

LOUISIANA UTILITIES RESTORATION CORPORATION
MINUTES OF JULY 1, 2021 BOARD OF DIRECTORS SPECIAL MEETING

MINUTES OF JULY 1, 2021 BOARD OF DIRECTORS SPECIAL MEETING OF THE LOUISIANA UTILITIES RESTORATION CORPORATION HELD VIA ZOOM VIDEO CONFERENCE. PRESENT: CHAIRMAN BRANDON FREY; SECRETARY-TREASURER JOHN CARROLL; DIRECTOR TONY LIGI; and SENATOR RONNIE JOHNS;

In accordance with La. R.S. 42:17.1, notice was given that the July 1, 2021 Special Meeting of the LURC Board of Directors would be conducted remotely, would involve matters permitted under La. R.S. 42:17.1(A), and would provide an opportunity for public participation. Instructions for Participation and Public Comment Via Zoom were provided with the meeting agenda.

A meeting of the Board of Directors was held on July 1, 2021, convened at 10:07 A.M. via Zoom videoconference platform, with the above-named directors participating.

Item 1 Call to order and determination of quorum.

Chairman Frey called the meeting to order. The quorum consisted of Chairman Frey, Secretary-Treasurer Carroll, Director Ligi and Senator Johns.

Item 2 Discussion of and vote to approve minutes and transcript of August 20, 2019 Regular Board Meeting

On motion of Chair Frey, seconded by Senator Johns, and unanimously adopted, the Board of Directors voted to approve the minutes and transcript of the August 19, 2020 meeting of the Board of Directors.

Item 3 Report on Act 293 of the 2021 Regular Legislative Session

LURC Special Counsel described Act 293 of the 2021 Legislative Session and how it impacts the existing Restoration Law (Act 55 of the 2007 Legislative Session).

Item 4 Report on Application of Entergy Louisiana, LLC for Recovery in Rates of Costs Related to Hurricanes Laura, Delta, Zeta and Winter Storm Uri and for Related Relief (“Phase I” or “Quantification Application”) in LPSC Docket No. U-35991 and anticipated Phase II or “Financing Application.”

Attorneys for the Louisiana Public Service Commission (“LPSC”) Staff and Entergy Louisiana, LLC (“ELL” or “Entergy”) reported on prior storm securitizations involving ELL and its pending application Recovery in Rates of Costs Related to Hurricanes Laura, Delta, Zeta and Winter Storm Uri and for

Related Relief (“Phase I” or “Quantification Application”) in LPSC Docket No. U-35991 and the anticipated Phase II or “Financing Application.”

Item 5

Application of Entergy Louisiana, LLC for Recovery in Rates of Costs Related to Hurricanes Laura, Delta, Zeta and Winter Storm Uri and for Related Relief in LPSC Docket No. U-35991; consideration and possible vote to:

1. Approve LURC’s intervention in Phase I of LPSC Docket No. U-35991 if determined to be necessary and appropriate;
2. Approve LURC’s participation as a co-applicant in Phase II of LPSC Docket U-35991 pertaining to Entergy’s anticipated request to utilize Act 55 (2007 Legislative Session) and Act 293 (2021 Legislative Session) to finance and securitize recovery of system restoration costs;
3. Allow LURC’s Special Counsel to participate, as necessary, in discovery in Phase I and Phase II of LPSC Docket No. U-35991 and execute any Confidentiality Agreements, Addenda to Confidentiality Agreements and related documents;
4. Authorize LURC’s Officers and Special Counsel to participate in any settlement discussions in Phase I and Phase II among Entergy, the LPSC Staff and intervenors;
5. Authorize LURC’s Officers and Special Counsel to take any and all actions required by Entergy’s Phase I and Phase II applications to the LPSC including execution of an Issuance Advice Letter;
6. Authorize LURC’s Officers and Special Counsel to provide input to and implement Financing Order(s) issued by the LPSC;
7. Authorize LURC Officers and Special Counsel to issue request for proposals or solicitation for offers for Financial Advisors, Bond Counsel, Tax Counsel, Bankruptcy Counsel, and Underwriters form a Selection Committee and to engage such professionals;
8. Authorize LURC Officers and Special Counsel to file an application with a conduit issuer that the LPSC determines to be the most advantageous for preliminary approval;
9. Authorize LURC Officers and Special Counsel to participate in proceedings including the LPSC docket; proceedings before selected issuer; State Bond Commission proceedings; and sale of bonds including the preparation, execution, and implementation of any documents and/or instruments required or related to those proceedings;

10. Authorize LURC Officers and Special Counsel to participate in preparation for and creation of Special Public Trusts as authorized by Act 293 of the 2021 Regular Legislative Session;
11. Pertaining to Entergy’s anticipated request in LPSC Docket U-35991 to utilize Act 55 (2007 Legislative Session) and Act 293 (2021 Legislative Session) to finance and securitize recovery of system restoration costs, authorize and require LURC to create and use a special public trust with LURC as settlor and a beneficiary and Entergy Louisiana, LLC being the sole other beneficiary; to select a trustee for that trust that is qualified under Act 293 (2021 Legislative Session); and to contribute to that trust all of the net proceeds from the issuance of system restoration bonds;
12. Authorize LURC to escrow the payments received by LURC as beneficiary of the trust, and pledge LURC’s beneficial interest in the trust, the right to receive payments under the trust agreement, and the escrowed funds as further collateral for the loan to LURC of the net proceeds of the system restoration bonds;
13. Authorize LURC Officers to execute any documents and/or instruments related to bond issuance and the public trust, including but not limited to: Loan Agreement, Bond Purchase Agreement, Promissory Notes, Official Statements, Contribution and Release Agreement, Servicing Agreement, Escrow Agreement, Trust Agreement and Indentures of Trust; and
14. Authorize LURC Officers and Special Counsel to engage a regulatory accountant to perform semi-annual true-up analyses as required by the LPSC Financing Order(s).

ELL counsel described the structure of the anticipated transaction to fund storm recovery costs and LURC Special Counsel reported on the actions to be required of LURC Officers and/or Special Counsel to facilitate that transaction, as enumerated. Senator Johns moved to approve those actions in globo and Secretary-Treasurer Carroll seconded that motion.

Item 6

New Business.

1. Regular Meeting – August 25, 2021 at 10:00am at the Natchez Room of the Galvez Building located at 602 North Fifth Street in Baton Rouge; and
2. Possible Additional Special Meetings related to Application of Entergy Louisiana, LLC for Recovery in Rates of Costs Related to Hurricanes Laura, Delta, Zeta and Winter Storm Uri and for Related Relief – TBD.

The regular meeting of the Board of Directors is scheduled to take place in person on August 25, 2021. Possible additional special meetings related to ELL’s application for storm cost recovery could be scheduled as necessary.

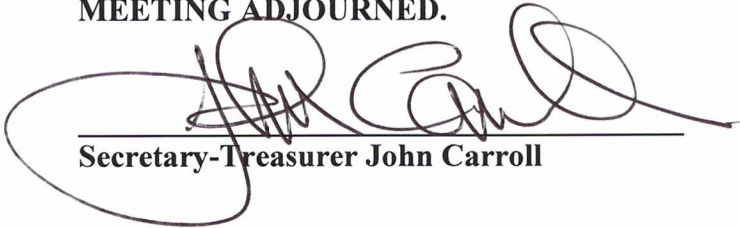
Item 7 Old Business.

None.

Item 17 Adjournment.

Secretary-Treasurer Carroll moved to adjourn the meeting and Senator Johns seconded. The Board of Directors unanimously voted to adjourn the meeting at 11:15 A.M.

MEETING ADJOURNED.



Secretary-Treasurer John Carroll