

Louisiana Local Government Environmental Facilities  
and Community Development Authority

**MINUTES OF LCDA EXECUTIVE COMMITTEE**

November 10, 2016

A meeting of the Louisiana Local Government Environmental Facilities and Community Development Authority ("LCDA") Executive Committee was held on Thursday, November 10, 2016 at the LMA Building located at 700 North 10<sup>th</sup> Street in Baton Rouge, LA, with advance notices having been mailed to each member. The meeting was called for 10:15 a.m. in Meeting Room 2.

**COMMITTEE MEMBERS PRESENT**

Ms. Mary Adams – Chairman  
Mr. Mack Dellafosse– Secretary/Treasurer  
Mayor David Camardelle  
Mayor David Butler II  
Mr. Lynn Austin  
Mayor Billy D'Aquilla

**COMMITTEE MEMBERS ABSENT**

Mr. Julian Dufreche – Vice Chairman

**ADVISORY COMMITTEE PRESENT**

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**LCDA STAFF**

Ty E. Carlos – Executive Director  
Jennifer B Wheeler- Assistant Secretary  
Amy Cedotal – Project Manager

**OTHERS PRESENT**

Kent Schexnayder – Sisung	Patti Dunbar – Jones Walker
Matt Kern – Jones Walker	Shaun Toups – Government Consultants
John L. Daniel – JP Morgan	Joshua Leonard – Boles Law Firm
Mikki Matthews – JP Morgan	Byron Poydras – BNY Mellon
Coleen Pilley – Government Consultants	Carmen Lavergne – Butler Snow
Adam Parker – Butler Snow	Gordon King – Government Consultants
Toby Cortez – Stifel	Jay Delafield – Joseph A Delafield
Lauren DeWitt – Jones Walker	

**MINUTES**

Minutes of the LCDA Executive Committee meeting of October 13, 2016 were faxed to all members prior to today's meeting and copies were also provided in the Committee meeting books. Ms. Mary Adams asked for any questions or corrections. With no comments or corrections brought to the committee, motion to accept the minutes of the LCDA Executive Committee meeting of the October 13, 2016 was made by Mr. Mack Dellafosse, seconded by Mayor David Camardelle and without an objection, the motion carried.

**BUDGET REPORT**

Mr. Ty Carlos reported that as of October 31, 2016 the LCDA had earned 183.3% of the budgeted revenues, while incurring 97% of budgeted expenditures. A motion to accept the Budget Report was made by Mr. Mack Dellafosse, seconded by Mayor David Butler and without an objection the motion carried.

## **DEVELOPMENT COMMITTEE REPORT**

### **TECHNICAL AMENDMENT**

#### LCTCS Act 360

Mr. Mack Dellafosse explained that the Development Committee had reviewed LCTCS Act 360 and that a technical amendment to the prior approvals granted to LCTCS by the LCDA on June 12, 2014 and October 9, 2014 were being requested. On December 18, 2014, the LCDA issued \$128.330 million in bonds of an approved amount of \$300 million. The bonds were issued to provide financing for the development, acquisition, purchase, construction, renovation, improvement, or expansion of certain public facilities of the System. LCTCS wishes to enter into a First Supplemental Trust Indenture to secure additional series of bonds. Repayment of the bonds would come from State appropriations through a Cooperative Endeavor Agreement. A motion for approval was made by Mayor David Butler, seconded by Mr. Mack Dellafosse and without an objection the motion carried.

### **FINAL APPROVAL**

#### Ragin' Cajun Facilities Inc. Student Housing / Parking Project – Series 2016

Mr. Matt Kern explained that Ragin' Cajun Facilities Inc. Student Housing and Parking Project and the Project was requesting the final approval as well as a waiver of the rules to seek approval contingent on Bond Commission approval of an issuance of NTE \$117.0 million in bonds to (i) refund all or a portion of the \$100,050,000 LPTFA Revenue Bonds Series 2010; (ii) refinance a bank loan incurred by the Corporation; (iii) funding a deposit to a debt service reserve fund, if necessary, and paying costs of issuance of the bonds, including premiums for a bond insurance policy and a debt service reserve fund surety policy if necessary. Repayment of the bonds would come from lease revenues received by the Corporation from the Board of Supervisors of the UL System. A motion for approval contingent on Bond Commission approval was made by Mayor David Butler, seconded by Mayor David Camardelle and without objection the motion carried.

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#### Ragin' Cajun Facilities Inc. Student Union / University Facilities Project – Series 2016

Mr. Matt Kern explained that Ragin' Cajun Facilities Inc. Student Union/ University Facilities Project was requesting the final approval as well as a waiver of the rules to seek approval contingent on Bond Commission approval of an issuance of NTE \$22.0 million in bonds to advance refund all or a portion of the \$22.2 million LPTFA Revenue Bonds Series 2010;

funding a deposit to a debt service reserve fund, if necessary, and paying costs of issuance of the bonds, including premiums for a bond insurance policy and a debt service reserve fund surety policy if necessary. Repayment of the bonds would come from lease revenues received from the Board payable from a student center fee and a supplemental student fee. A motion for approval contingent on Bond Commission approval was made by Mr. Mack Dellafosse, seconded by Mayor David Butler and without objection the motion carried.

#### City of Baker School District Project – Series 2016

Mr. Matt Kern of Jones Walker explained that the the City of Baker School District project was requesting final approval and requesting a waiver of the rules to receive approval contingent on Bond Commission approval of an issuance not to exceed \$12,000,000 for the purpose of financing (i) financing the demolition, construction, reconstruction, renovation and improvement of flood damaged schools within the District, including all furnishings, fixtures and facilities incidental or necessary in connection herewith; (ii) funding capitalized interest, if necessary, (iii) funding a debt service reserve fund, if necessary and (iv) paying for costs of issuance of the Bonds. Repayment of the bonds would come from lawfully available funds, including reimbursement to the District from FEMA. A motion for approval contingent on Bond Commission approval was made by Mayor David Butler, seconded by Mayor David Camardelle and without objection the motion carried

#### LCTCS Facilities Corporation Project Act 391

Mr. Matt Kern of Jones Walker explained that LCTCS Facilities Corporation Project Act 391 Project was requesting the final approval of an issuance of NTE \$125.0 million in bonds to (i) advance refund all or a portion of the LCDA's \$45,280,000 Revenue Bonds Series 2009B and the \$64,025,000 Series 2010; (ii) fund a debt service reserve fund, if necessary, and (iii) pay costs of issuance of the Refunding bonds, including premiums for a bond insurance policy and a debt service reserve fund surety policy if necessary. Repayment of the bonds would come from lease revenues received by the Corporation from State appropriations. A motion for approval was made by Mr. Mack Dellafosse, seconded by Mayor David Butler and without objection the motion carried.

#### Delta Campus Facilities Corporation Project – Series 2016

Mr. Matt Kern of Jones Walker explained that Delta Campus Facilities was requesting the final approval of an issuance of NTE \$35.0 million in bonds to (i) advance refund all or a portion of the LCDA's \$42,470,000 Revenue Bonds Series 2008 and paying costs of issuance of the Refunding bonds. Repayment of the bonds would come from lease revenues received by the Corporation from State appropriations. A motion for approval of the Waiver was made by A motion for approval was made by Mayor Billy D'Aquila seconded by Mr. Mack Dellafosse and without objection the motion carried.

#### Westside Habilitation Center Project – Series 2016

Mr. Mack Dellafosse explained that the Development Committee had reviewed Westside Habilitation and the project was requesting the final approval along with a waiver of the rules to seek approval contingent on Bond Commission approval of an issuance of NTE \$27.0 million in bonds to current refund all or a portion of the LCDA's 2006A Bonds, and current refunding the LCDA's Taxable Revenue Refunding Bonds Series 2006C bonds; retire certain outstanding bank loans and paying costs of issuance of the refunding bonds. Repayment of the bonds would come from reimbursement payments by the State DHH. He further stated that the Development Committee recommended approval. A motion for approval contingent upon Bond Commission approval was made by Mayor David Butler, seconded by Mr. Mack Dellafosse and without objection the motion carried.

### L&R Utilities, Inc. Project – Series 2016

Mr. Joshua Leonard of The Boles Law Firm explained that L&R Utilities was requesting final approval for not to exceed \$2,000,000 in taxable utility revenue and refunding bonds to finance the renovation, relocation, repair or remodel of existing buildings, improvements and fixtures and paying for costs of construction of public improvements and refunding some outstanding debt. Repayment of the bonds will come from company revenues. A motion for approval was made by Mr. Mack Dellafosse, seconded by Mayor D'Aquila and without objection the motion carried.

### **Policies and Procedures Committee Report**

Mr. Ty Carlos, Executive Director of the Authority explained that earlier in the day the Policy and Procedures Committee had met. He explained that they covered several policies that are already in place but he felt they should be formalized in writing. The following Policies were submitted to the Executive Committee.

#### **Advisory Committee**

**This policy is established, through approval of the Executive Committee, Advisory Committee members and their per diem or expense reimbursement.**

For the purpose of continuity of the Executive Committee, and as noted in the by-laws, Advisory Committee members shall include the past Chairperson of the Board of Directors.

The past Chairperson of the Board may become a member of the Advisory Committee effective on the January 1<sup>st</sup> after their year of service as Chairperson. During the first year of service as an Advisory Committee member, the past Chairperson will receive a per diem of \$350 for meeting attendance.

Upon completion of one (1) year of service on the Advisory Committee, if a past Chairperson serves on the Advisory Committee, the member shall only be reimbursed mileage at the IRS approved rate for meeting attendance.

**Effective Date: January 1, 2017**

**Approval Date: November 10, 2016**

#### **Executive Committee Continuing Education**

**This policy is being established, through approval of the Executive Committee, for continuing education requirements for Executive Committee members.**

Due to the many changes in the bond industry on a daily basis, it is the interest of the Executive Committee to establish a policy for the Executive Committee members to receive 4 hours of continuing education annually.

The Executive Director and the Assistant Secretary of the Board shall work with the Chairman to establish a date for the continuing education class. Additional classes may be scheduled due to conflicts of interest.

Executive Committee members are required to attend one of the classes scheduled or provide proof to the Chairman and the Executive Director that they have attended an event that accounts for the 4 hours of continuing education. It will be the Chairman's decision as to whether the event meets the necessary education requirement. It will also be the Chairman's decision to grant an Executive Committee member a waiver of the policy.

**Effective Date: January 1, 2017**

**Approval Date: November 10, 2016**

#### **Expedited Approvals**

**This policy is being revised, through approval of the Executive Committee, to confirm expedited approval procedures.**

The normal process of approval through the LCDA is as follows:

(1) Submission to the LCDA Development Committee for preliminary approval

(2) The LCDA Development Committee may recommend to send the request to the Executive Committee for preliminary approval

(3) If approved preliminarily by the Executive Committee, the project can be submitted to the Louisiana State Bond Commission for review and approval.

(4) Upon approval of the Louisiana State Bond Commission, the project can be submitted to the LCDA Executive Committee for final approval.

There are times when a project may require final approval from the Executive Committee before the Louisiana State Bond Commission due to timing issues. If this is the case, Bond Counsel and/or the Financial Advisor shall request the waiver in the submission and presentation to the Executive Committee and the reasons for the request. Unanimous consent must be given by the Executive Committee for the waiver.

Prior to consideration for any expedited approval, the Executive Committee must have a recommendation from the Executive Director. Prior to providing the recommendation, the Executive Director should consider that the terms of the transaction relevant to the bond resolution are substantially final and the drafts of the principal documents are substantially complete and based on the review of documents and materials normally required for approval of a bond resolution and upon assurance from the Authority's counsel for the transaction, he has determined that expedited approval will not diminish the Authority's review of the transaction from that which would take place with the Authority's normal review and approval process.

**Effective Date: January 1, 2017**

**Approval Date: November 10, 2016**

#### **Ethics Training**

**This policy is being established, through approval of the Executive Committee, the Authority's ethics training requirements for employees.**

Employees and Executive Committee Members of the Authority are required annually to read LRS 42:1111 – 1121 and to take the online ethics course offered by the Louisiana Board of Ethics.

A copy of the completion certificate should be presented to the Office Manager for inclusion in the employee's file.

**Effective Date: January 1, 2016**

**Approval Date: November 10, 2016**

#### **Budget Policy**

**This policy is being established, through approval of the Executive Committee, the Authority's budget requirements.**

The Authority operates on a January 1<sup>st</sup> through December 31<sup>st</sup> Fiscal Year.

The Executive Director will prepare the Authority's proposed annual budget and present it to the Budget and Personnel Committee no later than the scheduled December Executive Committee meeting.

The Executive Committee will adopt the following year's budget no later than the close of its' December meeting. Upon approval, the Executive Director will submit the adopted budget for the following year to its Accountant and Auditor.

Reporting of financials, including actuals vs budget, is recommended at each Executive Committee meeting. There may be a circumstance that would delay presentation to the Executive Committee due to timing constraints in its preparation by the Authority's accountant. In this instance, two months would be reported at the next scheduled Executive Committee meeting.

As required by law, an amended budget may require adoption in the event revenue and expenses fall below and exceed, respectively, a 5% threshold. The Executive Director will work closely with the Authority Auditor and the Budget and Personnel Committee to meet the appropriate deadlines.

**Effective Date: January 1, 2016**

**Approval Date: November 10, 2016**

**A motion for approval of all presented policy updates or changes was made by Mayor Billy D'Aquila, seconded by Mayor David Butler and without an objection the motion carried**

## OTHER BUSINESS

### Directors Report

Mr. Ty Carlos gave a report to the Executive Committee. Mr. Carlos covered several topics of interest giving brief updates. He stated that he had provided in each of the members books the investment management account statement as well as the monthly credit card statement. A motion to accept the Director's Report was made by Mayor David Butler, seconded by Mr. Mack Dellafosse and without an objection the motion carried.

## PUBLIC COMMENT ADJOURN

There being no further business before the Committee, Mr. Mack Dellafosse moved to adjourn the Executive Committee, seconded by Mayor David Camardelle and without an objection, the motion carried.

*Mary Adams*

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Ms. Mary Adams  
Executive Committee Chairman