



Louisiana Housing
Corporation

Board of Directors

Agenda Item #2

Minutes of the

May 22, 2019 BODM

June 14, 2019



Louisiana Housing Corporation

A verbatim transcript as well as an audio recording of these proceedings is available upon request by contacting the LHC

LHC Board of Directors

Board Meeting Minutes

Wednesday, May 22, 2019

**2415 Quail Drive
V. Jean Butler Board Room
Baton Rouge, LA 70808
11:00 A.M.**

Board Members Present

Chairman Lloyd "Buddy" Spillers
Renee Free* (on behalf of Louisiana State Treasurer John M. Schroder)
Tammy P. Earles
Derrick Edwards
Byron L. Lee
Willie Rack
Donald B. Vallee
Gillis R. Windham

Board Members Absent

Vice-Chairwoman Jennifer Vidrine
Larry Ferdinand
Stacy S. Head

Staff Present

Barry E. Brooks
Edselle Keith Cunningham, Jr.
Bradley Sweazy
Jessica Guinn Johnson
Leslie C. Strahan
Terrell Dupard
Miriam Bowie
Plezetta West

Winona Connor
Kevin Brady
Na'Tisha Natt
Robby Bizot
Louis Russell
Janel Young
Carlos Dickerson
Lauren Hartley-Holmes
Todd Folse
Brenda Evans

Others Present

See Guest Sign-In Sheet

CALL TO ORDER

Board Chairman Lloyd “Buddy” Spillers called the meeting to order at 11:13 A.M. Board Secretary Barry E. Brooks called the roll; there was a quorum.

BOARD CHAIRMAN’S REPORT

Board Chairman Spillers urged developers to use/buy Louisiana locally produced, sourced, available goods, materials, services, etc., and requested the LHC staff to develop an “Idea Plan” related thereof. He also urged everyone to make sure when getting construction permits that the Sales Use Collectors are made aware that business is being done in their jurisdictions.

APPROVAL OF MINUTES

Next item discussed was the April 17, 2019 Board Meeting Minutes.

On a motion by Board Member Willie Rack and seconded by Board Member Derrick Edwards, the Minutes of the April 17, 2019 LHC Board of Directors Meeting were unanimously approved.

LHC EXECUTIVE DIRECTOR’S REPORT

LHC Executive Director E. Keith Cunningham, Jr. concurred with Chairman Spillers request that everyone do their earnest to use local resources; that the goal for the 2020 QAP is to make decisions earlier; he welcomed two (2) new CHDOs – Bread of Life and GAEDA; and, there was a short video (**available upon request**) highlighting the successes from the recent LHC Housing Connect Conference

AGENDA ITEM #5

Next item discussed was the LHC Operating Budget for FY 2019-2020.

Chairman Spillers advised that an Administrative and Finance Committee Meeting would be scheduled to more fully discuss the Operating Budget.

Chairman Spillers reminded the Board Members of the Standing Rule limiting the time of debate to 5-minute per Member per item, and that a copy of the Standing Rule is maintained in the back of each Board binder for reference.

ED Cunningham noted that the FY20 Operating Budget would be presented for Board approval at the June BODM.

Chief Financial Officer Carlos Dickerson discussed revenues of \$18,997,500.00 and expenditures of \$18,730,840.00.

Board Member Donald B. Vallee requested a look at historical financial data from the past two (2) years, a staffing plan with salaries, and an LHC organizational chart.

Board Member Vallee also noted his concerns regarding large dollar costs to operate LHC; he requested in-depth operation costs reviews of Willowbrook Apartments and Village de Jardin; and he requested further discussions regarding the Accounting and Internal Audit Department expenses.

ED Cunningham noted the Operating Budget expenditures support the operational needs of the LHC; he noted his concern regarding Board Member Vallee's request for employee salary information.

Board Member Derrick Edwards noted that as a Board Member he did not feel it was the Board's job to micromanage LHC's day-to-day operations; and that he did not support the release of individual employee salary information.

Board Member Gillis R. Windham noted he concurred with Board Member Edward's aforementioned comments.

ED Cunningham reminded the Board that they are provided with detailed Updates and Reports each month on the LHC Programs Activities and the LHC Properties; that Latter & Blum were doing a good job of managing the LHC Properties; and that future Updates and Reports would be sent to the Board electronically in an effort to reduce the amount of paper needed to make copies each month for the Board binders.

Board Member Edwards noted that he has no trouble accessing any of the Board materials electronically.

Board Member Willie Rack noted that he felt that ED Cunningham was fully capable and should manage the day-to-day operations of the LHC.

Board Member Renee' Free requested the last five (5) years of LHC Operating Budgets.

Board Member Vallee acknowledged that even though the LHC Properties info is provided each month, such is very rarely discussed during the BODMs.

LHC Executive Counsel Jessica Guinn Johnson advised the Board that LHC is not required to make documents or create lists that do not already exist, per FOIA and PRR.

Board Member Vallee noted that he did not have to "...explain his public records requests."

Board Member Byron L. Lee noted that the Updates and Reports are provided monthly and the he did not feel "...belaboring nuisance issues is proactive."

AGENDA ITEM # 6

Next item discussed was the resolution regarding \$4M MHRB for Hollywood Acres Project located in Baton Rouge LA.

Multifamily and Assets Committee ("MAC") Chairman Gillis R. Windham advised that the Committee had met earlier and discussed the item, and was recommending approval of the matter.

On a motion by Board Member Donald B. Vallee and seconded by Board Member Willie Rack, the resolution accepting the proposal of Stifel Nicholas & Company, Inc. or such other purchaser as may be designated by the Taxpayer for the purchase of not to exceed Four Million Dollars (\$4,000,000) Multifamily Housing Revenue Bonds (Hollywood Acres Project located near 4154 Hollywood Street, Baton Rouge, LA) in one or more series; fixing the parameter terms of said bonds and otherwise providing with respect to said bonds; and providing for other matters in connection therewith, was moved to debate. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed unanimously.

AGENDA ITEM #7

Next item discussed was the resolution regarding \$4M MHRB for Hollywood Heights Project located in Baton Rouge LA.

Multifamily and Assets Committee ("MAC") Chairman Windham advised that the Committee had met earlier and discussed the item, and was recommending approval of the matter.

On a motion by Board Member Donald B. Vallee and seconded by Board Member Derrick Edwards, the resolution accepting the proposal of Stifel Nicholas & Company, Inc. or such other purchaser as may be designated by the Taxpayer for the purchase of not to exceed Four Million Dollars (\$4,000,000) Multifamily Housing Revenue Bonds (Hollywood Heights Project located near 4154 Hollywood Street, Baton Rouge, LA) in one or more series; fixing the parameter terms of said bonds and otherwise providing with respect to said bonds; and providing for other matters in connection therewith, was moved to debate. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed unanimously.

AGENDA ITEM #8

Next item discussed was the resolution regarding \$30M MHRB for Drakes Landing in Baton Rouge LA.

Multifamily and Assets Committee ("MAC") Chairman Windham advised that the Committee had met earlier and discussed the item, and was recommending approval of the matter.

On a motion by Board Member Donald B. Vallee and seconded by Board Member Willie Rack, the resolution of intention to issue not exceeding Thirty Million Dollars (\$30,000,000) Multifamily Housing Revenue Bonds for Drakes Landing, in one or more series to finance the acquisition, construction, and equipping of a multifamily housing development within the State of Louisiana; to establish the maximum qualified basis and low-income housing credits to Drakes Landing located at 801 N. Ardenwood Drive Baton Rouge, LA 70806; to authorize the 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 therewith, was moved to debate. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed unanimously.

AGENDA ITEM #9

Next item discussed was the resolution regarding extending the deadline from June 28, 2019 to September 30, 2019 for Carryover Allocation Documentation.

Multifamily and Assets Committee ("MAC") Chairman Windham advised that the Committee had met earlier and discussed the item, and was recommending approval of the matter.

On a motion by Board Member Byron L. Lee and seconded by Board Member Donald B. Vallee, the resolution authorizing to extend the deadline from June 28, 2019 to September 30, 2019 to submit Carryover Allocation Documentation evidencing that the 10% Expenditure Test has been met as stipulated in the 2018 Qualified Allocation

Plan (“QAP”) with respect to projects awarded under such QAP; and providing for other matters in connection therewith, was moved to debate. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed unanimously.

AGENDA ITEM #10

Next item discussed was the discussion regarding the State’s 2019 QAP.

On a motion by Board Member Donald B. Vallee and seconded by Board Chairman Lloyd Spillers, the Board approved and authorized the LHC staff to incorporate the proposed changes as noted in the earlier MAC meeting discussions and accompanied document entitled “2019 Draft QAP Summary of Proposed Changes”, and specifically “Option One”, the 15% Developer Fee, the design changes, etc., of the Proposed Changes, into the Draft 2019 QAP; and providing for other matters in connection therewith, was moved to debate. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed unanimously.

AGENDA ITEM #11

Next item discussed was the resolution regarding \$50M of LHC SF MRB.

LHC Homeownership Administrator Brenda Evans went over the specifics of the matter.

Board Member Vallee inquired as to who was the issuer. Ms. Evans replied such was JPMorgan Chase, and that the previous issuer was GKBAum.

LHC Financial Advisor Gordon King addressed the Board and discussed MRBs

On a motion by Board Member Donald B. Vallee and seconded by Board Member Renee’ Free, the resolution approving and authorizing the issuance of not exceeding Fifty Million Dollars (\$50,000,000) of Louisiana Housing Corporation Single Family Mortgage Revenue Bonds in one or more series or subseries; approving the form of a Series Supplemental Trust Indenture in connection with the aforesaid Bonds; requesting the State Bond Commission to approve the issuance, sale and delivery of the Bonds; and providing for other matters in connection therewith, was moved to debate. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed unanimously.

AGENDA ITEM #12

Next item discussed was the resolution regarding the La. WAP 2019 State Plan.

LHC Energy Assistance Administrator Lauren Hartley Holmes discussed the specifics of the matter, noting staff was recommending approval thereof.

On a motion by Board Member Donald B. Vallee and seconded by Board Member Byron L. Lee, the Board approved and accepted the Louisiana Weatherization Assistance Program Year 2019 State Plan (labeled as “Exhibit A”); and providing for other matters in connection therewith, was moved to debate. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed unanimously.

AGENDA ITEM #13

Next item discussed was the resolution regarding NOFA for the La. State ESG Program Funds.

Louisiana Housing Authority Interim Executive Director Winona Connor discussed the specifics of the matter, noting staff was recommending approval thereof.

On a motion by Board Member Donald B. Vallee and seconded by Board Member Derrick Edwards, the resolution authorizing the Louisiana Housing Corporation (“LHC” or “Corporation”) to issue a Notice of Funding Availability (“NOFA”) for the Louisiana State Emergency Solutions Grants funds; and providing for other matters in connection therewith, was moved to debate. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed unanimously.

OTHER BUSINESS

None.

ADJOURNMENT

There being no other matters to discuss, Board Member Derrick Edwards offered a motion for adjournment that was seconded by Board Member Byron L. Lee. There being no discussion or opposition, the motion passed unanimously.

The Full Board meeting adjourned at 12:25p.m.

Chairman

Secretary