



Louisiana Housing Corporation

***An audio-video recording as well as verbatim-transcript of these proceedings
is available upon request by contacting the LHC***

LHC Board of Directors

Board Meeting Minutes

Wednesday, October 13, 2021 @ 10:00 A.M.

**LHC Building, 2415 Quail Drive
3rd Floor Training Room, Baton Rouge, LA 70808**

Board Members Participating (via GlobalMeet audio-video conference mode)

Chairman Anthony P. Marullo, III (onsite @ LHC)
Vice-Chairwoman Tonya P. Mabry
Tony Ligi, Official Designee for Louisiana State Treasurer John M. Schroder
Johnny Berthelot
Derrick Edwards
Stacy S. Head
Steven P. Jackson
Ericka McIntyre
Willie Rack (onsite @ LHC)
Jennifer Vidrine (onsite @ LHC)
Gillis R. Windham
Alfred E. Harrell, III
Richard A. Winder

Board Members Absent

None

Staff Present (on-site at LHC Building)

Barry E. Brooks
Bradley Sweazy
Brenda Evans
Yolanda Martin
Nakesla Blount
Gary Beadle

Louis Russell
Judy White
Carlos Dickerson

Others Present

None: **Other LHC Staff and Members of the Public participated via Global-Meet audio-video mode.**

CALL TO ORDER

Board Chairman Anthony P. Marullo, III called the meeting to order at 10:10 a.m. Board Secretary Barry E. Brooks called the roll; there was a quorum.

SWEARING-IN OF NEW BOARD MEMBER ALFRED E. HARRELL, III **SWEARING-IN OF NEW BOARD MEMBER RICHARD A. WINDER**

Board Secretary Brooks noted for the Record, that both New Board Members Harrell and Winder had completed their Swearings-In and completion of Oaths of Office prior to the Board Meeting; and that their fully executed Oaths of Office documents had been duly filed with the Louisiana Secretary of State's Office.

Chairman Marullo welcomed the New Board Members, and delivered a brief bio of them to everyone.

Board Members Harrell and Winder provided a follow-up brief self-introduction.

RECOGNITION OF LHC FOR NCSHA 2021 ANNUAL CONFERENCE AWARD

Board Secretary Brooks introduced the matter, summarizing that LHC had recently been recognized by NCSHA as the Award Winner in the category of Special Needs Housing – Combating Homelessness for “Pandemic to Permanent Housing – Seizing an Opportunity in Preventing a Crisis”.

LHC Interim-Executive Director Bradley R. Sweazy provided additional information.

APPROVAL OF MINUTES

Next item discussed was the August 11, 2021 LHC Full Board of Directors Regular Meeting Minutes. **Note that there was no September 2021 BODM due to Hurricane Ida.**

On a motion by Board Member Designee Tony Ligi and seconded by Board Member Willie Rack, the Minutes of the August 11, 2021 LHC Board of Directors Regular Meeting were unanimously approved, as distributed.

BOARD CHAIRMAN'S REPORT

Chairman Marullo advised the Board that the Louisiana Legislative Auditor was currently reviewing the LHC's Programs and Policies, per previous Board request for such. He noted the Audit would be delayed completion by two or three weeks, due to the amount of materials needing to be compiled and reviewed.

LHC INTERIM-EXECUTIVE DIRECTOR'S REPORT

LHC IED Bradley R. Sweazy gave a very compassionate brief biography to illustrate his sincerity and commitment to being an effective leadership at LHC. Further supported by noting the various many accomplishment and milestones that have been achieved since he assumed his leadership position at the LHC.

Additionally, IED Sweazy read into the Record a Letter of Support from "...a very well respected developer."

Chairman Marullo applauded IED Sweazy for "...telling his story and opening up.", and applauded his exemplary leadership.

Board Member Jennifer Vidrine noted that she appreciates the many accomplishments of IED Sweazy, and that she fully supports him as the permanent LHC Executive Director.

On a motion by Board Member Derrick Edwards and seconded by Board Member Jennifer Vidrine, it was moved that Mr. Bradley R. Sweazy be selected as the permanent LHC Executive Director.

Board Member Designee Ligi noted that he "objects" to the pending motion, and offered that such be held until later to coincide with the Agenda Item #16 regarding an Executive Director Search Proposal.

Board Member Steven P. Jackson "enjoined" in Board Member Ligi's objection, and concurred that such should be held for later discussion given the public was not duly informed that selection of a permanent LHC Executive Director would be on the Agenda.

LHC Executive Counsel Yolanda Martin opined that "...What's on the floor is a motion and a second that the objection measure is not proper at this time, but if Mr. Ligi or Mr. Jackson would like to put that in a form of a substitute motion...."

Board Member Designee Ligi inquired as to the proper form for Adding to the Agenda.

EC Martin opined that "...the public has not had an opportunity to look at this and to see the item on the Agenda, and pursuant to Open Meetings Laws, the only way to add an item to Agenda is by unanimous vote of the Board, and public comment before the vote.

Thereafter, Board Member Designee Ligi withdrew his objection.

Thereafter, Board Member Jackson offered a Substitute Motion to Amend the Agenda to add an item regarding appointment of a Permanent LHC Executive Director. Such was seconded by Board Member Vidrine.

Public Comment from Steven Kennedy noted his support to do a Search, that he thinks Mr. Sweazy is a "...nice guy....", and that the public needs input on such an important position.

There were CHAT comments (available upon request) submitted by Mr. Charles Tate and Ms. Judith Moran.

Board Member Stacy S. Head noted her arrival to the meeting at 10:54am.

Board Member Ericka McIntyre noted that she was not prepared to vote for a permanent Executive Director, even though she felt Mr. Sweazy was "...doing a good job."

Board Member Willie Rack noted his support for appointing Mr. Sweazy as permanent Executive Director, furthered that "...if something is not broken, why try fixing it."

On a motion by Board Member Steven P. Jackson and seconded by Board Member Jennifer Vidrine, it was moved to Amend the Agenda reflective of ADDING an item for selecting current IED Sweazy as the permanent LHC Executive Director. A vote was taken and the matter FAILED (5 Yes – Mabry, Edwards, Rack, Vidrine, Windham, 8 No – Ligi, Berthelot, Harrell, Head, Jackson, McIntyre, Winder, Marullo).

Thereafter, Chairman Marullo noted that "...your comments have been heard."

Thereafter, Board Member Rack requested to be heard for a matter related to "Other Business."

Chairman Marullo ruled the request Out of Order.

Mr. Rack noted for the Record that he was delivering to Secretary Brooks a document (**document available upon request**) that he wished to be promptly forwarded to the Board Members.

Chairman Marullo acknowledged Mr. Rack's request, and requested that Secretary Brooks announce the next item on the Agenda.

AGENDA ITEM #8 – Hurricane Ida Recovery and Relief Efforts.

LHC Director of Programs Brenda Evans gave a brief overview of the recovery and relief efforts taken by the LHC post-Hurricane Ida.

Board Member Jackson applauded the LHC's good work post-Hurricane Ida.

AGENDA ITEM #9 – Emergency Rental Assistance Program (“ERAP”)

Division of Administration Assistant Commissioner for Statewide Services Desiree' Honoré Thomas gave an informative Update (**document available upon request**) on the ERAP.

The Board applauded AC Thomas and her staff on their efforts to consistently seek ways to improve and expand the ERAP.

Board Designee Ligi expressed concern that Jefferson Parish had only processed 788 of the 4493 applications received to date.

AC Thomas advised that she was “...working closely with Jefferson Parish to get them back on track.” And, that their delay was due to a change in vendor, as well as Hurricane Ida.

Board Member Jackson inquired as to whether ERAP2 funds could be used to combat homelessness.

AC Thomas advised the ERAP2 is a bit more “lenient” and may be able to assist homelessness, but that further guidance from US Treasury was forthcoming.

Board Member Jackson noted that he'd follow up with AC Thomas with more specifics and a request for further dialogue.

AGENDA ITEM #10 – Live-Streaming of the LHC Board Meetings

Next item discussed was regarding Live-Streaming the LHC Board Meetings from the LHC Building in Baton Rouge.

The matter was introduced by Secretary Brooks.

Additional information was provided by IED Sweazy.

Additional technical information was provided by Patrick Meek, the vendor who would be handling the project. He noted that the equipment on loan was pending delivery, and would be installed during the week of October 25th.

Chairman Marullo noted his full support for Live-Streaming the BODMs.

AGENDA ITEM #11 – Discussion regarding Rural Bond Bundle

Next item discussed was regarding Rural Bond Bundle.

The matter was introduced by Secretary Brooks.

Additional information was provided by Louis Russell, LHC Housing Development Administrator, noting that the USDA RDA was funding properties that were aging and in need of restoration, and that this was a Pilot Program.

Mr. Russell also noted the preliminary application deadline of October 15, 2021 and final application by invitation would be on December 17, 2021.

Next there were lengthy discussions between Mr. Russell and public member Mr. Chris Stant related to the parameters of the aforementioned matter.

Mr. Russell requested Mr. Stant and any other member of the public provide any comments and concerns in written form to LHC so that they could be properly reviewed and addressed.

Next, Board Member Rack requested permission to address the Board.

Chairman Marullo acquiesced to Board Member Rack's request to address the Board.

Board Member Rack inquired as to why his request sent to Secretary Brooks to put an item on the Agenda was not approved by Chairman Marullo.

Chairman Marullo advised that his request was not approved "Because what you're going to discuss it was a private matter...however, I greatly respect your view and I want to allow you in public to make your statement."

Board Member Rack noted that at the end of the August BODM that Chairman Marullo had made a statement to have Board Member Vidrine "removed from LHC Board when I contact the Governor's Office."

Thereafter, Board Member Head interjected that she was "uncomfortable" with the discussion and requested LHC Legal Counsel's advice on the matter because she "...did not want to be party to a lawsuit."

EC Martin opined that “No, I don’t see anything wrong. I mean you (Chairman Marullo) addressed it and said you were allowing full transparency and you wanted to go forth with it...”

Chairman Marullo noted that the conversation inadvertently was heard after the meeting adjourned and was a “private conversation”, and that he was publicly apologizing to Board Member Vidrine if he had offended her.

There were further lengthy discussions (available upon request via the verbatim transcript) by the Board Members regarding the aforementioned matter.

Thereafter, Board Member Edwards noted that he would be resigning effective immediately because he could no longer serve on a Board that would allow for such “...racist and sexist...” comments to be made by its Chairman.

Board Member Vidrine expressed that she felt the comments made by Chairman Marullo were “...unprofessional and unacceptable....and that every Board Member should be offended.”

Board Members Ligi and McIntyre urged that the discussions were out of proper decorum, and requested the proceeding ‘...return to business.’

On a motion by Board Member Designee Ligi and seconded by Board Member McIntyre, it was moved that the Board return back to the business at hand on the Agenda. A vote was taken and the matter PASSED (10 Yes – Mabry, Ligi, Harrell, Head, Jackson, McIntyre, Vidrine, Winder, Windham, Marullo; 0 No; 2 Absent – Berthelot and Rack). For the Record, the resignation of Board Member Edwards was duly noted.

AGENDA ITEM #12 – 2022-2023 QAP Allocation Pools

Next item discussed was regarding amending the 2022-2023 Qualified Allocation Pools.

The matter was introduced by IED Sweazy, noting such had been prefaced by a request from Board Member Head.

Board Member Head requested information related to “how staff got to \$3M and a threshold of 80.’

There were public comments from Neal Morris, Steven Kennedy, Ryan Gregory, etc.

Board Member Head expressed her concerns that there was “arbitrary selection” of projects, and she requested the notes on when the matters were discussed and approved by the Board; she also noted she felt more Board discussion should have occurred, and that the decisions should not have been made at the staff level.

There was further lengthy discussions on the matter.

Chairman Marullo directed LHC staff to research the dialogue on the matters, and provide a detailed analysis of such back to the Board.

Board Member Jackson noted that he'd previously requested a copy of the allocation pools, to no avail.

There was a CHAT public comment from Charles Tate read into the Record.

Board Member Head furthered, noting her concerns as related to CNI matters, noting she felt that the definition thereof was limited after the public comments period had closed, further narrowing projects.

Mr. Russell advised that the changes had been made timely.

Board Member Head requested she be sent the CNI forum discussion notes, along with her previous requests.

There was additional public comments from Neal Morris, Ryan Gregory, and Steven Kennedy.

AGENDA ITEM #13 – Changes to Program Schedule of the 2022-2023 QAP

Next item discussed was the need for amending the Program Schedule of the 2022-2023 QAP to allow an extension to deadlines due to the effects of Hurricane Ida.

The matter was introduced by Secretary Brooks.

Additional information was provided by Louis Russell, LHC Housing Development Administrator,

There was public comments from Charles Tate, Judith Moran, Neal Morris, Josh Collins, and Stephen Favorite.

Board Member Harrell advocated that the extension be for a time up an additional two (2) weeks.

On a motion by Board Member Steven P. Jackson and seconded by Board Member Alfred E. Harrell, III, the resolution providing for amending the Program Schedule of the State's 2022-2023 Qualified Allocation Plan to allow an extension to deadlines due to the effects of Hurricane Ida; and to provide for other matters in connection therewith. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed unanimously.

AGENDA ITEM #14 – Homeownership Conversion Program Guide

Next item discussed was the resolution regarding receiving public comments for the Homeownership Conversion Program Guide for Qualified Low-Income Housing Projects.

The matter was introduced by Secretary Brooks.

Additional information was provided by LHC General Counsel Leslie Strahan.

On a motion by Board Member Steven P. Jackson and seconded by Board Member Alfred E. Harrell, III, the resolution for the publication and receiving of comments for the Homeownership Conversion Program Guide For Qualified Low-Income Housing Projects (attached hereto as Exhibit A); and to provide for other matters in connection therewith. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed unanimously.

AGENDA ITEM #15 – Amending the LHC Bylaws

Next item discussed was the resolution amending the LHC Bylaws to reorganize the Standing Committees.

The matter was introduced by Secretary Brooks, noting that prior notice of the matter had been given at the previous Regular BODM.

Additional information was provided by Chairman Marullo, noting that such was a “housekeeping matter” that he had vetted through IED Sweazy and EC Martin.

On a motion by Board Member Steven P. Jackson and seconded by Board Member Designee Tony Ligi, the resolution approving amending the LHC Bylaws reflective of abolishing the Administrative and Finance Committee, the Single Family Committee, the Multifamily and Assets Committee, and the Sustainable Housing Committee; and creating the Audit Committee, the Programs Committee, the Administration Committee, and the Budget and Finance Committee; and to provide for other matters in connection therewith. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed unanimously.

AGENDA ITEM #16 – LHC IED Bradley R. Sweazy’s Salary

Next item discussed was regarding the salary for LHC Interim-Executive Director Sweazy whilst he is serving as LHC IED.

The matter was introduced by Secretary Brooks.

There was a motion by Board Member Jackson to retroactively set the salary at \$175K.

Board Member Vidrine recommended that the salary be a minimum of \$180K.

Board Member Jackson noted that he'd discussed the matter with IED Sweazy, and that he understood that he was requesting "...anything between \$170-175K."

Mr. Sweazy advised that Board that he was "comfortable with \$180K".

On a motion by Board Member Steven P. Jackson and seconded by Board Member Designee Tony Ligi, the resolution to authorize and approve LHC Interim-Executive Director Bradley R. Sweazy's salary at \$180,000.00 (One Hundred Eighty Thousand Dollars) per annum during the time he is serving as "LHC Interim-Executive Director," retroactive to April 15, 2021; and to provide for other matters in connection therewith. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed unanimously.

AGENDA ITEM #17 – LHC Executive Director Search Proposal

Next item discussed was regarding the LHC Executive Director Search Proposal.

Chairman Marullo provided the specifics of the matter, advising that the goal was to conduct a thorough and transparent search for a permanent LHC Executive Director.

Board Member Designee Ligi noted that he desired a quick but reliable decision.

Additional information was provided by Dr. Christel Slaughter of SSA Consultants, noting that once the Search Proposal is approved that the next step would be to post the position, and that given it was a "visible position" that she anticipates 30-40 probable applicants, and that input from the public and development community would be a good idea.

Board Member Jackson requested a follow-up with Dr. Slaughter regarding the decorum of the day's BODM, and advocated for "on-going training on Board Governance and Practices."

Board Member Vidrine noted she was not in favor of the matter because such was not in the LHC Bylaws, it was not historical, and for the Record that "...we have a very qualified, competent, successful, proven, dedicated, and devoted person in Mr. Sweazy here, so therefore my vote is NO to creating a search committee.

On a motion by Board Member Designee Ligi and seconded by Board Member Steven P. Jackson, it was moved that Chairman Marullo proceed with contracting with SSA Consultants to assist LHC in conducting an LHC Executive Director Search; and providing for other matters in connection therewith, was moved to debate. There

being no further discussion, opposition, or public comment, a Roll Call Vote was taken; 8 Yes (Mabry, Ligi, Harrell, Head, Jackson, McIntyre, Winder, Marullo) - 1 No (Vidrine), 3 Absent (Berthelot, Rack, Windham); and the motion PASSED.

AGENDA ITEM #18 – OTHER BUSINESS

Board Member Jackson noted the extraordinary four (4) hours long BODM, and that his hope was that the "...internal strife or squabbling or tug of war, we had an election where you were voted unanimously for Chair or either overwhelming for Chair, and my hope and my plea to the Board is that we not undermine the vote that we took....and I'm pleading with you to do your best to bring us together."

Chairman Marullo noted that the goal of everyone should be genuinely about the Agency, the State, and the public, and that everyone should put aside their personal differences. And, that he was "...excited to be a part of the solution and to focus on positive energy and to focus on bringing that positivity into work with all the Board Members, regardless if there is a difference of opinion even when that difference of opinion pertains to myself...and my motto is don't judge people, love people in all aspects of life...."

One final CHAT comment was read into the Record from J. Chrystal regarding previous comments made by Board Members Rack, Vidrine, and Edwards.

Thereafter, Chairman Marullo concluded by stating "...a true leader will fall on his sword, and if that's what I need to do here today to stand tall for this Agency and to show the staff and members of the Board...that there's backbone on this Board and that there's going to be fairness on the Board, I will do so..."

ADJOURNMENT

There being no other matters to discuss, Board Member Designee Ligi offered a motion for adjournment that was seconded by Board Member Steven P. Jackson. There being no discussion or opposition, the motion passed unanimously.

The Full Board meeting adjourned at 1:47 p.m.



Chairman



Secretary