



Louisiana Housing Finance Agency

The following resolution was offered by Commissioner Joseph M. Scontrino, III, and seconded by Commissioner Katie Anderson:

RESOLUTION

A resolution approving the contracts for co-bond counsel services by and between the Louisiana Housing Finance Agency and the firms Foley & Judell, LLP, and Breithaupt, Dunn, Dubos, Shafto and Wolleson/Peck Shaffer for the Single Family Mortgage Revenue Bond Program; and providing for other matters in connection therewith.

WHEREAS, the Louisiana Housing Finance Agency (the "Agency"), pursuant to Chapter 3-A of Title 40 of the Louisiana Revised Statutes of 1950, as amended (R.S.40:600.1 through R.S.40:600.24) (the "Act") is authorized and directed to engage in the sale of bonds, notes, and other obligations; and further authorized to select and approve Bond Counsel and to perform any other actions necessary or convenient to accomplish the objectives of this Act; and

WHEREAS, the Louisiana Housing Finance Agency's Board of Commissioners (the "BOC") authorized the publication of a Request for Proposals (RFP) to solicit bond counsel for the Single Family Mortgage Revenue Bond Program on December 9, 2009; and

WHEREAS, Foley & Judell, LLP, and Breithaupt, Dunn, Dubos, Shafto and Wolleson/Peck Shaffer were hereby selected as co-bond counsel of the LHFA, pursuant to the RFP that was issued for that purpose on May 12, 2010; and

WHEREAS, The Agency's staff and counsel were authorized and directed to prepare such documents and agreements as may be necessary to contract for the performance of this work to ensure an even fee split between the two named parties and a like delegation of work and responsibilities commensurate with the even pay scale; and

WHEREAS, staff and counsel were instructed to use the lowest bidder's fee proposal as the fee proposal to be used in the negotiations.

NOW THEREFORE BE IT RESOLVED by the Board of Commissioners of the Louisiana Housing Finance Agency, acting as the governing authority of said Agency, that:

SECTION 1. The attached contracts (A) are hereby approved for the use of Foley & Judell LLP and Breithaupt, Dunn, Dubos, Shafto and Wolleson/Peck Shaffer as co-bond counsel for the Single Mortgage Revenue Bond Program and as members of the Louisiana Housing Finance Agency's Finance Team.

SECTION 2. The Agency is hereby authorized, empowered, and directed the ability to create, change, amend, and revise these contracts for bond counsel within the provisions of this resolution.

SECTION 3. The Chairman, Vice Chairman, President, Vice President and /or Secretary of the Agency be hereby authorized, empowered and directed to execute any forms and/or documents required to be executed on behalf of and in the name of the Agency, the terms of which are consistent with the provisions of this resolution.

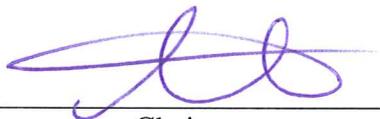
This resolution having been submitted to a vote, the vote thereon was as follows:

YEAS: Michael L. Airhart, Alice Washington obo John N. Kennedy, J. Mark Madderra, Mayson H. Foster, Donald B. Vallee, Walter O. Guillory, Joseph M. Scontrino, III, Katie Anderson, Elsenia Young, Neal P. Miller

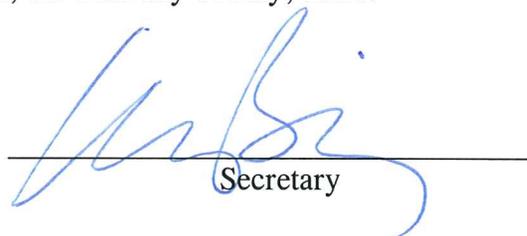
NAYS:

ABSENT: Allison A. Jones, Guy T. Williams, Susan W. Sonnier, Jerome Boykin, Sr., Tyrone A. Wilson

And the resolution was declared adopted on this, the 14th day of July, 2010.



Chairman



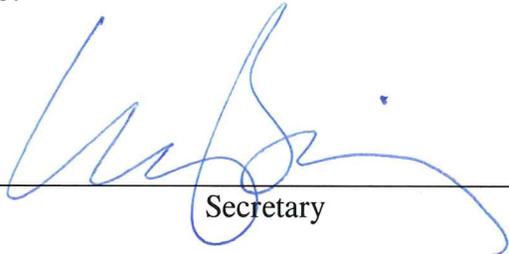
Secretary

STATE OF LOUISIANA

PARISH OF EAST BATON ROUGE

I, the undersigned Secretary of the Board of Commissioners of the Louisiana Housing Finance Agency, do hereby certify that the foregoing two (2) pages constitute a true and correct copy of a resolution adopted by said Board of Commissioners on July 14, 2010 entitled: "A resolution approving the contracts for co-bond counsel services by and between the Louisiana Housing Finance Agency and the firms Foley & Judell, LLP, and Breithaupt, Dunn, Dubos, Shafto and Wolleson/Peck Shaffer for the Single Family Mortgage Revenue Bond Program; and providing for other matters in connection therewith."

IN FAITH WHEREOF, witness my official signature and the impress of the official seal of the Agency on this, the 14th day of July, 2010.


Secretary

(SEAL)