

**Voies Navigables de France  
Northeast Regional Directorate  
169 rue Charles III bâtiment Le Skyline  
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## **CALL FOR EXPRESSIONS OF INTEREST**

**Implementation of a strategic project for the development  
of Lorraine ports:**



## CONTENTS

II The subject of the CEI: the port of tomorrow.....	4
2.1 The ports of Lorraine have many advantages .....	4
2.2 But their current situation requires further investment .....	5
2.3 Operational solutions are possible, however.....	6
2.4 They require a new type of management .....	6
2.5 The port of tomorrow will include 9 sites .....	6
III The challenges.....	7
3.1 Governance issues .....	7
3.2 Governance issues .....	8
IV The envisaged framework.....	8
4.1 The prospective licensing authority: the OMS .....	8
4.2 The planned concessionaire: the SEMOP .....	8
4.3 The future concession contract.....	9
4.4 The envisaged timetable.....	9
V The CEI process.....	9
5.1 CEI Response file.....	9
5.2 Provisional timetable.....	10
5.3 Additional information .....	10
5.4 Compensation.....	10
5.5: Confidentiality.....	10
VI Expected contributions from economic operators.....	11
6.1 The establishment of a single container operator.....	11
6.2 The search for new markets .....	11
6.3 The Development and commercialization of new lands .....	12
6.4 The pursuit of investment.....	12
6.5 Implementation of suitable governance .....	12
Annex A: The Europort Project .....	13
A.1 Main actions .....	13
A.2 Planned investments .....	13
A.3 Site Plan.....	13
Annex B: The 9 sites of the port of tomorrow.....	14
B.1 The New Port of Metz .....	14
B.2 The port of Nancy Frouard .....	15
B.3 The port of Thionville Illange .....	16
B.4 The port of Metz Mazerolle.....	17
B.5 The port of Toul.....	18
B.6 The port of Belleville.....	19
B.7 The port of Cattenom.....	19
B.8 The port of Koenigsmacker .....	19
B.9 The port of Maxéville .....	20
Annex C: What is a SEMOP? .....	21
Annex D: The envisaged strategy .....	22
D.1 The overall strategy .....	22
D.1.1 Aspect 1: Ending competition between the sites and increasing the performance and complementarity of the ports.....	22

- D.1.2 Aspect 2: Strengthen the "Landlord" position of ports and mobilize land reserves for the benefit of economic development..... 22
- D.1.3 Aspect 3: Continue to develop the container business ..... 23
- D.1.4 Aspect 4: To strengthen the service offering and the multimodal positioning of the sites..... 23
- D.1.5 Aspect 5: To strengthen the overall promotion of public ports..... 23
- D.1.6 Aspect 6: To guarantee sustainable and responsible port activities ..... 24
- D.1.7 Aspect 7: To establish a governance structure suitable for the strategy ..... 24
- D.2 The action plans for the main sites ..... 24
  - D.2.1 The New Port of Metz ..... 25
  - D.2.2 Nancy Frouard ..... 26
  - D.2.3 Thionville Illange ..... 26
  - D.2.4 Metz Mazerolle..... 27

## I Introduction: What is a CEI?

**This Call for Expressions of Interest (CEI) does not constitute a public call for bids, nor a consultation within the meaning of public contracts. Its purpose is to prepare the procedure for selecting an economic operator and concluding a subsequent concession contract for the future Port Lorraine: to ensure that the strategic development project for Port Lorraine is consistent with the standards of the professions involved, and as it may interest economic operators, VNF, the Greater East Region and the State, are launching a public consultation to collect comments, observations and proposals from industry professionals on this issue as well as their expectations as involved economic operators.**

**This CEI will be followed, during the second phase, by the publication of a Public Call for Candidates (PCC) and the submission of an Enterprise Consultation File (ECF) to the selected candidates, in accordance with Articles L. 1541 -1 et seq. of the CGCT: second public consultation will be launched soon afterwards for the purpose of selecting one or more economic operators in compliance with the applicable laws and regulations.**

**The purpose of this CEI is therefore:**

- **To provide all operators likely to be interested with initial information on the evolution of the ports of Lorraine**
- **To gather proposals that will be used to enrich the future ECF: draft strategy, investments, governance**
- **To identify potential partners in the case of the establishment of a semi-public mixed economy company (SEMOP)**

**It does not have the purpose or effect of replacing any deed or document of the award procedure as provided for in Articles L. 1541-1 et seq. of the CGCT.**

**Operators interested in this opportunity are invited to come forward under the conditions set out below.**

## II THE SUBJECT OF THE CEI: THE PORT OF TOMORROW

### ***2.1 The ports of Lorraine have many advantages***

- **Trimodal accessibility based on a network of first order infrastructure at the European scale: positioning of ports on 2 Euro-corridors (North Sea / Mediterranean, Atlantic); connection to all major motorways (North-South A31, East West A4), rail (North-South, East-West) and river (North with the Moselle)**
- **Good general condition of harbour infrastructure and handling platforms renovated through public investment by the State, the Great Eastern Region and local authorities, equipment able to handle all types of products (bulk, containers, heavy packages...)**
- **Large agricultural and industrial enterprises located at the site or nearby: important area for production of cereals and oilseeds in the Great East region, quarries and transformation facilities present next to waterways, potential for wood exports, circular economy sector in full boom**

- Site of the new Port of Metz: largest river port for cereals in France and 10th largest river port by volume
- Availability of land likely to strengthen traditional sectors and develop new ones



The environment of the Moselle ports  
Source: *sillon mosellan*

## 2.2 But their current situation requires further investment

Directly linked to Lorraine's economy, Lorraine's ports have largely contributed to the development of the region. But these ports are now in a difficult situation.

- Traffic has been continuously eroded by almost 20% over the past 10 years due to the industrial restructuring in the steel sector and the energy transition. The end of captive trade - coal and steel - has also affected the import/export balance of flows, hence the competitiveness of grain export prices.
- Significant competition from neighbouring European ports and platforms (Athus, Bettembourg, Trier, Dillingen) makes it difficult to find new traffic. The presence of a major player who can bring synergies to maritime markets is imperative.
- Furthermore, the competition existing between the Moselle ports themselves does not strengthen their competitiveness.
- Container business, the main element of the current port strategy, is growing slowly. The Metz terminal is now equipped with adequate resources.

The ports have their own assets, but also know their limits and weaknesses: for example, the Thionville port complex, which has been inserted into the Europort project presented in

Annex A, the ports of Metz with limited land, the gap between the port of Frouard and the Champigneulles terminal.

### ***2.3 Operational solutions are possible, however***

Despite these difficulties, the Lorraine ports have a solid base. They can be developed as part of the indispensable development of less carbon and greenhouse gas-intensive transportation modes, the continuous growth of container transport on a global scale, in environmental issues and the gradual renewal of the Lorraine economy which is opening up to northern Europe and the Mediterranean.

**The end of the current concessions for the 4 public ports on 31 December 2018 is a unique time to seize these opportunities and put an end to competition between the sites by creating the port of tomorrow, Port Lorrain consists of 9 sites.**

- Its coordinated development would be reinforced by the integration of one or more specialized European operators and the establishment of a single container operator.
- The development of new land (Metz, Nancy Frouard, and near the public port on Europort land) would encourage new companies generating traffic.
- The integration of the ports of Toul, Belleville, Cattenom and Koenigsmacker into a single port complex would make it possible to adapt the management approach for these sites in order to ensure consistency in the development of the Meurthe-et-Moselle and Moselle ports.
- A specific agreement for Thionville would finally make it possible to take advantage of Europort's potential development while preserving overall site management.

### ***2.4 They require a new type of management***

Only the establishment of a single governance body for the 9 sites of the Moselle can provide management and operational coherence and give the Lorraine corridor a port organization which is a vector for economic development, job creation and modal transfers towards alternative transport solutions road haulage.

This has led the state, the public authority, Voies Navigables de France (VNF) and the Region, to innovate by designing a new organization to pool their resources and their efforts in favour of port development.

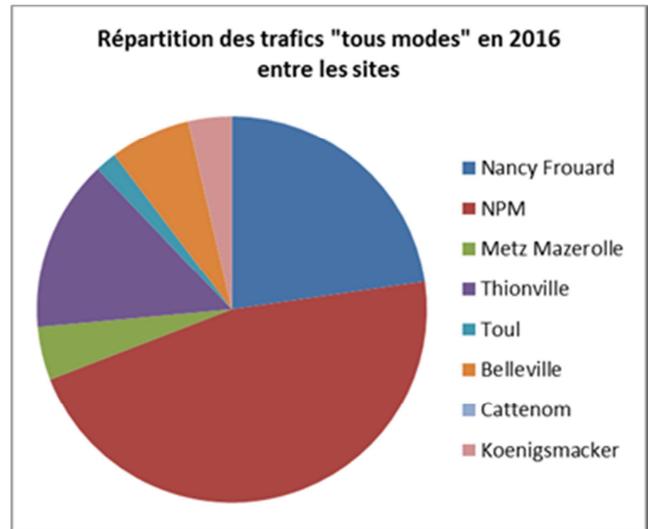
Together, they considered creating an Open Mixed Syndicate (OMS) to act as the future licensor.

### ***2.5 The port of tomorrow will include 9 sites***

Port Lorrain will include 9 sites:

- The 4 ports including the New Port of Metz, Nancy Frouard, Metz Mazerolle, and Thionville Illange, whose cumulated turnover amounted to € 2.3 million in 2016
- The 5 ports of Toul, Belleville, Maxéville, Cattenom and Koenigsmacker

The traffic at all sites represents a total of 7.2 million tons.



The characteristics of these 9 sites are specified in Appendix B.

## III THE CHALLENGES

The creation of Port Lorraine, consisting of 9 sites, and the association within a single operational structure of 7 EPICs, 2 metropolises, the Region and the VNF would be a first at the national level and would make it possible to meet the governance and development challenges.

### 3.1 Governance issues

- To define and implement a common, balanced and beneficial port strategy for the entire region, strengthening access to Lorraine to the north (Antwerp, Rotterdam), the south (Rhône Valley and Mediterranean), the west (Paris region) and the east (Central Europe), in perfect harmony with the regional logistic scheme and local development schemes.
- To strengthen the coherence between port development and public policy by including the local authorities responsible for planning and economic development and benefiting directly from port development in terms of jobs, in the definition of the strategy and integrating them directly into the governance structure.
- To create, through the proposed structure, new tax revenues for the communities (property tax, CFE, CVAE).
- To plan and implement investments to strengthen the position of the Lorraine ports in regards to their neighbours, avoiding the use of public funds, in accordance with the investment policy of the VNF, the State/Region Plan Contract and other priorities set at the European level, to ensure that revenue is compatible with the operating costs

of the port and to enable the governing partners to invest directly in the development of the port and, finally, to create conditions conducive to private investment in the port.

### **3.2 Governance issues**

- To ensure the mobilization of land for the development of river and rail transport and other logistics activities and ancillary activities, creating value for the regions and resources for the port.
- To attract investors and “traffic generators”, to enable the entry of manufacturers and logistic operators (using river transport and complementary modes), to make it possible to create terminals dedicated to operators, to offer competitive handling solutions for local industrialists, to create a responsive management structure, with a large degree of autonomy for the organization of operations and to be able to sign contract within time periods which are compatible with those of private operators.
- To take full advantage of European funding schemes such as RTE-T, coordinated management by the public stakeholders involved to ensure good visibility at both the national and community levels.
- To provide resources to the Moselle port system to compete better against the seaports and major handlers.
- To promote Lorraine ports at the global scale and promote the development of partnerships between the various platforms throughout the Greater Region, particularly within the Greater Trans-Border Region

## **IV THE ENVISAGED FRAMEWORK**

### **4-1 The prospective licensing authority: the OMS**

The Ports Lorrains OMS would assume the role of licensor in place of VNF. It would define the strategy and oversee its implementation thanks to its position in the SEMOP. It would provide the future operator with the land needed for port development.

The OMS would combine VNF and the Greater East Region. The groups of municipalities whose territory is affected by the ports would participate in the work of the trade union Committee in an advisory capacity.

As part of this project, the OMS would entrust the management, operation, development and fitting out of Port Lorrain to a private company, constituted in the form of SEMOP and under a public service concession contract.

### **4.2 The planned concessionaire: the SEMOP**

At this stage we plan to set up a SEMOP, a single-purpose mixed-economy company, whose shareholders would be the OMS and one or more economic operators and whose capital would be in the order of 1.5 million Euros. The involvement of a third-party investor in the capital is also envisaged.

**The precise scope of intervention of the SEMOP is to be specified in the context of this CEI.**

The relevance of this management method for the 9 sites is to be validated by the private stakeholders, given the differences in the financial challenges regarding the scale of the sites, their potential, and the territorial synergies that can be foreseen.

- The OMS would be a shareholder in the SEMOP, at a level of 20 to 30%, and the manager of the strategy.
- Caisse des Dépôts et Consignations would be a shareholder in the SEMOP, up to a level of 15% for example.
- The rest of the capital would be held by one or more economic operators (CCI, European operators and specialized investors, industrial companies...)

A presentation of the SEMOP is attached in Appendix C.

### **4.3 The future concession contract**

After preliminary discussions, the main characteristics of the future concession would be as follows:

- A single concession for the 9 sites,
- Investments borne directly by the operator.
- A duration corresponding to the planned investments, in the order of 30 years.
- Technical depreciation of the investments and recovery of the assets at their undepreciated value at the end of the concession.
- Remuneration of the OMS corresponding to a fixed royalty on the lands of the concession and a variable royalty based on the current pre-tax income of the SEMOP,
- Direct receipt by the operator of all operating, land, landlord revenues.

### **4.4 The envisaged timetable**

- Second half of 2017: implementation of the OMS (statutes, governance, budget, strategy and business plan of the SEMOP) and launch of the CEI
- January 2018: creation of the OMS
- February 2018: results of the CEI
- March 2018: publication of the ECF for selection of the economic operator and implementation of the concession contract
- January 2019: set-up of the new operator

## **V THE CEI PROCESS**

### **5.1 CEI Response file**

**Economic operators likely to be interested are asked to submit a file with the following elements:**

- a letter indicating the surname, first name and powers of the person authorized to answer the CEI and the contact details of the operator in question, or, in the case of a group of operators, a letter from each of them indicating the surname, first name and powers of the person authorized to answer the CEI and the details of the operator in question;
- a presentation of their expertise and references for similar operations and activities or, as the case may be, for all the operators in the group;
- contributions to the development of Ports Lorrains;

- Their answers to the key points presented below.

A brief file that may include illustrations is expected.

Documents should be sent to:

- Voies Navigables de France  
Northeast Regional Directorate  
169 rue Charles III bâtiment Le Skyline  
54000 Nancy

This letter must be duplicated in an electronic version of the file to be sent by email to the address:

- xavier.lugherini@vnf.fr
- Thibaut.Bernard@vnf.fr

If required, the analysis of the information may lead to the organization of an interview.

## ***5.2 Provisional timetable***

The deadline for answers is February 9, 2018.

**The answer will be sent in French.**

**The CEI procedure may be terminated at any time or its deadline may be postponed. Moreover, the CEI is not binding on any party as to its consequences.**

## ***5.3 Additional information***

To obtain additional information that may be required, interested parties may send a written request (letter, fax or email) up to 15 (fifteen) calendar days before the deadline for submission of proposals to:

- xavier.lugherini@vnf.fr
- Thibaut.Bernard@vnf.fr

## ***5.4 Compensation***

No compensation will be paid.

## ***5.5: Confidentiality***

If certain information communicated is of a confidential nature, it will be up to the operator in question to indicate this on each confidential document sent.

VNF then undertakes, for documents identified as confidential, not to communicate them to third parties, it being specified that the following are not considered to be third parties:

- all consultants of VNF, including but not limited to lawyers, financial and technical advisers and auditors.
- any supervisory authority, any administrative authority (CADA in particular, subject to compliance with industrial and commercial secrecy) or judicial authority.
- all internal and external organs of control or management.

## VI EXPECTED CONTRIBUTIONS FROM ECONOMIC OPERATORS

The members of the future OMS wish to have one or more economic operators likely to assist them in the development of Lorraine Ports and the implementation of the SEMOP strategy.

The economic operator:

- will fully play its role as a majority shareholder and director of the SEMOP.
- will participate financially in the capital of SEMOP (and will possibly contribute quasi-equity in the form of a shareholder current account of advance to contribute to the financing of investments)

**The expectation of the members of the future SMO is that the answers to the CEI enable them to specify the content of the future consultation (SEMOP strategy, business plan, statutes and shareholders' agreement), particularly in the following areas:**

- **The establishment of a single container operator**
- **The search for new markets**
- **Development and commercialization of new lands**
- **The pursuit of investments**
- **Implementation of suitable governance**

### ***6.1 The establishment of a single container operator***

The establishment of a single container operator will enable us to:

- Guarantee coherent development and a single commercial policy for all the sites
- Use existing equipment acquired under the previous Planning Contract while avoiding any dispersion of marketing efforts.
- Specify the river container traffic and the relevance of a Rail - Water and Water - Road multimodality compared to Rail - Road alone.

Companies responding to the CEI are therefore invited to specify their vision and ambitions regarding:

- The development of the container business: prospects for container traffic growth in the medium term, potential positioning of the Moselle ports in the supply chain, target hinterland, positioning compared to other competing platforms.
- The optimal regional strategy in terms of geographical positioning and synergies with the entire logistics chain located on the region.

### ***6.2 The search for new markets***

It is essential to regain a positive dynamic in terms of river and rail traffic and to restore the balance of import and export flows. The following will also be used:

- The operators' know-how as an actor in river transport which is likely to contribute to the development of the Lorraine Ports
- The strengthening links with seaports as an actor in these ports
- The ability to create new traffic or promote modal transfers as an industrial actor
- Their capacity to develop new sectors and potential actors in the latter

Companies responding to the CEI are therefore invited to specify:

- Their vision for the development potential of new activities / sectors, in particular those likely to generate economic activity for the ports: aggregates & construction, circular economy (waste management, bio-fuels, bio-mass, etc.), heavy packages, agribusiness...
- Their contribution to the development of river traffic
- Their approach to multimodality with the river freight gateway in modal terms: rail or road, and the economic underpinnings specific to the sector in question
- Their ambitions for modal transfers related to CSR and sustainable development

### **6.3 The Development and commercialization of new lands**

The development of two new zones is envisaged in the short and medium term:

- The Nouvelle area in Nancy Frouard (7 ha available)
- The "Ikea retention pond" zone at the New Port of Metz (6 ha available)

Companies responding to the CEI are therefore invited to specify:

- Their vision for the development and marketing of these areas
- Their ambitions for the sites of Toul, Belleville, Cattenom and Koenigsmacker
- Their vision for the development of the Maxéville site and its activities.

It is specified that the use of new spaces is to be strategically prioritized in relation to the profitability of those investments already made or planned in terms of port equipment.

### **6.4 The pursuit of investment**

The development of the Lorrain Ports will be based on a new investment phase:

- An initial calibration was done by VNF estimating the cost of modernization for of Port Lorrain to be €40 M. This estimate is only for guidance at this time.
- The offers that will be submitted by the future candidates may include projects which deviate from this estimate.
- Financing for these investments would be provided by grants, loans and quasi-equity, it being understood that the OMS shareholder does not intend to contribute quasi-equity at this stage.

Companies responding to the CEI are therefore invited to specify:

- Their own ambitions or needs in terms of investment
- Their expectations for financing these investments

### **6.5 Implementation of suitable governance**

The establishment of appropriate governance is essential for the smooth operation of the future SEMOP.

Companies responding to the CEI are therefore invited to specify:

- Their expectations regarding the scope of the SEMOP: integration of all sites within a single SEMOP, creation of several SEMOPs ?
- The nature of the activities carried out directly by the SEMOP and activities that may be sub-delegated
- Their expectations, particularly in terms of risk sharing, as a potential economic operator selected to be a shareholder of the SEMOP
- Their wishes regarding the key points of the statutes of the future company and the shareholders' agreement

As such, the economic operator must read Annex D detailing the planned strategy.

# ANNEX A: THE EUROPORT PROJECT

For guidance, the main features of the project are summarized below:

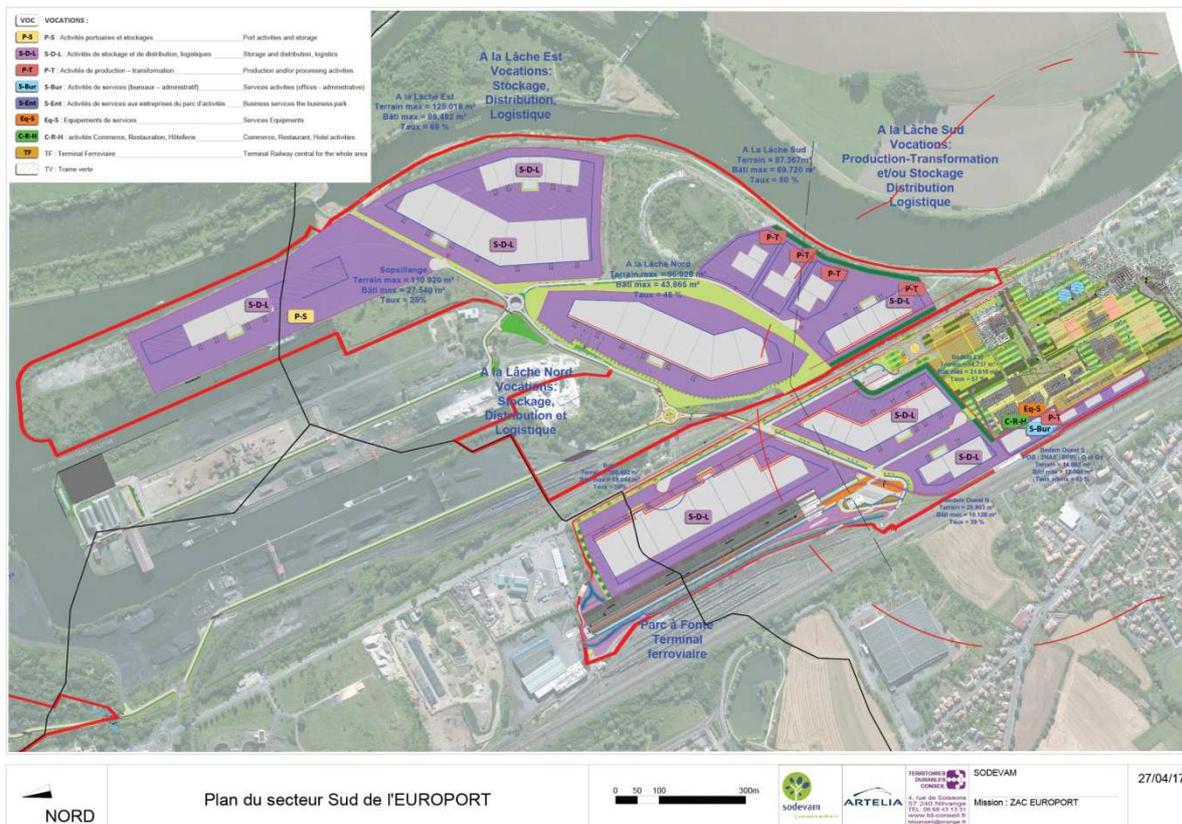
## A.1 Main actions

- Improvement of the public access roads
- Improvement of rail access to the public port and the Europort and Gepor railway routes
- Development of the container business at the existing platform in the public port to the benefit of newly established activities
- Reception and development of rail traffic for the China / Europe link

## A.2 Planned investments

- Construction of a rail terminal (€ 10,300 k)
- Creation of a new ITE (€ 1,300 k)
- Development of rail access (€ 3,850 k)
- Improvement of road access (€ 7,150 k)
- Total: € 22.6 million

## A.3 Site Plan



# ANNEX B: THE 9 SITES OF THE PORT OF TOMORROW

## B.1 The New Port of Metz

The New Port of Metz was conceded on January 25, 1967 to Nouveau Port de Metz SAS, whose majority shareholder is the Chamber of Commerce and Industry of the Moselle. It is the main transit and storage port for the grain sector in the East of France.

With a total conceded surface area of about 60 ha, only the left bank of the dyke (T1) was exploited (1000 linear m of usable dock) until the establishment of a container line in 2014 on the platform located on the right bank, unoccupied since 2000. To increase its activity, there are land reserves both within the conceded perimeter (right bank of the docks) and outside it. The port has 58.3 ha of land, a 1500m platform length and 13 km of rail tracks.

- 13 lessees are listed
- 2016 turnover: € 1147 k
- Turnover at 61% of rents
- 1 weighbridge
- 1 mobile crane for heavy packages and containers
- Grain silos for 550,000 t
- 25 ha of ground storage
- Many occupants, and 2 separate terminals
  - Bulk terminal, mainly grain to the west
  - Container terminal in the east
- An import/export container business operated in 2017 as follows:
  - River connections to Antwerp (B), Cologne / Köln (D) (hub to Rotterdam), Mertert (L)
  - Rail connections to Antwerp (B) (sea outlet)
  - Rail connections to Salzburg (A) (continental outlet)
- Limited land availability within the current concession
  - Land released as part of the redevelopment of the entrance (1 ha)
  - Land between containers and silos (3.5 ha)
- Immediate proximity to the A31
- Land opportunities on the periphery of the current concession
  - Military land on the right bank of the Moselle (35 ha)
  - To the north, bordering the concession (6 ha)
  - North, in the zone of the Maxe power plant (coal plant, 56 ha)

Nouveau Port de Metz (tous modes)	Trafic	2012	2013	2014	2015	2016
Céréales et oléagineux	vrac	3 371 230	3 556 494	3 890 551	3 797 008	3 024 668
CMS	vrac	279	216	164	170	135
Produits pétroliers	vrac	24 933	27 335	23 076	23 937	17 174
Minerai et déchets de la métallurgie	vrac	0	0	0	0	0
Produits métallurgiques	conventionnel	0	0	0	0	0
BTP (minerais, matériaux)	vrac	224 744	249 540	342 238	319 957	285 214
Engrais	vrac	60 404	58 772	69 461	52 300	37 465
Produits chimiques	vrac	26 108	21 394	0	0	0
Colis lourds et produits manufacturés	conventionnel	0	0	0	5 808	0
<b>Total</b>		<b>3 707 698</b>	<b>3 913 751</b>	<b>4 333 748</b>	<b>4 206 615</b>	<b>3 364 656</b>

**The New Port of Metz was the 10<sup>th</sup> largest French river port in 2016 and the largest river port for cereals.**

	2014	2015	2016	2017
janvier	#N/A	975	455	0
février	#N/A	500	211	0
mars	19	871	397	0
avril	212	693	126	134
mai	89	453	28	370
juin	238	338	74	220
juillet	74	439	232	140
août	60	457	281	175
septembre	97	495	0	317
octobre	313	512	0	260
novembre	379	419	26	284
décembre	417	707	80	#N/A



## B.2 The port of Nancy Frouard

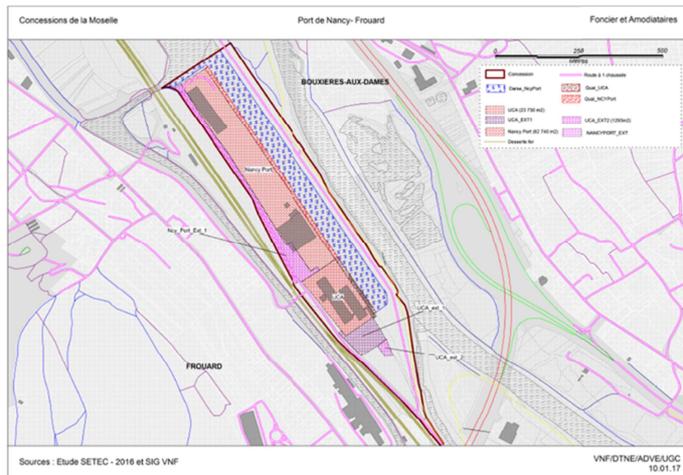
The public port of Nancy Frouard was conceded on March 15, 1968 to the Chamber of Commerce and Industry of Meurthe-et-Moselle. It is a general port handling different types of goods (grains, heavy packages, cellulose...), occupying a total conceded surface area of approximately 17 ha and with 700 m of docks, and 3 km of rails.

The port can no longer be extended within the conceded perimeter. However, there are land reserves north of the site that could be mobilized in the short term (La Nouvelle area).

The two operators are Nancyport and UCA.

- 2016 turnover: € 427 k
- Turnover at 100% of rents
- 2 cranes, 5 to 35 t
- a 320t heavy package gantry crane
- 1 weighbridge for 100 t
- 3 loaders and 3 forklifts, rail-road tractors
- 2 ha of open-air storage
- Covered storage of 13,000 m<sup>2</sup>
- A sub-delegate and a lessee supplying 90% of the port's revenues; Nancy port and UCA
- Available space within the perimeter of Nancy port
- A railway terminal in the immediate vicinity
- A land opportunity to the north: the La Nouvelle area (7 ha available)

<b>NANCY FROUARD (tous modes)</b>	<b>Trafic</b>	<b>2012</b>	<b>2013</b>	<b>2014</b>	<b>2015</b>	<b>2016</b>
Céréales	vrac	1 352 577	1 089 411	1 246 156	1 980 587	1 000 459
Oléagineux	vrac	2 804	4 777	2 434	0	0
CMS	vrac	403 595	328 888	394 646	259 969	203 235
Produits pétroliers	vrac	49 766	28 231	50 394	47 438	35 808
Minerai et déchets de la métallurgie	vrac	54 567	46 364	60 823	18 786	0
Produits métallurgiques	conventionnel	7 847	62 400	71 990	84 373	63 559
BTP (minerais, matériaux)	vrac	128 829	117 017	9 073	33 670	3 276
Engrais	vrac	6 230	6 946	1 302	0	3 325
Produits chimiques	vrac	332 874	360 562	364 595	338 511	329 977
Colis lourds et produits manufacturés	conventionnel	9 785	7 760	8 317	6 654	6 208
<b>Total</b>		<b>2 348 874</b>	<b>2 052 356</b>	<b>2 209 730</b>	<b>2 769 988</b>	<b>1 645 847</b>



### ***B.3 The port of Thionville Illange***

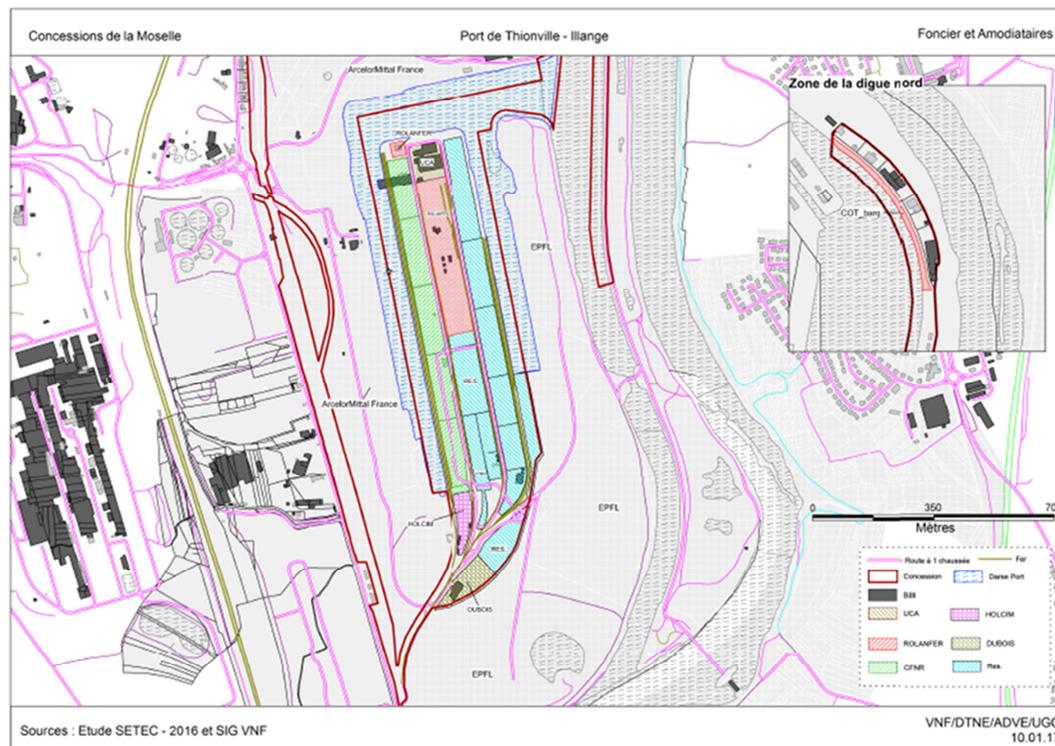
The public port of Thionville-Illange has been conceded on 21 August 2008 to Canal des Mines de Fer de la Moselle (CAMIFEMO) SAS, whose majority shareholder is the Chamber of Commerce and Industry of the Moselle. It has historically served steel companies in the North of Lorraine.

With a total conceded area of approximately 70 ha and a usable dock of 1,580 m, it forms part of a larger port complex which includes the private port of Gepor and the Europort project area, so limiting its possibilities for extension.

The Port of Thionville-Illange has significant advantages: direct access to north-south (A31) and east-west (A4) motorways, and it is relatively far from residential areas.

- 14 lessees are listed
- 2016 turnover: € 495 k
- Turnover at 84% of rents
- 12 km of rails
- 4 mobile cranes
- a 60 t heavy package gantry crane
- 1 weighbridge
- Grain silos for 45,000 t
- 25 ha of open-air storage
- Covered storage of 23,000 m<sup>2</sup>
- Significant land availability at the public port: 11 ha
- Competition from Gepor and a port totally inserted in the Europort project

THIONVILLE Illange (tous modes)	Trafic	2012	2013	2014	2015	2016
Céréales et oléagineux	vrac	169 915	131 263	204 995	207 236	184 689
CMS	vrac	507 849	621 984	511 615	203 293	236 086
Produits pétroliers	vrac	0	0	0	0	0
Minerai et déchets de la métallurgie	vrac	82 320	110 444	135 338	131 727	152 132
Produits métallurgiques	conventionnel	126 838	62 421	41 114	7 066	77 572
BTP (minerais, matériaux)	vrac	407 641	483 576	472 421	349 326	392 228
Engrais	vrac	4 145	3 406	0	0	0
Produits chimiques	vrac	0	0	0	0	0
Colis lourds et produits manufacturés	conventionnel	0	0	0	0	0
<b>Total</b>		<b>1 298 708</b>	<b>1 413 094</b>	<b>1 365 483</b>	<b>898 648</b>	<b>1 042 707</b>



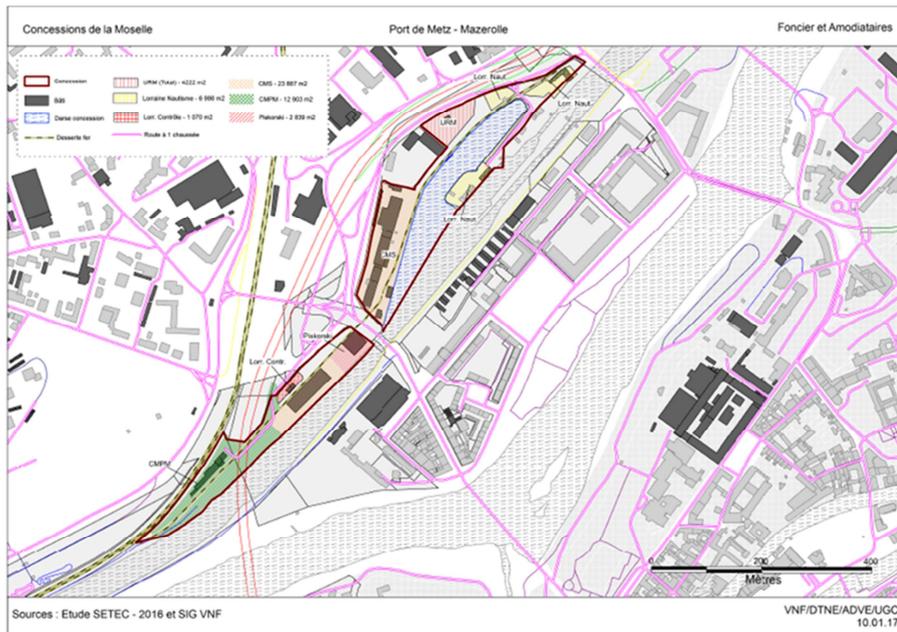
## B.4 The port of Metz Mazerolle

The public port of Metz Mazerolle was conceded on 21 August 2008 to Canal des Mines de Fer de la Moselle (CAMIFEMO), SAS whose majority shareholder is the Chamber of Commerce and Industry of the Moselle. Located upstream of the New Port of Metz, it is the most "modest" of the 4 public ports, both in terms of tonnage and land area.

It has a total conceded area of approximately 8 ha, 2 km of rail lines and a usable platform of 800 linear metres. The port can no longer be extended inside or outside the conceded perimeter.

- 7 lessees are listed
- 2016 turnover: € 235 k
- Turnover at 100% of rents
- Grain silos for 40,000 t
- 1 ha of open-air storage
- Covered storage of 10,000 m<sup>2</sup>
- The land almost completely occupied; none of the main current lessees show any signs of leaving
- An exclusive landlord activity
- A largely positive income statement
- Almost no extension is possible

<b>METZ MAZEROLLE (tous modes)</b>	<b>Trafic</b>	<b>2012</b>	<b>2013</b>	<b>2014</b>	<b>2015</b>	<b>2016</b>
Céréales et oléagineux	vrac	516 698	456 557	345 681	401 257	250 633
Bois de chauffage	vrac	0	0	0	0	0
CMS	vrac	0	0	0	0	0
Produits pétroliers	vrac	14 822	18 826	20 140	37 088	22 376
Minerai et déchets de la métallurgie	vrac	51 399	13 891	25 314	2 975	7 537
Produits métallurgiques	conventionnel	0	0	0	0	0
BTP (minerais, matériaux)	vrac	15 777	17 071	19 203	18 617	19 964
Engrais	vrac	41 070	38 025	30 182	17 456	20 954
Produits chimiques	vrac	0	0	0	0	0
Colis lourds et produits manufacturés	conventionnel	0	0	0	0	0
<b>Total</b>		<b>639 766</b>	<b>544 370</b>	<b>440 520</b>	<b>477 393</b>	<b>321 464</b>



### B.5 The port of Toul

- Surface area of 6,400 m<sup>2</sup>
- 135 m of dock
- No rail access
- COT Nancy Port
- Royalty fee of € 9,498.19

<b>Port de Toul</b>	<b>2012</b>	<b>2013</b>	<b>2014</b>	<b>2015</b>	<b>2016</b>
<b>Trafic export</b>					
Minerai et déchets pour la métallurgie	5 664	1 354	3 064	4 420	0
Produits métallurgiques	0	7 076	5 485	6 037	0
Minéraux bruts ou manufacturés, matériaux de construction	16 081	13 282	8 699	6 507	37 060
<b>Total</b>	<b>21 745</b>	<b>21 712</b>	<b>17 248</b>	<b>16 964</b>	<b>37 060</b>
<b>Trafic import</b>					
Bois	0	0	5 882	0	0
Produits métallurgiques	1 602	4 534	8 298	5 344	5 282
Engrais	39 732	35 257	37 990	25 358	21 790
<b>Total</b>	<b>41 334</b>	<b>39 791</b>	<b>52 170</b>	<b>30 702</b>	<b>27 072</b>
<b>Total général</b>	<b>63 079</b>	<b>61 503</b>	<b>69 418</b>	<b>47 666</b>	<b>64 132</b>



### B.6 The port of Belleville

- COT UCA
- Duration: (01/09/2010– 31/08/2028)
- 7.3 ha; 250 meter dock
- Annual fee: € 53,048.97

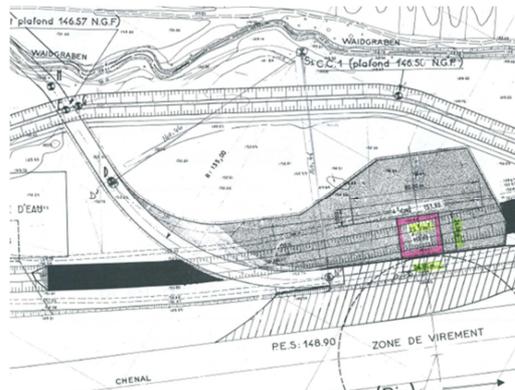
Belleville	2012	2013	2014	2015	2016
Céréales	226 586	357 997	297 638	345 488	191 944
Denrées alimentaires	60 863	62 400	48 366	42 780	50 873
Total	287 449	420 397	346 004	388 268	242 817



### B.7 The port of Cattenom

- Heavy parts traffic related to the operation of the EDF nuclear power station located a few km away
- River Port Area of 36,000 m2 including 7,000 m2 of paved area (in green)
- 26m X 26m zone at the edge of the dock able to support loads of 25t/m<sup>2</sup> (4t/m<sup>2</sup> for the rest of the site)

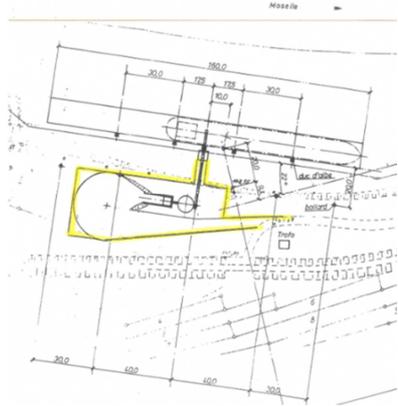
Année	Chargement	Déchargement
2012	0	300
2013	373	190
2014	0	350
2015	0	0
2016	240	310



### B.8 The port of Koenigsmacker

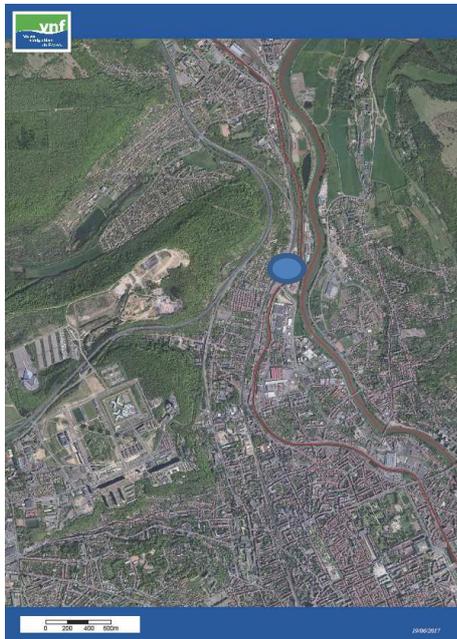
- Koenigsmacker is a port which ships construction materials.
- River Port Area with 2552 m2 of open-air storage
- 5 dolphins for mooring boats
- Fees of around € 3,000/year
- Transit area for occasional traffic

2012	2013	2014	2015	2016
175 140	139 305	152 705	134 309	130 065



### B.9 The port of Maxéville

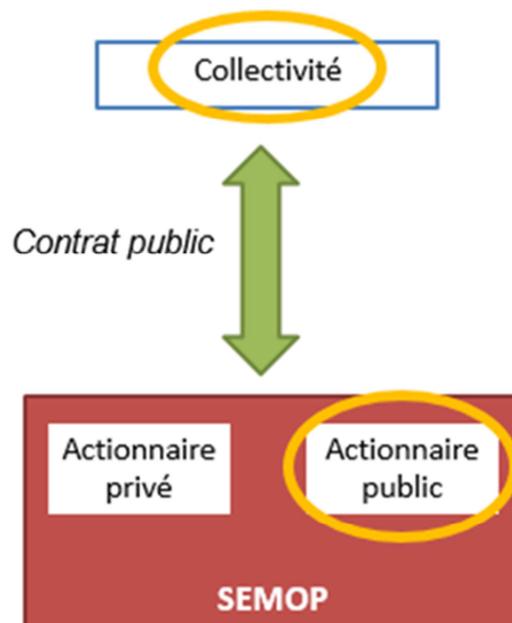
- River Port Area in green 1100 m2
- Private domain in blue to be acquired (5000 m2 plot not currently used).
- Industrial wasteland (potential acquisition, in blue) located in the business zone (activity zone) of the Maxéville Local Urbanization Plan
- Dock is in a deteriorated state
- Town centre accessible by road in about ten minutes and A31 one hundred metres away



## ANNEX C: WHAT IS A SEMOP?

A “Société d’Economie Mixte à OPération” (SEMOP) is a form of semi-public company (SEM) provided for in Articles L1541-1 et seq. of the General Code of Territorial Communities (CGCT). The main characteristics of a SEMOP are as follows:

- Unlike other forms of SEM which require the presence of at least 7 shareholders, the SEMOP can be constituted by a minimum of 2 shareholders.
- The SEMOP must be constituted by a single community or a single group of local authorities, which may hold between 34% and 85% of the capital, alongside one or more "economic operators". Public capital can therefore be a minority share, unlike other forms of SEM.
- The functioning of a SEMOP is the same as with a “Société Anonyme”, as provided for by the Commercial Code. It should be noted, however, that the Chairman of the Company must be a representative from the public shareholder, regardless of the share capital it holds.
- The SEMOP is only responsible for executing the one and only public contract awarded to it by the public body (the same public entity which is the public shareholder). The existence of a SEMOP is therefore linked to the duration of this public contract.
- The private economic operator shareholder is selected following an advertising procedure and public bids. In other words, the competition is not intended to find a pre-existing structure but to choose the private co-shareholder of a structure to be created in the future. This procedure is carried out in conjunction with that aimed at awarding the public contract, of which SEMOP will be the holder.



## ANNEX D: THE ENVISAGED STRATEGY

The strategy to be implemented in the future will largely be the fruit of this consultation: it is indeed the proposals of the economic actors, the majority shareholders of the SEMOP, which will make it possible to establish its principle aspects. The following text therefore merely reflects a transitional stage, reflecting the thoughts of the members of the future OMS.

### ***D.1 The overall strategy***

The strategy envisaged at this stage is organized around 7 aspects corresponding to 25 objectives.

#### **D.1.1 Aspect 1: Ending competition between the sites and increasing the performance and complementarity of the ports**

Increasing the performance of the ports first involves merging their management structures. It must be accompanied by further professionalization of the port management. In order to carry out this strategy, the public asset concessions for Nancy-Frouard, Metz Mazerolle, the New Port of Metz and Thionville will have a clear and precise inventories in terms of land, assets, environmental matters, contracts and security. It is on this basis that the future operator of the ports will define the structure of its functional organization and will review the characteristics of the staff currently made available by the concessionaires by evaluating them according to their missions.

This strategic axis proposes the following objectives :

- **Objective 1:** To guarantee the coherence of the actions of the ports by associating the sites where VNF possesses land with the 4 public asset concessions
- **Objective 2:** To optimize the resources deployed by the concessionaire by strengthening the synergies between sites and to professionalize the port management
- **Objective 3:** To make the necessary investments by ensuring their complementarity

#### **D.1.2 Aspect 2: Strengthen the "Landlord" position of ports and mobilize land reserves for the benefit of economic development**

In addition to providing a competitive offering of logistics services to their customers and to promote them, the ports also have the main mission of renting viable land suitable for the needs of the companies. In the "Landlord" model, the port manager's strategy focuses on the implementation of global coordination actions involving a wide variety of public and private actors in order to develop the port's activities and promote them.

The essential role of the Moselle ports is to promote the development and implementation of relevant projects that are consistent with regional planning, and to provide flexible and responsive services with regards to the implementation requirements of local and external economic stakeholders. They are, in particular, the decision-makers regarding the nature of investments, the guarantors of profitability and responsible for the efficacy of land-provision methods (price policy, methods for contracting the terminals...).

The ports plan to develop new areas and improve the support for their prospects and their lessees (shippers, investors) at all stages of the project to facilitate decision-making and :

- To have reliable financial resources
- To contribute to the financing of investments

This strategic aspect has the following objectives:

- **Objective 4:** As part of the investment program (objective 3.1), to develop new land to create business development opportunities and attract new investors.
- **Objective 5:** Implement a master plan for each of the main sites
- **Objective 6:** Adapt pricing policies to the services provided
- **Objective 7:** Integrate the advantages of the ports and port services with the economic development actions
- **Objective 8:** Preserve land availability along the Moselle

### **D.1.3 Aspect 3: Continue to develop the container business**

The development of the UTI business was at the heart of major investments largely financed by local authorities. But the current situation shows that success has not yet achieved the expected level. Hence the importance of redefining the development framework of the container business.

This strategic aspect has the following objectives:

- **Objective 9:** To consolidate the container service using existing equipment and assets and already operational economic links, providing a basis for a single management body.
- **Objective 10:** Strengthen the complementarity between Intermodal Transport Unit (ITU) businesses
- **Objective 11:** To strengthen the efficacy of the link between the Champigneulles rail terminal and the port of Nancy Frouard.

### **D.1.4 Aspect 4: To strengthen the service offering and the multimodal positioning of the sites.**

To combat the decline in traffic on the Moselle, ports must concentrate their efforts both on their ability to produce competitively priced services (in all the operations of the supply chain: transport, handling, etc.) and their ability to offer differentiated services through the existence of ancillary services, the "green" image linked to the use of alternative transport to road transport and, lastly, the speed of adaptation to demands. In this context, the future management entity may be required to participate directly (through equity participation or financing assistance) in the production of for-hire logistics services in order to improve the competitiveness of river and rail logistics.

This strategic aspect has the following objectives:

- **Objective 12:** To stop using the pure landlord model and to develop handling activities
- **Objective 13:** To strengthen the service offering
- **Objective 14:** To strengthen the multimodal positioning of the ports

### **D.1.5 Aspect 5: To strengthen the overall promotion of public ports**

To counter their image deficit and lack of visibility in terms of their hinterland and Europe, to strengthen existing channels and attract new markets, ports must also improve communication about their offering to shippers and carriers, by making it more effective and better targeted. The purpose of this strategic focus is to maintain the positioning of ports in their traditional traffic sectors, to consolidate service offerings for containers and to attract and retain new shippers and new sectors.

This strategic aspect has the following objectives:

- **Objective 15:** Retain existing customers and attract new customers
- **Objective 16:** Mobilize all the actors within the Great East

### **D.1.6 Aspect 6: To guarantee sustainable and responsible port activities**

The continuation of port activities and their development in the medium/long term can not be done without taking into account the societal and environmental issues of the region. All port projects will therefore be assessed according to these challenges and the stakeholders will be consulted.

The acceptability of port activities also implies that the future port manager must engage with the entire river/port community in an effort to improve environmental performance and societal exemplarity, such that the port area can be understood by the general public as being safe and responsible from the environmental and social points of view. From this perspective, the future manager must engage in global inter-company discussions on the main port sites, concerning the feasibility of implementing an ecological industrial approach.

This strategic aspect has the following objectives:

- **Objective 17:** Designing ports for sustainable development
- **Objective 18:** To minimize the environmental impact of ports
- **Objective 19:** To develop socially responsible behaviours
- **Objective 20:** To contribute to the development of the entire region

### **D.1.7 Aspect 7: To establish a governance structure suitable for the strategy**

The governance of the Moselle basin and its public ports has already been the subject of several studies and exchanges between public and private actors over the past 10 years without a solution that meets all the constraints (particularly regulatory ones) having emerged. Nevertheless, for public ports, the reorganization of competences within the regions (NOTRe Law of August 2015) offers a legal solution to the "traditional" concessional model (with VNF as the sole licensor) able to satisfy the expectations of the stakeholders, whose main aims are:

- To consolidate the management of public ports to optimize it
- To directly involve all stakeholders in port governance
- To guarantee synergies between public and private investments
- To optimize the organization of the third-party handling business by avoiding unnecessary local competition in a context of strong demand contraction and increased competition at the Euro/regional level in order to capture it
- And, above all, and thanks to the presence of economic operators, to integrate the ports of Lorraine into the European network and to offer a wider range of services

The consultation conducted during the second half of 2016 and the first half of 2017 confirmed the persistence of these expectations and also gave rise to an original governance scheme for the Moselle ports on several levels.

- **Objective 21:** Create a single OMS for Lorraine ports
- **Objective 22:** Transfer operation to a SEMOP
- **Objective 23:** Optimize synergies between ports
- **Objective 24:** Involve the users of ports
- **Objective 25:** To incorporate the development of the ports into the economic/political landscape of the "Sar-Lor-Lux" area and to promote a comprehensive port offering on the European scale.

## ***D.2 The action plans for the main sites***

**These action plans will be adapted according to the proposals made by the economic actors.**

## D.2.1 The New Port of Metz

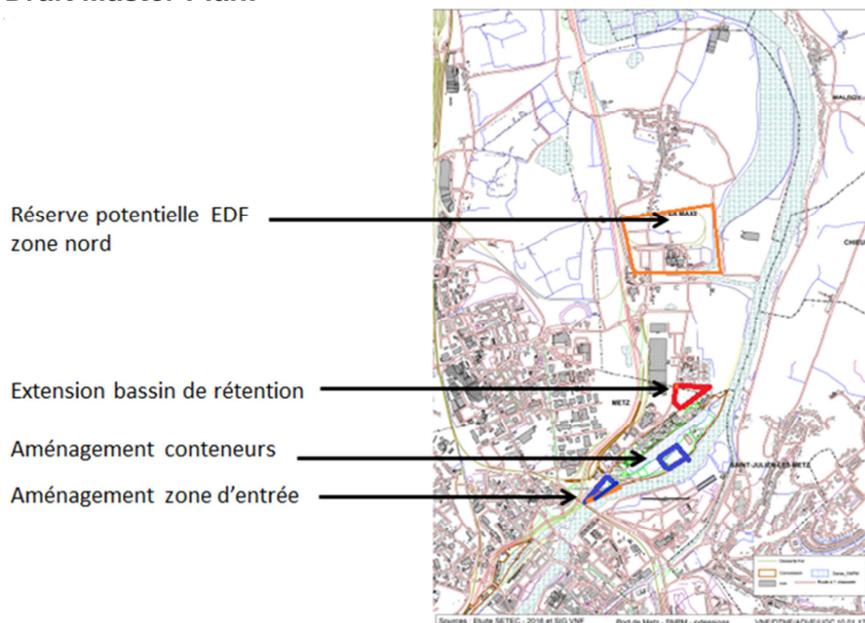
### Main actions

- Continue to develop the container business
  - Optimize operating practices
  - Pursue investment
  - Develop commercial attractiveness for major logistics players as distributors (based on the current IKEA example)
- Strengthening the grain sector (largest cereals port in France)
- Development of complementary sectors
  - Aggregates and construction materials
  - Circular economy
- Creating new landlord incomes: extension of the Ikea retention basin

### Planned investments:

- Extension of the ITE to cope with increases in rail traffic (€ 1,000 k, 2019)
- Acquisition of a Rail Route (€ 120 k)
- Acquisition of a RTG crane and not a gantry crane (€ 1,600 k)
- Laying of tracks at T1 (€ 2,300 k)
- Development of the entrance to the site (€ 1500 k)
- Extension of the multimodal platform (€ 5,000 k)
- Extension of rail lines to the multimodal platform (€ 1500 k)
- Creation of a 5000 m<sup>2</sup> bonded warehouse (€ 3.5 M)
- In the long-term and according to economic needs: development of extensions: land controlled by the City of Metz (€ 6 M)
- Total: € 20.9 million

### Draft Master Plan:



## D.2.2 Nancy Frouard

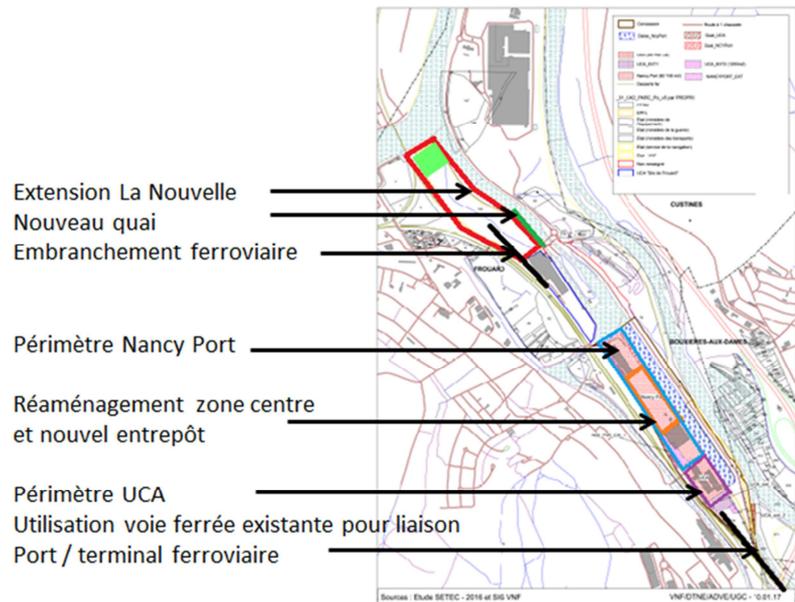
### Main actions:

- Integration of handling activities and existing activities at Nancy Port
- Development of self-handling for third parties
- Integration of the ports of Toul (Nancy Port) and Belleville (UCA)
- Integration of VNF land in Maxéville for an urban logistics project
- Strengthening of links with the rail terminal
- Using port space for storing empty containers
- Development of new sectors: Heavy packages, Urban logistics, Circular economy, Biomass
- Enlargement of the hinterland towards the Vosges / Toul / Pont-à-Mousson zone
- Creation of new landlord incomes: development of the “La Nouvelle” area

### Planned investments:

- Re-paving of the platform: € 500,000
- Construction of a covered hall: € 500,000
- Realization of an HEQ warehouse (5000 m2): € 3,500,000
- Development of the La Nouvelle zone: € 12,000,000
- Port of Maxéville: repair of the dock and development of the land: € 2,000,000
- Total investments: € 18.5 million

### Draft Master Plan:



## D.2.3 Thionville Illange

### Main actions:

- Temporary Tenancy Agreement or sub-delegation of the Thionville Illange site creating synergies with the development of the Europort project
- Extension of the perimeter of the public port docks to the 2 wharves of the Gepor private port and the "Sopcollange" wharf at Europort.
- Contracting, by the future manager, with Gepor and Europort for their access to the waterway

**Planned investments:**

- Investment may be required as part of the implementation of the Europort project (Annex A)

**Draft Master Plan:**

- Not applicable

**D.2.4 Metz Mazerolle**

**Main actions**

- Maintenance of port activities for 30 years
- Extension limited to empty plots belonging to the Regional Infrastructure Authority
- Re-use of land, which may be released by Piskorski, by CMS
- Maintain the Landlord model and increase revenues limited to inflation and possible harmonization with other sites

**Planned investments:**

- No investment

**Draft Master Plan:**

