LOUISIANA NAVAL WAR MEMORIAL COMMISSION

305 River Road South

Baton Rouge, Louisiana 70802

Minutes of Commission Meeting

April 15, 2024

Call to Order. The meeting was held at the USS KIDD VETERANS MUSEUM and was called to order by the Chairman, H. Davis Cole, at 11 a.m. who led the Pledge of Allegiance. He then asked for a Roll Call.

Those present were:

H. Davis Cole

David Couvillion

Robert Hawthorne

Larry Muenzler

Les Nicholson

Katie Pryor

Roderick Wells

Earnest Buckner, designee of the Secretary of Veterans Affairs

Christian Courson, designee of the Lt. Governor

Members absent were:

Karen St. Cyr – excused by the Chairman prior to the meeting.

John Wells – excised by the Chairman prior to the meeting.

Others present were:

Parks Stephenson, Executive Director

Tim NesSmith, Ship Superintendent

Todd Maulding, Business Manager

Nate Bergeron, Shipboard Maintenance Technician

Robert Schilling

Capt. Bill Purvis, Toma-Sea Marine

Agenda. The Chairman stated that he would like to add permission to add the following items to the Agenda:

* A resolution dealing with Emergency Policies and Procedures;
* Shorten the amortization/write-off period from certain assets from 5 years to 2 years.

He asked if there were any objections to adding these items to the Agenda. There were no objections and no one asked for further discussion, so the Agenda was declared so amended by unanimous consent.

Approval of Minutes of last meeting. The Chairman announced that the next item on the Agenda was approval of the minutes of the last meeting of the Commission which was held on November 16, 2023. A copy was previously sent to each Commissioner in the usual course of business. A copy was also in each commissioner’s packet for this meeting. Commissioner Couvillion moved that the minutes of the November 16, 2023 meeting in the packet be approved and the actions taken at that meeting ratified. Commissioner Nicholson seconded. The Chairman asked if anyone had any corrections to the Minutes or any objections to the motion. There were none The motion was then unanimously approved

by the Commission with out objections.

Executive Reports.

Financial Report. The Chairman stated that the next item on the Agenda was the finances and asked Todd Maulding, Business Manager and Larry Muenzler, Treasurer if they had anything to add to the financials in the Packet. Todd asked if anyone had questions. There were no questions.

Ship Report, and Executive Director’s Report. Chairman then stated that the next item on the agenda was the Ship Report. Parks Stephenson, the Executive Director. Stated that his report in the Packet includes what would normally be contained in the ship report so he proceeded to make a few comments about the status of the ship, the preparations for drydock including the Coast Guard inspection, and and the and the presently anticipated schedule while the ship is still in Baton Rouge. He asked if there were further questions or comments. There were none.

Committee Reports.

Selection and Evaluation Committee Report. Commissioner Nicholson summarized the actions of the Selection and Evaluation Committee.. He then moved that all of the actions by that committee be confirmed and ratified. The motion was seconded by Commissioner Couvillion. After discussion the motion was unanimously approved by the Commission.

Cooperative Endeavor Agreement. Commissioner Nicholson briefly explained the need for the Cooperative Endeavor Agreement dated April 4, 2024 between the Commission and Facility Planning and Control. One of the features he mentioned provides that all receipts and disbursements, will be handled by FP&C. He also wanted the commissioners to know was that throughout the process, he received outstanding cooperation and assistance from the employees and leadership of FC&C. He then moved that the agreement be confirmed and ratified. Commissioner Muenzler seconded the motion. After discussion the motion was unanimously approved by the Commission. There were no objections or dissenting votes so he Chairmen declared the motion carried.

New Business

Contract between the Commission and the shipyard. Commissioner Les Nicholson briefly described the contract and moved that the contract between the Commission and Thoma-Sea Marine Constructors, LLC , effective April 5, 2024.be confirmed and ratified. Commissioner Couvillion seconded the motion. The Chairman asked if there were questions or need for discussion. Hearing none he called for the question. All votes were in the affirmative. The chairman declared the motion duly adopted and the contract duly ratified without objection.

Removal of Members. Commissioner Nicholson reminded the commissioners that our founding legislation provides a procedure for removing a commissioner who misses two consecutive meeting which absences have not been approved by the Commission. There followed discussion about whether the approval of absences needed to be granted by the full commission. After discussion, Commissioner Nicholson moved that authority to approve absences be delegated to the Chairman. The motion was seconded by Commissioner Couvillion. The Chairman asked if there was further discussion. Hearing none he called for a vote. The motion passed unanimously.

 Emergency Procedures. The Chairman called attention to the proposed RESONUTION FOR MATTERS RELATED TO EMERGENCY OPERATIONS POLICY AND PROCEDURE which was added to the Packet and to the Agenda by unanimous consent, a copy of which is attached to these minutes. Commissioner Couvillion moved that it be adopted. Tbe motion was seconded by Commissioner Nicholson. Discussion followed including a comment that it seems to follow current practice. After discussion ended, the Chairman called for a vote. All votes were in the affirmative. The Chairman declared that the motion passed with no dissenting votes and that the policy was adopted unanimously.

Amortization for certain assets. Commissioner Muenzler explained that our Business Manager asked for this change. He moved that the Commission authorize the Business Manager to reduce from 5 years to three years the depreciation period for certain assets in his discretion. The motion was seconded­­­­ and passed unanimously,

Old Business

There was none.

Comments from the public. No one else asked permission to speak

Adjournment The Chairman asked if there was any further business to come before the Commission. Hearing none, he declared the meeting adjourned at 11:55 a.m.

Respectfully submitted:

Robert A. Hawthorne, Jr.

Secretary Ad Hoc

ATTACHMENT Reads in pertinent part as follows:

EMERGENCY OPERATIONS POLICY AND PROCEDURE:

WHEREAS the Louisiana Naval War Memorial Commission has determined that policy and procedures related to the emergency operations of the Commission’s concerns is required, be it RESOLVED:

1. In the event of the occurrence of an emergency imminently threatening or causing harm to the Museum’s assets, staff, or other persons, the Executive Director is authorized and expected to promptly take any and all actions reasonably required in his or her judgment to prevent and mitigate such harm.
2. In so doing, the Executive Director is authorized to expend, and obligate the expenditure of sufficient funds to cover the costs of such actions without being required to obtain an amendment to the Commission’s current budget.
3. The Executive Director shall provide a written electronic notice to the Commission’s Executive Committee, as soon as realistically possible, describing the emergency, the actions taken and to be taken to prevent or mitigate such harm and the costs of such actions.
4. Unless and until the Executive Committee or the Commission directs otherwise the Executive Director shall continue to deal with the emergency as he or she believes necessary and shall promptly notify the Executive Committee of any material changes regarding the extent of the harm and the actions being taken as well as the efficacy and costs thereof.