



Louisiana Housing Corporation

A verbatim transcript as well as an audio recording of these proceedings is available upon request by contacting the LHC

LHC Board of Directors

Board Meeting Minutes

Wednesday, November 8, 2017

**2415 Quail Drive
V. Jean Butler Board Room
Baton Rouge, LA 70808
10:30 A.M.**

Board Members Present

Lloyd S. "Buddy" Spillers
Jennifer Vidrine
Michael T. Anderson
Tammy P. Earles
Thomas Enright (obo Treasurer Ron Henson)
Larry Ferdinand
Elton M. Lagasse
Andreanecia M. Morris
Willie Rack
Donald B. Vallee
Gillis R. Windham

Board Members Absent

Staff Present

Barry E. Brooks
Edselle Keith Cunningham, Jr.
Bradley Sweazy
Jessica Guinn
Robby Bizot

Brenda Evans
Leslie C. Strahan
Miriam Bowie
Nicole Sweazy
Kevin Brady
Natasha Anderson
Na'Tisha Natt
Jatis Harrington

Others Present

See Guest Sign-In Sheet

CALL TO ORDER

Board Chairman Lloyd S. "Buddy" Spillers called the meeting to order at 10:30 a.m. Board Secretary Barry E. Brooks called the roll; there was a quorum.

APPROVAL OF MINUTES

Next item discussed were the October 11, 2017 Board Meeting Minutes.

Board Member Donald B. Vallee inquired "...In going through the Minutes, I don't see anything referencing my discussion about the time period nor about Board members' participation and the comments that I did make." Board Secretary Brooks advised that such is noted in the verbatim transcript.

Thereafter, Board Member Vallee requested that the Record reflect "I'm going to just as a general statement ask you whatever comments I make be added to the Minutes. If not, I'll give you a form letter every time we have a meeting to request as such that you want."

On a motion by Board Member Elton M. Lagasse and seconded by Board Member Willie Rack, the Minutes of the October 11, 2017 LHC Board of Directors Meeting were unanimously approved. Board Member Vallee noted "...I accept subject to those comments I made".

Chairman Spillers requested to "...Let the Record show that he's accepted it subject to the comments he made".

LHC BOARD CHAIRMAN'S REPORT

Chairman Spillers noted he did not have anything to report.

LHC EXECUTIVE DIRECTOR'S REPORT

LHC Executive Director Edselle Keith Cunningham, Jr. advised the Board that employees Rene' Landry and Loretta Wallace had recently retired; he reminded the Board of the upcoming NCSHA Annual Conference in Denver; that he'd recently met with officials from Louisiana Economic Development, Louisiana Workforce Commission, and the Louisiana Municipal Association; he discussed the pending Federal Tax Reform Legislation; he discussed the 2017 LIHTC Funding Round Survey; and he noted that the LHC Housing Roundtable was being scheduled for Friday, November 17.

Board Member Vallee applauded the work of retirees Rene' Landry and Loretta Wallace; he requested an updated LHC Staffing Report with current salaries; he requested that there be an outside search for a new LHC CFO; and he advised that he would put in a written request for the last five (5) years' Source of Income, where funds were spent and the achievements thereof.

AGENDA ITEM #5

Next item discussed was the resolution regarding \$20M of 2015 Private Activity Bond Volume Cap allocation for the purpose of making a Mortgage Certificate Election.

On a motion by Board Member Michael T. Anderson and seconded by Board Vice-Chairwoman Jennifer Vidrine, the resolution authorizing and approving an amount not to exceed Twenty Million Dollars (\$20,000,000) of 2015 private activity bond volume cap allocation for the purpose of making a mortgage credit certificate election; approving the form of a program administration agreement, the lender participation agreement and the MCC program guidelines; approving the form and directing the execution of the COB Purchase Contract for said COBs; and providing for other matters in connection therewith, was moved to debate. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed unanimously.

AGENDA ITEM #6

The next item discussed was the resolution regarding the \$5M CDBG/TBA Homeownership Program for soft second loans and closing cost assistance.

On a motion by Board Member Donald B. Vallee and seconded by Board Member Michael T. Anderson, the resolution authorizing and approving the Louisiana Housing Corporation ("LHC" or "Corporation") to proceed with the recommended strategies for awarding Community Block Grant ("CDBG") Funds for Gustav/Ike designated disaster parishes for soft second loans and closing costs assistance to first-time homebuyers obtaining first mortgage loans under one of LHC's Market Rate Programs; and providing for other matters in connection therewith, was

moved to debate. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed unanimously.

AGENDA ITEM #7

The next item discussed was the resolution regarding \$36M of LHC SFMRBRB.

LHC Director of Recovery Housing Robby Bizot went over the specifics of the matter, noting that 138 applications had been received, that 250 units were anticipated, and that 51 parishes would be eligible.

There were further discussions on the parameters of the matter by Mr. Bizot and the Board.

Mr. Charles Tate addressed the Board and noted that he was very pleased with the LHC staff and Governor's Office regarding the aforementioned; and he advocated for the continued needs of the PSH population.

On a motion by Board member Donald B. Vallee and seconded by Board Member Michael T. Anderson, the resolution approving and authorizing the issuance of not exceeding Thirty-Six Million Dollars (\$36,000,000) of Louisiana Housing Corporation Single Family Mortgage Revenue and Refunding Bonds in one or more series or subseries; approving and authorizing the warehousing of mortgage-backed certificates ("MBSs") through a continuous open warehousing line of credit with the Federal Home Loan Bank of Dallas not exceeding One Hundred Million Dollars (\$100,000,000); approving the form of a Series Supplemental Trust Indenture in connection with the aforesaid Bonds; requesting the State Bond Commission to approve the issuance, sale and delivery of the Bonds and the opening of a line of credit; and providing for other matters in connection therewith, was moved to debate. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed unanimously.

Next, Board Member Michael T. Anderson addressed the Board stating "...And I am going to respectfully ask Mr. Vallee to withdraw his request going back five years. I mean they just lost two members of the staff. What's the better use of the staff's time? ...We've got to help people get into homes...."

Chairman Spillers replied "...Well, first, it wasn't an action because the Board didn't act on it. He suggested he wanted it. My opinion, I wouldn't waste my time putting it together, Mr. Executive Director. So I mean, we didn't act on it. The Board didn't direct you to do it. One Board Member doesn't have authority to do it. So that be it in my regard, and I'm not as polite as everybody else. So I heard him. I said make sure the Record show that doesn't mean that the staff has to do it. And, unless the Board directed it, I don't see where you have to do it as far as I'm concerned..."

Board Member Vallee replied "...Mr. Anderson, I respect you, and I respect what you requested. And Buddy, as the Chair, I can appreciate your position on that if you feel such and General Counsel over there says it has to be a Board action to request information from the staff to deliberate on, to look at things, then we'll talk about that. But in the meantime, I'll just do my freedom information request and they have to give it to me at that point in time, Mr. Chair. So I don't want to play games with you. I did it for the benefit of the Board. If I got to ask for individually, I'll do so then."

Chairman Spillers replied "...I don't think the rest of the Board really cares about seeing it."

Board Member Vallee replied "...As I said before, throw it in the garbage can. Get off the Board if you don't want to look at anything"

Chairman Spillers directed Secretary Brooks to "...Let the Record show he said that. I want to make sure he said I can get off the Board if I want to."

Secretary Brooks replied "...Duly noted."

Board Member Vallee then stated "...I don't think I said it exactly but I'll say it to you directly. I'll say it for the Record. If you don't want to be involved and any Board member doesn't want to get themselves involved in the diligence and oversight of this Committee and issues responsibility, then maybe they ought to get off the Board".

Thereafter, there were further discussions between Board Member Thomas Enright and Mr. Bizot regarding which parishes had been federally declared emergency versus federally declared disaster areas.

MOTION TO SUSPEND THE RULES AND ADD AN ITEM TO THE AGENDA

On a motion by Board Member Larry Ferdinand and seconded by Board Vice-Chairman Jennifer Vidrine, the Rules were Suspended to Add an Item to the Agenda.

There were discussions between the Board and LHC Executive Counsel Jessica Guinn as to the purpose and parameters of the pending Motion. Ms. Guinn advised the Board that "...The law says that it should be limited to the merits of why it needs to be added to the Agenda..."

Chairman Spillers requested that LHC's Financial Advisor Gordon King address the Board regarding the matter.

Mr. King noted that he had the night before become aware that pending Federal Tax Relief legislation would be proposing banning future MRB programs, and that he was

concerned about missing the upcoming State Bond Commission if the matter was not brought before the Board.

There were further lengthy discussions on the imperative nature of the matter by the Board Members, Mr. King, Donald Peterson, and LHC staff.

On a motion by Board Member Larry Ferdinand and seconded by Board Vice-Chairman Jennifer Vidrine, the Rules were Suspended to Add an Item to the Agenda; and providing for other matters in connection therewith, was moved to debate. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed unanimously.

On a motion by Board Member Michael T. Anderson and seconded by Board Member Jennifer Vidrine, the resolution approving and authorizing the issuance of not exceeding One Hundred Million Dollars (\$100,000,000) of Louisiana Housing Corporation Single Family Convertible Option Bonds in one or more series or subseries; approving the form of a Series Supplemental Trust Indenture in connection with the aforesaid Bonds; requesting the State Bond Commission to approve the issuance, sale and delivery of the Bonds; and providing for other matters in connection therewith, was moved to debate. There being no further discussion, opposition, or public comment, a vote was taken, and the motion passed. There was one (1) NO vote by Board Member Donald B. Vallee, stating his basis as "...I'm just going to say again that my concern is that I don't have enough information to look at this thing...and based on that I'm going to decline. But I want to make that statement."

OTHER BUSINESS

None.

ADJOURNMENT

There being no other matters to discuss, Board Member Larry Ferdinand offered a motion for adjournment that was seconded by Board Vice-Chairwoman Jennifer Vidrine. There being no discussion or opposition, the motion passed unanimously.

The Full Board meeting adjourned at 11:30 a.m.



Chairman



Secretary