

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

**Tuesday, February 15, 2011
2415 Quail Drive
V. Jean Butler Board Room
Baton Rouge, LA 70808
11:00am**

Commissioners Present

Allison A. Jones
Michael L. Airhart
Guy T. Williams
Donald B. Vallee
Katie Anderson
Alice Washington, designee of Treasurer John N. Kennedy
Adena R. Boris
Mayson H. Foster
Frank H. Thaxton, III
Jerome Boykin, Jr.

Commissioners Absent

Elsenia Young
Tyrone A. Wilson
Joseph M. Scontrino, III
Neal P. Miller

Staff Present

Barry E. Brooks
Milton Bailey
Alesia Wilkins-Braxton
Charlette Minor
Loretta Wallace
Brenda Evans
Annie Clark
Rene Landry

Jeff DeGraff
Marjorianna Willman
Terri Porche Ricks
Edselle Keith Cunningham, Jr.
Christine Bratkowski
Leslie C. Strahan
Jessica Guinn

Others Present
See Sign-In Sheet

CALL TO ORDER

Chairwoman Jones called the Special Call Meeting to order at 11:00 a.m. Board Coordinator Barry Brooks called the roll; there was a quorum. There was thereafter an introduction of guests.

CHAIRMAN'S REPORT

Chairwoman Jones thanked Vice-Chairman Michael L. Airhart for having chaired the previous week's February 9th regularly-scheduled Board of Commissioners Meeting during her absence due to inclement weather in North Louisiana.

Chair Jones advised that the Tax Credit-related Placed-in-Service bill had been submitted and was being monitored.

The first item discussed was a resolution regarding Lafitte and B.W. Cooper Housing Developments.

Chair Jones read the resolution and briefly discussed the specifics of the matter.

On a motion by Commissioner Donald B. Vallee and seconded by Commissioner Guy T. Williams the resolution authorizing and approving the continued allocation of GO Zone Credits related to the re-development plans of the Housing Authority of New Orleans ("HANO") for the Lafitte and the B.W. Cooper Housing Developments in accordance with their feasibility and viability reports; authorizing the Agency staff and counsel to prepare the forms of such documents and agreements as may be necessary to the confirmation and/or return of such GO Zone Credits; and providing for other matters in connection with the foregoing, was moved to debate.

Thereafter there was a lengthy discussion on the matter.

Included in the discussion was an inquiry from Commissioner Vallee as to whether there was confirmation from Fred Tombar as to whether HUD would return their credits. Commissioner Guy Williams noted that per updated information from HUD they would voluntarily return their credits if necessary.

Commissioner Mayson H. Foster inquired as to whether the matter had been vetted via the Multifamily Committee as of yet. Commissioner Williams replied that though the matter had not been discussed during MFC, all members thereof were aware of the matter, and that he as MFC Chair was recommending approval thereof.

Vice-Chairman Airhart inquired as to whether the resolution met HUD's objectives.

Commissioner Vallee requested a full report that Chair and President had with HUD officials regarding this matter. Chair Jones replied that said specifics had been included in her Chairman's Report which was read into the record during the February 9th BOCM and further reported. She also stated that HUD Secretary Donovan had been informed of the convening of a Special BOCM to discuss the matter and that all F&V and legal sufficiency requirements has been met.

There was discussion between Commissioners Vallee, Jones and Williams regarding the reason HUD's participation in the process.

During the discussion, Vice-Chairman Airhart noted for the record that Commissioner Adena R. Boris had arrived for the meeting.

There being no further discussion, opposition, or public comments, the resolution regarding Lafitte and B.W. Cooper Housing Developments passed unanimously.

The next item that was discussed was the resolution regarding hiring of new employees and merit increases at the Agency, a matter that was requested by signature of two board members for a special meeting for the matter: Commissioner Vallee and Commissioner Airhart.

There was discussion by Chair Jones and Commissioner Vallee regarding the calling of a Special BOCM "timely." In the discussion, Commissioner Vallee stated there is a need to clarify timeliness of calling special meetings in the future.

His comments then turned to the content of the resolution presented. He noted his resolution tracks what the Governor's administration is currently doing through Civil Service and executive orders and is a response to anticipated decrease in revenues.

Chair Jones noted that all compliance to their SBOCM request has been adhered to.

Upon a motion by Commissioner Vallee and seconded by Commissioner Airhart, the resolution regarding hiring of new employees, merit increases; and providing for other matters in connection therewith was moved to debate.

Thereafter there was discussion on the matter.

VC Airhart asked for a formal legal opinion by General Counsel Terri Ricks and Vice President Alesia Wilkins-Braxton as to a determination on the By-Laws to advise the Board as to the correct way to interpret our By-Laws. His comments then turned to the content of the resolution. He stated that the intent of the resolution was in sync with the proactive goals of the Federal Government and those of Governor Bobby Jindal.

Commissioner Foster expressed concern as to the process and inquired as whether the resolution had been vetted in Committee. Chair Jones stated it had not. Commissioner Foster then noted his concern about the precedent of presenting resolutions to Full BOCM without prior Committee review/recommendations, especially given the matter was not of a dire emergency nature. He expressed he would prefer it to be vetted in a committee, and then he made comments regarding the content of the resolution.

Commissioner Mayson H. Foster moved to (Lay on the) Table the resolution regarding hiring of new employees, merit increases; and providing for other matters in connection therewith back and further to refer it to a committee. Commissioner Guy T. Williams seconded the motion to Table.

The motion was put to a vote, and since there was an objection, the roll was called.

ROLL CALL VOTES to table the resolution regarding hiring of new employees, merit increases; and providing for other matters in connection therewith:

6 YES – Williams, Boris, Foster, Anderson, Boykin, Thaxton

3 NO – Airhart, Washington, Vallee

The motion passed.

OTHER BUSINESS

Commissioner Vallee noted that he had disseminated a resolution to freeze expenditures.

Chair Jones advised that she would decide the proper Committee to review and discuss the matter and where to place on the March 2011 BOCM Agenda.

Commissioner Foster inquired on the possibility of doing long-distance meetings either via teleconference, Skype, etc. This matter was further discussed: Commissioner Vallee noted that Legal had previously advised said option was not applicable. General Counsel Ricks advised that it would be a violation of the Open Public Meetings Law if the BOC were not there physically to

participate, and that she would do further research on the matter of others' participation in such a manner. Commissioner Vallee noted that BOCM could be broadcast but there could be no open participation thereof.

Ms. Michelle Whetten representing Lafitte addressed the BOC and thanked them for passage of their resolution. She also advised that they'd be returning \$602,005 in credits and \$1M in TCAP.

Chair Jones thanked Ms. Whetten and her group for working well with the Agency and their good work being done.

Commissioner Williams asked for an update on the PIS.

Agency Policy Director Annie Clark gave a synopsis update on pending legislations; noted that matter had to move via the House first since it related to tax legislation; that she was working with everyone to get the Louisiana Delegation on as co-sponsors; that there was concern about the final costs; and that she'd disseminate to the BOC all past, current, and future info on the matter(s).

Commissioner Vallee advised the BOC that the additional eight (8) units do not have to be built at Capital City South project, as a follow up to what was previously discussed at the February 9th BOCM.

Mr. Vernon Martin addressed the BOC noting that he would contact Representative Boustany to get his support of the PIS legislation. Mr. Martin furthered that he received notice of GO Zone allocations to be handed out to top tier applicants; that he'd gotten his documents hand-delivered to meet timely submissions and immobilized his team and thereafter spent \$80K; that he'd been recently informed they were on a waiting list and was very concerned regarding the approval delays; that he was disappointed in the mixed signals he was getting from staff, but that he was also understanding of the protocol; that he needs guidance on how to advise his Syndicators of the next steps.

Agency Program Administrator Brenda Evans advised that the Agency would award \$2.9M and would utilize the "work down the list" protocol.

MFC Chair Williams advised that the deadline is the end of March for credits to be voluntarily returned.

Commissioner Vallee noted that 7 out of 9 Standing Committees had met during the February 9th BOCM and he felt everyone was being rushed; he requested moving the Full Board Meeting until later in the afternoon due to need for foreseen lengthy Committee discussions.

Chair Jones advised that she'd take the matter under consideration.

VC Airhart noted that he'd like to explore a change to the way Committee meetings are set so as to allow for full discussions; that he does not suggest meeting the day prior to the full BOCM, but instead having a late afternoon full BOCM.

ADJOURNMENT

There being no other matters to discuss, Commissioner Donald B. Vallee offered a motion for adjournment that was seconded by Commissioner Katie Anderson. There was no discussion or opposition. The matter was put to a vote and passed unanimously.

The Full Board meeting adjourned at 11:35am.

Chairman

Secretary