

BOBBY JINDAL
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MICHELLE L. THOMAS
APPOINTING AUTHORITY

Louisiana Housing Corporation

LHC Board of Directors

Board Meeting Minutes

Wednesday, July 8, 2015

**2415 Quail Drive
V. Jean Butler Board Room
Baton Rouge, LA 70808
12:00 P.M.**

Board Members Present

Mayson H. Foster
Larry Ferdinand
Michael L. Airhart
Ellen M. Lee
Matthew P. Ritchie
Willie Spears
Guy T. Williams, Jr.
Malcolm Young, Jr.

Board Members Absent

Dr. Daryl V. Burckel
Treasurer John N. Kennedy

Staff Present

Michelle Thomas
Barry E. Brooks
Brenda Evans
Loretta Wallace
Janel Young
Terry Holden
Todd Folse
Edselle Keith Cunningham, Jr.
Leslie C. Strahan
Jessica Guinn
Christine Bratkowski

Rebekah Ward
Collette Mathis
Marjorianna Willman

Others Present

See Guest Sign-In Sheet

CALL TO ORDER

LHC Board Chairman Mayson H. Foster called the meeting to order at 12:10 p.m. Board Secretary Barry E. Brooks called the roll; there was a quorum.

APPROVAL OF MINUTES

On a motion by Board Member Vice-Chairman Larry Ferdinand and seconded by Board Member Guy T. Williams, Jr., the Minutes of the June 10, 2015 LHC Board of Directors Meeting were approved unanimously.

LHC BOARD CHAIRMAN'S REPORT

Board Chairman Foster congratulated Board Member Matthew P. Ritchie on his recent election as Regional (Texas/Louisiana) Vice-President of the National Association of Realtors; noted that Treasurer John N. Kennedy has designated Mr. Christopher Trahan as his official designee to the LHC BOD – replacing the recently retired Ms. Alice Washington; noted the upcoming events – Louisiana Affordable Housing Management Association 2015 Annual Conference on July 23 – 24, National Conference of State Housing Boards 2015 Educational and Development Workshop on August 16 – 18, Cohn Reznick 2015 Annual Fall Affordable Housing Conference on September 21 – 22, National Council of State Housing Agencies 2015 Annual Conference and Showplace on September 26 – 29, and the Louisiana Association of Affordable Housing Providers 2015 Annual Conference on September 30.

Next item discussed was the Louisiana Compliance Questionnaire for Audit Engagements of Governmental Entities.

On a motion by Board Member Michael L. Airhart and seconded by Board Member Willie Spears, the resolution to adopt the completed Louisiana Compliance Questionnaire for Audit Engagements of Governmental Entities, 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.

Lastly, Chairman Foster advised everyone that there would be a Wednesday, August 12th Board Meeting.

ELECTION OF 2015-2016 LHC BOARD OFFICERS -- LHC BOARD CHAIRMAN AND VICE-CHAIRMAN

The next item discussed was the Election of the 2015-2016 Board Officers.

Chairman Foster noted there had been some discussion as to "...whether or not there is a succession allowable for the Chair....", and that he had requested final clarification of the matter from LHC Executive Counsel Keith Cunningham. Mr. Cunningham noted "...We've had an opportunity to review the Bylaws. There's nothing in the Bylaws that prevent a succession of this nature taking place".

Chairman Foster opened the floor for nominations for Chairman.

Board Member Malcolm Young, Jr. nominated Mr. Mayson H. Foster for Board Chairman, which was seconded by Board Member Guy T. Williams, Jr

Board Member Larry Ferdinand moved the nominations be closed, which was seconded by Board Member Ritchie.

Hearing no other nominations, Mr. Mayson H. Foster was elected Chairman of the LHC Board of Directors by acclamation.

Chairman-Re-Elect Foster took over the proceedings of the meeting. He expressed his thanks to everyone and noted that he was looking forward to working with everyone.

Chairman Foster then opened the floor for the nominations for Vice-Chairman.

Board Member Michael L. Airhart nominated Mr. Malcolm Young, Jr. for Board Vice-Chairman.

Board Member Larry Ferdinand moved the nominations be closed.

Hearing no other nominations, Mr. Malcolm Young, Jr. was elected Vice-Chairman by acclamation.

Vice-Chairman Elect Young thanked former Vice-Chairman Ferdinand for having served his term exemplary. Such was also reiterated thereafter by Chairman Foster and Board Member Airhart.

ADMINISTRATIVE COMMITTEE

AC Chairman Malcolm Young, Jr. advised that the Committee had met earlier, and was recommending approval of the resolution regarding a Verizon Wireless cell tower being installed at the LHC Quail Drive building.

On a motion by Board Vice-Chairman Malcolm Young, Jr. and seconded by Board Member Guy T. Williams, the resolution authorizing the LHC to execute documents allowing Verizon Wireless Personal Communications LP to lease a corner section of 2415 Quail Drive, Baton Rouge, Louisiana property to install a Cell Tower; 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.

The next item discussed was the resolution regarding the purchase of \$39K of LHC Single Family Mortgage Revenue Refunding Bonds (Taxable).

On a motion by Board Vice-Chairman Malcolm Young, Jr. and seconded by Board Member Larry Ferdinand, the resolution accepting the parameter term proposal for the purchase of not exceeding Thirty-Nine Million Dollars (\$39,000,000) of Louisiana Housing Corporation Single Family Mortgage Revenue Refunding Bonds (Taxable) in one or more series or subseries; 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 Refunding 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.

The next item discussed was the resolution regarding the issuance of a Notice of Funding Availability for the Emergency Solutions Grant Program.

LHA Executive Director Nicole Sweazy went over the specifics of the matter.

Board Member Ellen M. Lee recused herself from participation concerning this matter, and read into the record the following: "I am the Director of Housing Policy and Community Development for the City of New Orleans. The City of New Orleans has participated in the ESG program in the past and intends on submitting an application in response to the upcoming NOFA related to the ESG program. As such, and pursuant to Louisiana Revised Statute 40:600,90(H), I hereby recuse myself from participation in the actions of the Corporation and the Board related to the approval of the issuance of a NOFA for the Emergency Solutions Grant Program to allocate funding for homeless

assistance, including but not limited to discussion and voting on any issue concerning this matter”.

On a motion by Board Vice-Chairman Malcolm Young, Jr. and seconded by Board Member Larry Ferdinand, the resolution to approve and authorize the staff of the Louisiana Housing Corporation to proceed with the issuance of a Notice of Funding Availability of the Louisiana State Emergency Solutions Grant funds in the amount of \$2,379,318; 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.

MULTIFAMILY COMMITTEE REPORT

MC Chairman Guy T. Williams, Jr. noted that the Committee met earlier, and the first item discussed was the resolution regarding awarding the 2015 Housing Credit Ceiling of Low Income Housing Tax Credits

Board Member Matthew P. Ritchie recused himself from participation concerning this matter, and read into the record the following: I have been hired as a Licensed Real Estate Broker by a landowner for the sale of certain property to the developer of a project that has applied for Low Income Housing Tax Credits from the LHC, namely Pecan Ridge. The sale of the land, and therefore my commission, are contingent upon the approval of an award of tax credits to Pecan Ridge. As a result of my indirect interest, and pursuant to Louisiana Revised Statute 40:600,90(H), I hereby recuse myself from participation in the actions of the Corporation and the Board related to the award of the 2015 Housing Credit Ceiling of Low Income Housing Tax Credits, including but not limited to discussion and voting on any issue concerning this matter.

Board Member Ellen M. Lee recused herself from participation concerning this matter, and read into the record the following: I am the Director of Housing Policy and Community Development for the City of New Orleans. The City of New Orleans has awarded HOME funds to several of the projects included on the list related to the award of the 2015 Housing Credit Ceiling of Low Income Housing Tax Credits, Sacred Heart at St. Bernard, Iberville Onsite Phase Five, Iberville Onsite Phase Six, George Mundy School Apartments, Iberville Offsite Rehab, and Bastion. As such, and pursuant to Louisiana Revised Statute 40:600,90(H), I hereby recuse myself from participation in the actions of the Corporation and the Board related to the award of the 2015 Housing Credit Ceiling of Low Income Housing Tax Credits, including but not limited to discussion and voting on any issue concerning this matter.

On a motion by Board Guy T. Williams, Jr. and seconded by Board Member Larry Ferdinand, the resolution approving the final rankings of applicants under the 2015 Qualified Allocation Plan to certain residential rental 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.

Thereafter, Ms. Amber Seely and Mr. Dylan Tete, representing Bastion, addressed the Board requesting that the next funding round be expedited if at all possible so that their projects could remain to be viable.

Board Chairman Foster advised everyone that the QAP Appeals Process documents would be made available to the public if requested.

MC Chairman Williams went over the specifics of the St. Edwards Subdivision Project resolution, noting the Committee was recommending approval thereof.

On a motion by Board Member Guy T. Williams, Jr. and seconded by Board Member Larry Ferdinand, the resolution of intention to issue not exceeding Six Million Dollars (\$6,000,000) Multifamily Housing Revenue Bonds (St. Edwards Subdivision Project) in one or more series to finance the acquisition, construction, rehabilitation and equipping of a multifamily housing development within the State of Louisiana; 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.

The next item discussed was the resolution regarding awards for the 2015 Spring Affordable Housing Initiative Notice of Funds Availability. Chairman Williams went over the specifics of the matter, noting the Committee and staff was recommending approval thereof.

Board Member Ellen M. Lee, noted her recusal from any participation in the discussion and vote of the aforementioned item because Bastion was on the list thereof.

On a motion by Board Member Guy T. Williams, Jr. and seconded by Board Member Willie Spears, the resolution approving an increase in the HOME funds available through the 2015 Community Housing Development Organizations (CHDO) Homeownership Development Notice of Funding Availability (NOFA; 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.

Chairman Williams noted that the next item on the Agenda was a resolution regarding selection of Extended Use Points. He asked that Executive Counsel Cunningham go over the specifics of the matter. There were comments on the matter from Ms. Kelly Longwell.

On a motion by Board Member Guy T. Williams, Jr. and seconded by Board Member Michael L. Airhart, the resolution clarifying the intent of the Board of

Directors in relation to the selection of extended use points in QAPs published between 1990 through 2000; 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.

Finally, MC Chairman Williams noted that the Program Updates were in the Board binders for review.

SINGLE FAMILY COMMITTEE REPORT.

SF Chairman Matthew P. Ritchie noted that the Committee had not met earlier, and had no items needing Board approval.

Ms. Evans briefly went over some of the Single Family Program Updates.

SUSTAINABLE HOUSING COMMITTEE

SHC Chairwoman Ellen M. Lee was delayed and not present when the Committee had met earlier; as such, Board Member Willie Spears chaired the meeting. He noted that the first item discussed was the resolution regarding the Low Income Home Energy Assistance Program Grant Application.

On a motion by Board Member Willie Spears and seconded by Board Member Larry Ferdinand, the resolution authorizing the Louisiana Housing Corporation to prepare and submit the Louisiana FY 2016 Low Income Home Energy Assistance Program ("LIHEAP") Grant Application; 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.

Program Updates were briefly given by LHC Program Administrators Loretta Wallace, Liza Bergeron, Nicole Sweazy, and Brenda Evans.

ASSETS AND INVESTMENTS COMMITTEE

In the absence of AIC Chairman Dr. Daryl V. Burckel, it was noted that the Committee had not met earlier nor had no actions items.

Ms. Wallace gave a brief update on Willowbrook Apartments, Village de Jardin, and Mid-City Gardens, noting more complete information thereof was in the Board binders.

LHC REPORT

Ms. Thomas briefly advised the Board of "Happenings at LHC".

Ms. Lee inquired as to how everyone could better education the Louisiana Congressional Delegation on the impact of a reduction of HOME funds on affordable housing in Louisiana. Chairman Foster asked that Ms. Thomas prepare a draft letter to be sent by the Board on the matter.

OTHER BUSINESS

Board Member Ferdinand discussed his concerns that the LHC Internal Audit Group is not reporting to the Executive Director, but instead reporting directly to the Board.

Chairman Foster advised that such would perhaps require a change to the LHC Bylaws.

Mr. Cunningham noted that currently and historically the Board hires the Executive Director and the ED hires the Internal Auditor; that the Board does not evaluate the IA's performance; accordingly, that the IA reports functionally to the Board and administratively to the ED.

Board Member Ferdinand requested further analysis and dialogue be done on the matter.

ADJOURNMENT

There being no other matters to discuss, Board Member Larry Ferdinand offered a motion for adjournment that was seconded by Board Vice-Chairman Malcolm Young, Jr. There being no discussion or opposition, the motion passed unanimously.

The Full Board meeting adjourned at 1:04 p.m.



Chairman



Secretary