

LOUISIANA UTILITIES RESTORATION CORPORATION
MINUTES OF AUGUST 20, 2019 BOARD OF DIRECTORS MEETING

MINUTES OF AUGUST 20, 2019 BOARD OF DIRECTORS MEETING OF THE LOUISIANA UTILITIES RESTORATION CORPORATION HELD IN BATON ROUGE, LOUISIANA. PRESENT: CHAIR BRANDON FREY; SECRETARY-TREASURER JOHN CARROLL; DIRECTOR RENEE FREE. and REPRESENTATIVE THOMAS CARMODY, JR.;

A meeting of the Board of Directors was held on August 20, 2019, convened at 10:00 A.M. in the Natchez Meeting Room of the Galvez Building located at 602 North Fifth Street, Baton Rouge, Louisiana, 70802, with the above-named directors present.

Item 1 Call to order and determination of quorum.

Chair Frey called the meeting to order. The quorum consisted of Secretary-Treasurer Carroll, Chair Frey, Director Free, and Representative Carmody.

Item 2 Discussion and annual election of officers: Chair

On motion of Representative Carmody, seconded by Secretary-Treasurer Carroll, Chair Frey was nominated to serve as Chair of the Board of Directors. Having no opposition, Chair Frey was unanimously re-elected to serve an annual term as Chair of the Board of Directors.

Item 3 Discussion and annual election of officers: Secretary-Treasurer

On motion of Chairman Frey, seconded by Representative Carmody, Secretary-Treasurer Carroll was nominated to serve as Secretary-Treasurer of the Board of Directors. Having no opposition, Secretary-Treasurer Carroll was unanimously re-elected to serve another annual term as Secretary-Treasurer of the Board of Directors.

Item 4 Discussion of and vote to approve minutes and transcript of August 21, 2018 Regular Board Meeting

On motion of Secretary-Treasurer Carroll, seconded by Director Free, and unanimously adopted, the Board of Directors voted to approve the minutes and transcript of the August 21, 2018 meeting of the Board of Directors.

Item 5 Approval and/or ratification of the following actions taken by LURC's Special Counsel and/or by the LURC Chairperson subsequent to August 21, 2018 Regular Board Meeting, as follows:

1. Annual Report to the LPSC 08/29/2018);

2. Submission of Financial Statements to OSRAP (08/28/2018); and
3. Execution of engagement agreement with the LLA for audit of LURC's fiscal year 2018 financial statements (10/02/2018); and
4. Annual Report to the Secretary of State (7/17/2019).

LURC Special Counsel reported on the actions that have been taken by Special Counsel and the LURC Chairperson since the August 21, 2018 Board Meeting. Representative Carmody moved to approve those actions and Chair Frey seconded that motion.

- Item 6 Discussion of Louisiana Legislative Auditor's audit of LURC's fiscal year 2018 financial statements and report issued on January 30, 2019.

LURC Special Counsel reported that on January 30, 2019, the Louisiana Legislative Auditor issued its report on LURC's fiscal year 2018 financial statements. The Louisiana Legislative Auditor concluded there were no findings and the audit was clean.

- Item 7 Discussion of and vote to approve interim and annual Compiled Financial Statements for Fiscal Year Ending June 30, 2019 as prepared by LaPorte CPAs.

On motion of Secretary-Treasurer Carroll, seconded by Chair Frey, and unanimously adopted, the Board of Directors voted to approve the proposed interim and final compiled financial statements for the fiscal year ending June 30, 2019, as prepared and presented by LaPorte CPAs.

- Item 8 Report on status of Entergy Katrina/Rita Bond Transaction by LURC Special Counsel:

1. EGSL & ELL Monthly Servicer Certificates (08/2018 – 06/2019);
2. LURC Trustee Account Statements (07/2018-07/2019);
3. Deloitte Reports of Agreed Upon Procedures for EGSL and ELL (12/21/2018 and 03/29/2019);
4. EGSL and ELL True-Up Adjustment Letter (03/18/2019);
5. Henderson Ridge Consulting, Inc. True-up Report (09/26/2018 & 03/18/2019);
and
6. Maturation of Katrina/Rita Bonds, cessation of associated storm recovery surcharge and remaining activity (March 27, 2019 Letter from Chair Frey).

LURC Special Counsel reported on the status of the Entergy Katrina/Rita Bond Transaction, including receipt of monthly and semi-annual servicer certificates from EGSL and ELL, monthly trustee account statements from Bank of New York Mellon, reports of agreed upon procedures from Deloitte, true-up adjustment letters from EGSL and ELL, reports on true-up adjustment letters from Henderson Ridge Consulting, Inc. and other compliance filings.

LURC Special Counsel further reported the Katrina/Rita Bond Transaction has matured and the associated storm recovery surcharge has ceased. It was also reported that the flow-through of tax benefits have already begun and will continue through 2025, and the true-up adjustments will continue until such tax benefits cease.

Item 9 Report on status of Entergy Gustav/Ike Bond Transaction by LURC Special Counsel:

1. EGSL & ELL Semi-annual Servicer Certificates (collection period (08/1/18–01/31/19 & 02/01/19-07/31/19));
2. EGSL & ELL Monthly Servicer Certificates (07/2018 – 06/2019);
3. LURC Trustee Account Statements (07/2018-07/2019);
4. Deloitte Reports of Agreed Upon Procedures for EGSL and ELL (12/21/2018 & 03/28/2019);
5. EGSL and ELL True-Up Adjustment Letter (09/14/2018 & 03/16/2019); and
6. Henderson Ridge Consulting, Inc. True-up Report (09/25/2018 & 03/27/2019).

LURC Special Counsel reported on the status of the Entergy Gustav/Ike Bond Transaction, including receipt of monthly and semi-annual servicer certificates from EGSL and ELL, monthly trustee account statements from Bank of New York Mellon, reports of agreed upon procedures from Deloitte, true-up adjustment letters from EGSL and ELL, reports on true-up adjustment letters from Henderson Ridge Consulting, Inc. and other compliance filings.

Item 10 Report on status of Entergy Isaac Bond Transaction by LURC Special Counsel:

1. EGSL & ELL Semi-annual Servicer Certificates (collection period (08/1/18–01/31/19 & 02/01/19-07/31/19));
2. EGSL & ELL Monthly Servicer Certificates (07/2018 – 06/2019);
3. LURC Trustee Account Statements (07/2018-07/2019);
4. Deloitte Reports of Agreed Upon Procedures for EGSL and ELL (12/21/2018 & 03/28/2019);
5. EGSL and ELL True-Up Adjustment Letter (09/13/2018 & 03/16/2019); and
6. Henderson Ridge Consulting, Inc. True-up Report (09/25/2018 & 03/27/2019).

LURC Special Counsel reported on the status of the Entergy Isaac Bond Transaction, including receipt of monthly and semi-annual servicer certificates from EGSL and ELL, monthly trustee account statements from Bank of New York Mellon, reports of agreed upon procedures from Deloitte, true-up adjustment letters from EGSL and ELL, reports on true-up adjustment letters from Henderson Ridge Consulting, Inc. and other compliance filings.

- Item 11 Discussion of and a vote to approve LURC's operating budget for the Fiscal Year ending June 30, 2020 as prepared by LaPorte CPAs.

LURC Special Counsel introduced the proposed Fiscal Year 2020 operating budget and explained how the budget has been adjusted to account for the changes resulting from maturation of the Entergy Katrina/Rita Bond Transaction. On motion of Representative Carmody, seconded by Chair Frey, and unanimously approved, the Board of Directors voted to approve LURC's operating budget for the Fiscal Year ending June 30, 2020 as prepared by LaPorte CPAs.

- Item 12 Discussion of and a vote to approve engagement of Long Law Firm, LLP as LURC's Special Counsel for corporate and regulatory matters for the Fiscal Year Ending June 30, 2020.

On motion of Secretary-Treasurer Carroll, seconded by, Director Free and unanimously approved, the Board of Directors voted to approve the engagement of Long Law Firm, LLP as LURC's Special Counsel for corporate and regulatory matters for the Fiscal Year Ending June 30, 2020.

- Item 13 Discussion of and a vote to approve engagement of LaPorte CPAs as LURC's financial statement accountants to prepare interim and annual compiled financial statements for the Fiscal Year Ending June 30, 2020, to participate in and defend the Louisiana Legislative Auditor's audit of Fiscal Year Ending June 30, 2019 annual financial statements, prepare an annual operating budget for fiscal year 2020 and related matters.

On motion of Secretary-Treasurer Carroll, seconded by, Chair Frey and unanimously approved, the Board of Directors voted to approve the engagement of LaPorte CPAs as LURC's financial statement accountants to prepare interim and annual compiled financial statements for the Fiscal Year Ending June 30, 2020; to participate in and defend the Louisiana Legislative Auditor's audit of Fiscal Year Ending June 30, 2019 annual financial statements; and to prepare an annual operating budget for fiscal year 2020 and related matters.

- Item 14 Discussion of and a vote to approve engagement of Henderson Ridge Consulting, Inc. as LURC's regulatory accountants for review and evaluation of semi-annual true-up adjustment filings by Entergy Gulf States Louisiana, L.L.C. and Entergy Louisiana, LLC to be made in the Fall 2019 and Spring 2020 for the Katrina/Rita, Gustav/Ike, and Isaac securitizations.

On motion of Chair Frey, seconded by Representative Carmody, and unanimously approved, the Board of Directors voted to approve the engagement of Henderson Ridge Consulting, Inc. as LURC's regulatory accountants for review and evaluation of semi-annual true-up adjustment filings by Entergy Gulf States Louisiana, L.L.C. and Entergy Louisiana, LLC to be made in the fall 2019 and spring 2020 for the Katrina/Rita, Gustav/Ike, and Isaac securitizations.

Item 15 New Business - Tentative Date for Next Meeting – August 2020

The Board of Directors tentatively set the next annual meeting for August 2020 with a specific meeting date to be determined at a later time, but during the third week of August 2020.

Item 16 Old Business.

None.

Item 17 Adjournment.

Representative Carmody moved to adjourn the meeting and Secretary-Treasurer Carroll seconded. The Board of Directors unanimously voted to adjourn the meeting at 10:26 A.M.

MEETING ADJOURNED.



Secretary-Treasurer John Carroll