KIRBY 27757	KIRBY 31001
305	KIRBY 27758	KIRBY 31002
• 401	KIRBY 27759	KIRBY 32000B
403	KIRBY 27760	KIRBY 32001B
405	KIRBY 27761	KIRBY 32003B
406	KIRBY 27762	KIRBY 32004B
407	KIRBY 27763	KIRBY 32005B
AL 2300	KIRBY 27764	KIRBY 8001
BOCA GRANDE	KIRBY 27765	KIRBY 8526
BOI L1	KIRBY 27766	KIRBY 8625B
BOI L2	KIRBY 27767	KIRBY 8626B
BREWSTER KNOTT	KIRBY 27768	MER 10
CGBM 123	KIRBY 27769	MER 11
CGBM 124	KIRBY 27770	MER 12
CGBM 125	KIRBY 27771	MER 13
CGBM 131	KIRBY 27772	MER 9
CULLEN	KIRBY 27773	MIAMI
DADE	KIRBY 27774	PENSACOLA
DBL 27	KIRBY 27775	SAINT CRISPIN
DBL 28	KIRBY 27780	WTC 3001
IIFL 220SS	KIRBY 27781	WTC 3002
IIFL 222SS	KIRBY 27782	WTC 3003
IIFL 404	KIRBY 27783	WTC 3004
IIFL 406	KIRBY 27784	DAVIS SEA
IIFL 408	KIRBY 27785	
• INDIAN RIVER	KIRBY 27786	

- Domiciled in Port Everglades

Acknowledged by:

Date: March 6, 2020

Michael Reese
Senior Vice President
National Response Corporation