

**Full Board Meeting Minutes
Board of Commissioners
Louisiana Housing Finance Agency**

**Wednesday, January 19, 2011
2415 Quail Drive
V. Jean Butler Board Room
Baton Rouge, LA 70808
12:00 p.m.**

Commissioners Present

Allison A. Jones
Michael L. Airhart
Guy T. Williams
Donald B. Vallee
Katie Anderson
John N. Kennedy
Joseph M. Scontrino, III
Adena R. Boris
Neal P. Miller
Mayson H. Foster
Tyrone A. Wilson
Frank H. Thaxton, III

Commissioners Absent

Elsenia Young
Jerome Boykin, Jr.

Legal Counsel Present

Wayne Neveu, Foley & Judell
Terri Porche Ricks
Edselle Keith Cunningham, Jr.
Christine Bratkowski
Leslie C. Strahan
Jessica Guinn

Staff Present

Barry E. Brooks

Milton Bailey

Alesia Wilkins-Braxton

Charlette Minor

Loretta Wallace

Brenda Evans

Rebekah Ward

Annie Clark

Roger Tijerino

Rene Landry

Mary Antoon

Jeff DeGraff

Marjorianna Willman

Others Present

See Sign-In Sheet

CALL TO ORDER

Chairwoman Jones called the meeting to order at 12:55pm. Board Coordinator Barry Brooks called the roll; there was a quorum. There was thereafter an introduction of guests.

APPROVAL OF MINUTES

On a motion by Commissioner Katie Anderson, seconded by Commissioner Joseph M. Scontrino, III, the minutes of the Full Board Meeting held December 8, 2010, were approved. There being no further discussion or opposition, the motion passed unanimously.

CHAIRMAN'S REPORT

Chairwoman Jones extended deepest sympathies to the victims and citizens of Tucson. She further noted that she thought President Obama's State of the Union Address was very poignant and moving, in particular were two passages that requested we all live up to the standards of moral citizens and to widen the circle of concern for future generations.

Chairwoman Jones also requested that each commissioner who has not completed his or her Ethical Training do such by no later than February 15th.

Congratulations were extended to Vice-Chairman Airhart on the recent birth of his daughter.

Chair Jones next presented former Commissioner Susan Sonnier with a plaque acknowledging her time on the Board and service to the State.

Ms. Sonnier stated that her time and experience on the BOC had been a very enriching experience, and she thanked everyone for their support, professionalism, and service to the State.

Continuing with her report, Chair Jones thanked everyone for their continued support regarding PIS legislation.

Chair Jones encouraged attendance at the March NCSHA LegisCon event being held in WashDC.

Chair Jones advised everyone that the draft of the 3-year Strategic Plan had been completed by SSA Consultants and had been distributed and that she needs everyone to review said matter and submit any comments by January 24th so that SSA can incorporate said comments and redistribute for further discussion at the February 2011 BOCM. She requested that the matter be placed on the February 2011 BOCM agenda.

The next item discussed was the 7-day Board Agenda Placement matter.

Vice-Chairman Michael Airhart noted that he and Commissioner Mayson Foster initiated passage of the matter in February 2009 via former Board Chairman Wayne Woods, and that he'd like any and all info be provided seven days in advance.

Commissioner Donald Vallee concurred with VC Airhart; and also noted he'd like all documents and not just a listing of agenda items.

Commissioner Mayson Foster concurred with both comments and also noted that the intent was so that the BOC could review info in advance to be able to make decisions thereupon; he also advised that he supports the need to make sure all documents are ready in advance.

Commissioner Vallee noted it would also be beneficial to staff in pre-BOCM preparations to have everything timely ready.

Commissioner Tyrone Wilson noted his concern that there needed to be an exception in place should a resolution need to be revised.

Vice-Chairman requested that all February BOCM resolutions and documents be ready for everyone to review seven-days in advance.

Chair Jones noted that she would have a new resolution prepared and presented to the BOCM at the February 2011 clarifying the parameters of the Seven-Day Board Agenda Placement matter.

The next item on the agenda was a discussion regarding protocol during committee meetings.

The Chair requested input from General Counsel Terri Ricks. Ms. Ricks noted that she had researched the matter, as the custom had evolved for non-committee members to sit in committee meetings, as well as to vote on matters. She stated she had no concern about the previous matters that had come through the committee structure, for the previously handled matters all had been moved, seconded and voted on by the Full Board. She provided information from Agency's Bylaws specific to voting protocol, mentioned that the use of a proxy was prohibited by the Public Open Meetings Law. Her recommendation to the Board was that instead of the current custom of allowing non-committee commissioners to create a quorum and to vote, that if a quorum were not established the items would be brought before the Full Board without a committee recommendation. Doing so would allow the record to correctly reflect the proper procedure and action.

Commissioner Foster noted he feels each commissioner should be able to participate in committee meetings and vote on any matters.

Chair Jones inquired if the matter could be handled via a motion. GC Ricks advised that it should be handled via a resolution, but at another time. GC Ricks also reiterated the proxy prohibition.

Commissioner Vallee concurred with Commissioner Foster, also noting he supports a change in the Bylaws to allow for proxy.

GC Ricks noted for clarity that all commissioners can attend and participate, but that historical practices have changed and are now contrary to Attorney General Opinions on the matter and the Open Meetings Law.

Commissioner Frank Thaxton discussed what constitutes a quorum; he also inquired as to who can vote during committee meetings.

Commissioner Neal Miller noted that the ultimate decision on any matter was still up to the Full Board, so why was there a need to change current practices; and that he feels current process is working well.

Commissioner Tyrone Wilson inquired as to whether past procedure and decisions were compliant with the POML.

GC Ricks noted that items at the committee level still had to come before the Full Board and therefore were valid and binding; and that past discussions don't supersede a Full Board vote of approval.

There was further discussion on the pros and cons of the matter.

Vice-Chairman Airhart noted that when there is an absent commissioner he feels anyone should be able to sit in and vote. GC Ricks again reiterated the proxy prohibition. Chair Jones noted

that any matter can be still be reported out of committee favorably with the Full Board voting on matter.

Commissioners Vallee and Kennedy noted their support for Open committees.

Commissioner Guy Williams noted he sees no reason to change current protocol. He would support a review and change to the Bylaws.

Commissioner Joseph Scontrino noted he supports a good committee structure for clarity, and also so that staff would know which commissioners to converse with based on which committee an issue would fall under.

Chair Jones requested that the matter be placed on the Legal Committee agenda for the February 2011 BOCM.

The next item discussed was a need to move the March 9th BOCM to March 16th due to the March 7-9 NCSHA LegisCon and the March 8th Mardi Gras State Holiday.

On a motion by Commissioner Michael L. Airhart, seconded by Commissioner Joseph M. Scontrino, III, the BOC approved moving the March 9, 2011 BOCM to March 16, 2011; and providing for other matters in connection with the foregoing, was adopted. There being no further discussion, opposition, or public comments the matter unanimously passed.

The next item discussed was the LHBA Request for Education Co-operative Endeavor Funding.

Commissioner Scontrino advised that the proposal had been requested by LHBA to embark on educational endeavors jointly. He noted he would be meeting with the LHBA at 2PM to further discuss the matter, along with staff members Jeff DeGraff and Brenda Evans and any other commissioners wanting to attend. He noted the need for LHFA staff to be assigned the matter for further handling and monitoring.

Commissioner Vallee stated he supports the matter only if staff is trained and supportive of the matter; he suggested Vice-Chair Airhart head up a special committee to oversee the matter.

Chair Jones noted that in the interim that matter would be brought for further discussing during the Special Programs HOME Committee at the February 2011 BOCM.

PRESIDENT'S REPORT

In the interest of time, President Milton J. Bailey only discussed the 1-year PIS matter. He stated that no Exchange legislation had been passed by Congress but that continued discussions were being held. He further stated it was his understanding in particular that Senators Bacchus and

Landrieu would be offering a piece of stand-alone legislation to extend the PIS for 2-years. He said he hoped to have more information during March 2011 BOCM.

ASSET MANAGEMENT COMMITTEE

Asset Management Committee Chair Donald Vallee noted that the committee held its first meeting and that items discussed included Willowbrook Apts, Village de Jardin - about which there was a presentation – by the contracted architect and the Office of Facility Management. He reported that VDJ is a couple of months behind schedule, and that the Committee had voted to dissolve and reissue the current Property Management RFP.

AMCC Vallee noted that the committee was recommending approval of the resolution regarding extending the Willowbrook Apts PM contract.

On a motion by Commissioner Donald B. Vallee and seconded by Commissioner Joseph M. Scontrino, III, the resolution authorizing the Louisiana Housing Finance Agency (“Agency”) to extend the contract for the property management of the Agency-owned property Willowbrook Apartment Community for 120 days; and providing for other matters in connection with the foregoing, was adopted. There being no further discussion, opposition, or public comments the matter unanimously passed.

There next was a Suspension of the Rules to Add to the Agenda a resolution to cancel the current Property Management RFP.

Commissioner Donald B. Vallee made a motion, which was seconded by Commissioner Michael L. Airhart; the motion was to suspend the rules and add a resolution to cancel the current Property Management RFP, and providing for other matters in connection there with, which was a matter not on the agenda. The chair opened the floor for public comment on the motion; there was none. There motion was passed unanimously.

The matter itself was this taken up. On a motion by Commissioner Donald B. Vallee, seconded by Commissioner Michael L. Airhart, the resolution authorizing the Louisiana Housing Finance Agency (“Agency”) to cancel the current Request for Proposals (RFP) issued for the property management of the Louisiana Housing Finance Agency-owned properties: Willowbrook Apartment Community and the Village De Jardin, and to issue a new RFP with clear language; and providing for other matters in connection with the foregoing, was passed unanimously.

HUMAN RESOURCES COMMITTEE

Human Resources Committee Chair Tyrone Wilson noted the committee had met earlier and had established a quorum. HRCC Wilson noted that the LHFA President and Vice-President Evaluation forms had been distributed earlier and would be due back to HR Chair Tyrone Wilson

prior to the February 9th BOCM. Tabulations of which would take place prior to the March 19th meeting of the Board. There will be meetings held with each the President and the Vice-President by Chair Jones, Vice-Chair Airhart, and HRCC Wilson some time after the March 19th meeting of the Board.

Commissioner Tyrone Wilson moved for the approval of the Timeline for Evaluations of the LHFA President and Vice-President, and providing for other matters in connection with the foregoing, which was seconded by Commissioner Adena Boris.

Before a vote was taken, Commissioner Donald Vallee requested that an outside unbiased approach be done by SSA Consultants to ascertain any concerns from developers, advocates, staff, etc. He then offered an alternate motion reflective of such. The chair called for a second to the motion; there was none. Due to a lack of a second to the alternate motion, the **alternate motion failed due to lack of a second.**

The original motion was then considered. Commissioner Katie Anderson noted she supports comments and community input on whether the Agency's goals are being met, but not doing such via an effort to evaluation a particular person.

Commissioner Vallee noted that since Dr. Christel Slaughter with SSA Consultants was familiar with Agency that he felt she could handle the matter.

Commissioner Miller noted he supports some public input but is not sure if it would be adequate or equitable to do in this process.

Commissioner Wilson noted he felt that only the BOC should do the evaluations.

Commissioner Thaxton noted that the evaluation forms cite several criteria that require perceptions of outside parties.

Commissioner Wilson noted that evaluation forms would be further reviewed and revised wherein deemed necessary for the future evaluations.

**The motion was put to a vote, and since there was an objection, the roll was called. ROLL CALL VOTES on Timeline for Evaluations for LHFA:
1 NO -- Vallee; 10 YES – Airhart, Washington obo Kennedy, Williams, Boris, Foster, Wilson, Scontrino, Anderson, Miller, Thaxton; 2 ABSENT – Young, Boykin**

The motion moved by Commissioner Tyrone Wilson moved for the approval of the Timeline for Evaluations of the LHFA President and Vice-President, and providing for other matters in connection with the foregoing, which was seconded by Commissioner Adena Boris, passed.

ENERGY ASSISTANCE COMMITTEE

Energy Assistance Committee Chair Katie Anderson noted that the EAC had met earlier, that the Energy Programs Activity reports were in the Board binders, and that there were no action items.

She reminded everyone that she would be doing a presentation on the status of the Energy Programs at the February 9th BOCM, and would like to be first on the Full Board Agenda items for said presentation.

Chair Jones noted how pleased by the good things being done by the EAC and especially the leadership of EACC Anderson.

Chair Jones took a brief moment to recognize former BOC Chairman Wayne Woods present in the audience.

SINGLE FAMILY COMMITTEE

Single Family Chair Scontrino noted that the Single Family Committee had met earlier and had established a quorum. He applauded the excellent leadership of previous SFCC Vice-Chair Airhart.

Brenda Evans, staff, presented the 2010A Program Update and Whole Loan Report.

SFCC Scontrino noted that the Assist Rate was currently 4.99.

Finance Team Advisor Larry Englande addressed the BOC and discussed current interest bond rate fluctuations, municipal bond rates and their effect on 2011 issues, mortgage rate bonds, and advised that the finance team was not recommending any rate changes currently.

SFCC Scontrino thanked Richard Wolcott and Standard Mortgage for the great job they had done as the previous Master Servicer.

Vice-Chair Airhart concurred, and also extended thanks to Edgar Bright and his father as owners of Standard Mortgage for the lengthy and good relationship with the Agency.

SFCC Scontrino then moved to the next item on the Agenda, introducing it as proactive in nature.

On a motion by Commissioner Joseph M. Scontrino, III, seconded by Commissioner Katie Anderson, the resolution accepting the parameter term proposal for the purchase of not exceeding Sixty Million Dollars (\$60,000,000) of Louisiana Housing Finance Agency Single Family Mortgage Revenue Bonds, in one or more series or sub-series; fixing the parameter terms of said bonds and otherwise providing with respect to said bonds; approving the form and directing the execution of the Bond Purchase Agreement for said Bonds; and providing

for other matters in connection with the foregoing, was adopted. There being no further discussion, opposition, or public comments the matter unanimously passed.

SFCC Scontrino noted that negotiations are still on-going regarding the Platinum matter, and that he anticipates a resolution in 30 days. He also advised that the BOA transactions are amicably moving forward.

SPECIAL PROGRAMS COMMITTEE

Special Programs Committee Chair Neal Miller noted that the committee had met earlier, but was unable to establish a quorum and therefore took no action.

The first item presented was the HOME 2010/2011 Notice of Funding Availability matter. SPHCC Miller noted that committee was recommending approval thereof.

PA Charlette Minor went over the specifics of the matter, noting 13 applicants were being awarded and that the winners/losers were previously and timely notified.

Commissioner Foster inquired as to how many had not been awarded. Ms. Minor replied that 19 applicants had not been awarded, and had been likewise informed as to why they had not been chosen.

Commissioner Foster inquired as to what was the reasoning for informing those not meeting funding criteria was done and why said info was not disseminated to everyone outside of those on the SPHC. Ms. Minor noted she would abide accordingly in the future and disseminate info noting applicants' deficiencies to everyone.

Commissioner Vallee inquired if current awardees were in compliance and/or has any current deals with the Agency. Ms. Minor noted that compliance reviews are part of the review process and that some awardees did have current deals with the Agency.

Commissioner Foster inquired as to whether any CHDO's had been funded. Ms. Minor advised that CHDO's have a separate funding round.

On a motion by Commissioner Neal P. Miller, seconded by Commissioner Katie Anderson, the resolution adopting the recommended awards (labeled Exhibit A, entitled "HOME 2010/2011 NOFA Recommended Awards List") for the HOME 2010/2011 Notice of Funding Availability (NOFA); and providing for other matters in connection with the foregoing, was adopted. There being no further discussion, opposition, or public comments the matter unanimously passed.

Next item discussed was the Cane Pointe Apartments resolution. Loretta Wallace, staff, presented the specific parameters of the matter, noting that staff was recommending approval

thereof. SPHCC Miller noted the committee had discussed the matter but due to lack of a quorum took no action, but was recommending Full Board approval.

There was thereafter a lengthy discussion as to the type of instrument contemplated by the resolution.

On a motion by Commissioner Neal P. Miller and seconded by Commissioner Donald B. Vallee, the resolution adopting the recommendations of the Housing Trust Fund Advisory Council and staff regarding requests from Cane Pointe Apartments (718 Bayard Street, New Iberia, Iberia Parish) to conditionally allow the changes as indicated in its requests and providing for other matters in connection with the foregoing, was adopted with opposition from Commissioner Wilson. There being no further discussion, opposition, or public comments the matter passed.

The next item discussed was the resolution regarding a request from HANO-Fischer IV. Ms. Wallace briefly presented the specifics of the matter.

SPHCC Miller noted the committee had discussed the matter and due to lack of a quorum took no action but was recommending Full Board approval.

On a motion by Commissioner Neal P. Miller and seconded by Commissioner Donald B. Vallee, the resolution adopting the recommendation of the Housing Trust Fund Advisory Council regarding a request from HANO-Fischer IV (Landry Boulevard, New Orleans, Orleans Parish) to allow a unit change of three of four Housing Trust Fund units as indicated in their request; and providing for other matters in connection with the foregoing, was adopted. There being no further discussion, opposition, or public comments the matter passed unanimously.

MULTIFAMILY RENTAL HOUSING COMMITTEE

Multi-family Chair Guy T. Williams noted that the Committee had met earlier, had established a quorum, and that the first item to be discussed was a resolution regarding the Blue Plate Lofts Apartments, of which the Committee was recommending approval.

Brenda Evans, staff, briefly presented the specifics of the matter, noting that staff was likewise recommending approval.

On a motion by Commissioner Guy T. Williams, seconded by Commissioner Donald B. Vallee, the resolution establishing the maximum qualified basis and low-income housing credits to Blue Plate Lofts; authorizing the Agency's staff and counsel to prepare the forms of such documents and agreements as may be necessary to allocate 4% Low Income Housing Tax Credits to such facilities; and providing for other matters in connection with

the foregoing, was adopted. There being no further discussion, opposition, or public comments the matter passed unanimously.

The next item discussed was a resolution regarding Woodcrest Apartments. MFCC Williams noted that the committee was recommending approval of the matter.

VC Airhart inquired as to whether the project was new construction. Ms. Evans responded affirmatively.

On a motion by Commissioner Guy T. Williams, seconded by Commissioner Donald B. Vallee, the resolution authorizing the reduction in the number of units to Woodcrest Apartments, #2008-08BF (1900 Lobdell Blvd., Baton Rouge, East Baton Rouge Parish, Louisiana); and providing for other matters in connection with the foregoing, was adopted. There being no further discussion, opposition, or public comments the matter unanimously passed.

The next item discussed was a resolution regarding Lapalco Court Apartments. MFCC Williams noted that the committee was recommending approval of the matter.

Ms. Evans briefly presented the specifics of the matter, noting that staff was likewise recommending approval.

On a motion by Commissioner Guy T. Williams and seconded by Commissioner Donald B. Vallee, the resolution authorizing the addition of three thousand and thirty-six dollars (\$3,036.00) in 4% Low Income Housing Tax Credits for a total reservation of eighty-thousand, four hundred ninety-nine dollars (\$80,499.00) of 4% Low Income Housing Tax Credits to Lapalco Court Apartments, #2007-13BF (2300 Lapalco Blvd., Harvey, Jefferson Parish, Louisiana); and providing for other matters in connection with the foregoing, was adopted. There being no further discussion, opposition, or public comments the matter passed unanimously.

The next item discussed was the 2010 GO Zone Allocation matter.

Ms. Evans briefly presented the specifics of the matter, noting that staff was likewise recommending approval.

MFCC Williams noted that the committee was recommending approval of the matter.

Commissioner Vallee requested that the schedule regarding the matter be posted.

On a motion by Commissioner Guy T. Williams and seconded by Commissioner Donald B. Vallee, the resolution authorizing and directing staff to provide for the award of unallocated and/or returned GO Zone Credits to qualified low-income buildings in the GO Zone that will be placed in service prior to January 1, 2012 and to prepare the forms of such documents and agreements as may be necessary to allocate GO Zone Credits to such buildings; and providing for other matters in connection therewith.

Greg Gachassin addressed the BOC and discussed 2010-11 credit and forward allocations; he requested item be discussed at February BOCM.

VC Airhart noted he supports forward allocation philosophy. MFCC Williams advised that the matter was being reviewed and would be further discussed at a later date.

There was thereafter a continued discussion on forward allocations.

Mark Turrentine addressed the BOC, discussing PIS and fixed credit percentage aspects; noted that he supports the forward allocations proposal as it would give more time to achieve PIS goals; and he suggested juggling up the BOCM agenda so that MFC items are not always the last items to be discussed.

Chair Jones reminded him that during the December 2010 BOCM, she had moved MFC to the top of the agenda.

Michael Gros addressed the BOC, discussing the impact of the extension legislation not moving forward.

The Chair called for any other business to come before the BOC; there was no other business that came before the Board.

ADJOURNMENT

There being no other matters to discuss, Commissioner Tyrone A. Wilson offered a motion for adjournment that was seconded by Commissioner Adena R. Boris. There being no discussion or opposition, the matter was unanimously passed.

The Full Board meeting adjourned at 2:04 PM.

Chairman

Secretary