



Louisiana Housing Corporation

LHC Board of Directors

Board Meeting Minutes

Wednesday, January 13, 2016

**2415 Quail Drive
V. Jean Butler Board Room
Baton Rouge, LA 70808
12:00 P.M.**

Board Members Present

Mayson H. Foster
Michael L. Airhart
Dr. Daryl V. Burckel
Larry Ferdinand
Ron Henson (o/b/o Treasurer John N. Kennedy)
Ellen M. Lee
Matthew P. Ritchie
Willie Spears
Guy T. Williams, Jr.

Board Members Absent

Malcolm Young, Jr.

Staff Present

Michelle Thomas
Barry E. Brooks
Brenda Evans
Loretta Wallace
Janel Young

Todd Folsie
Jatis Harrington
Edselle Keith Cunningham, Jr.
Leslie C. Strahan
Christine Bratkowski
Jessica A. Guinn
Liza Bergeron
Marjorianna Willman
Nicole Sweazy

Others Present

See Guest Sign-In Sheet

CALL TO ORDER

LHC Board Chairman Mayson H. Foster called the meeting to order at 12:15 p.m. Board Secretary Barry E. Brooks called the roll; there was a quorum.

Chairman Foster advised that the matters listed under Other Business were being removed from the Agenda. Thereafter, he submitted to Secretary Brooks a letter from The Whittington Law Group regarding "Louisiana Housing Corporation contracts with Government Consultants, Inc." for inclusion into the official record.

APPROVAL OF MINUTES

On a motion by Board Member Michael L. Airhart and seconded by Board Member Dr. Daryl V. Burckel, the Minutes of the November 25, 2015 LHC Board of Directors Meeting were approved unanimously.

LHC BOARD CHAIRMAN'S REPORT

Chairman Foster thanked everyone for attending the meeting, and recognized Mr. Ron Henson attending on behalf of Treasurer John N. Kennedy.

Chairman Foster noted that he'd recently met with Commissioner of Administration Jay Dardenne as well as Mr. Ben Nevers (Governor's Chief of Staff) and Mr. Toye Taylor (Governor's Deputy Chief of Staff for Intergovernmental Affairs) regarding the future of the LHC Board of Directors.

He then addressed recent blog reports regarding LHC going bankrupt. He noted that such was incorrect, and that LHC's cash flow is monitored regularly by LHC Interim Executive Director Michelle L. Thomas, that challenges are still visible, and he thanked the Staff and Board Members for all their hard work.

The next item discussed was setting the schedule of Regular Meetings for the BOD for calendar year 2016.

Board Members voiced their preferences: Mr. Airhart noted that he prefers monthly; Dr. Burckel noted that he prefers every month with monthly Committee Meetings; Mr. Spears noted he'd prefer monthly meetings given current challenges; Ms. Lee suggested consideration be given to meeting at different locations; Mr. Williams noted he did not think it would be cost effective to meet at other locations and that everyone should be sensitive to current budgetary constraints and minimize attendance at conferences and seminars.

On a motion by Board Member Michael L. Airhart and seconded by Board Member Larry Ferdinand, the Board agreed to meet monthly on the second Wednesday for calendar year 2016, unless otherwise advised. The motion was moved to debate.

There being no further discussion, opposition, or public comments, a Roll Call Vote was taken at the request of Chairman Foster and the motion PASSED via 7 (YES) to 2 (NO). The votes were as follows:

YES (Michael L. Airhart, Dr. Daryl V. Burckel, Larry Ferdinand, Ron Henson, Matthew P. Ritchie, Willie Spears, and Mayson H. Foster).

NO (Ellen M. Lee and Guy T. Williams, Jr.).

Thereafter, Chairman Foster requested Secretary Brooks send the necessary calendar notices reserving the dates of the Regular Board Meetings for calendar year 2016.

ADMINISTRATIVE COMMITTEE REPORT

In the absence of AC Chairman Malcolm Young, Jr., Board Member Dr. Burckel noted that the Committee met earlier, and was recommending approval of the four (4) items on the Agenda, with each having specific limitations that were budget-wise and time-wise.

On a motion by Board Member Dr. Daryl V. Burckel and seconded by Board Member Ellen M. Lee, the resolution authorizing the Louisiana Housing Corporation ("LHC" or "Corporation") to enter into a contract with Lawyers' Committee for Civil Rights Under Law and Greater New Orleans Fair Housing Action Center for services for the Analysis of Impediments to Fair Housing Choice; 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.

The next item discussed was the resolution regarding contracting with Property One, Inc. for services for Commercial Property Management of LHC office buildings.

Chairman Burckel briefly went over the specifics of the matter, noting the Committee was recommending approval thereof.

Board Member Airhart requested that the matter be reflective of the Committee's recommendation that costs were not to exceed 50% of the salary of the previous employee that handled the related tasks and that the contract term not to exceed more than one (1) year.

On a motion by Board Member Dr. Daryl V. Burckel and seconded by Board Member Larry Ferdinand, the resolution authorizing the Louisiana Housing Corporation (the "LHC" or "Corporation") to contract with Property One, Inc. to provide commercial property management for LHC office buildings; 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.

The next item discussed was the resolution regarding contracting with Nan McKay and Associates, Inc. for services for Construction and Compliance Monitoring.

Chairman Burckel briefly went over the specifics of the matter, noting the Committee was recommending approval thereof, with recommendation that costs were not to exceed 50% of the salary of the previous employee that handled the related tasks and that the contract term not to exceed more than one (1) year.

On a motion by Board Member Dr. Daryl V. Burckel and seconded by Board Member Ellen M. Lee, the resolution authorizing the Louisiana Housing Corporation (the "LHC" or "Corporation") to contract with Nan McKay and Associates, Inc. to provide Construction and Compliance Monitoring Services; 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.

The next item discussed was the resolution regarding contracting with CohnReznick LLP for Technology Services.

Chairman Burckel briefly went over the specifics of the matter, noting the Committee was recommending approval thereof, with the recommendation that tasks would be limited to QAP changes and the contract term was not to exceed more than one (1) year.

On a motion by Board Member Dr. Daryl V. Burckel and seconded by Board Member Willie Spears, the resolution authorizing the Louisiana Housing Corporation (the “LHC” or “Corporation”) to enter into a contract with CohnReznick LLP to provide Planning and Product Development as needed under the Request for Proposals for Technology Services; 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.

The next item discussed was the resolution regarding exploring available options to reorganize LHC staff.

Board Chairman Foster went over the specifics, noting that the matter had been deferred from discussion at the Administrative Committee meeting to the Full Board.

Ms. Helena Cunningham of National Housing Consultants went over the specifics of the matter, noting that the resolution would give authorization to have further dialogue with Division of Administration –Human Resources (“DOA-HR”) and the Civil Service Commission (“CSC”); that the target date for implementation was March 31, 2016; that the projected savings were \$1.5M to \$2M; that during the 1st phase there would be at around 25 employees who would be impacted; that there are current reviews of career fields being performed in an effort to ensure employees are in the correct job classification and/or duties; and that the resolution would allow for the implementation of the suggested strategies as prescribed by DOA-HR and CSC.

There was further discussions on the matter between the Board Members, Ms. Cunningham, Mr. Charles Tate (public member), and Mr. Donald Vallee (public member).

Mr. Henson noted that he felt the ultimate decision whether to implement the change(s) should be made by the Board.

On a motion by Board Member Guy T. Williams, Jr. and seconded by Board Member Ellen M. Lee, the resolution authorizing the LHC to confer with Division of Administration (“DOA”) and Civil Service Commission (“CSC”) staff to explore all available options to reorganize staffing; and providing for other matters in connection therewith, was moved to debate.

There were further lengthy discussions on the aforementioned matter.

Mr. Henson offered a substitute motion that would require Board approval to implement any staff reorganization strategies and/or changes.

Chairman Foster wanted it entered into the record that Ms. Cunningham had met and discussed this matter with each Board Member, but never in such a manner that collectively the discussions and/or participants constituted a quorum.

On a motion by Board Member Henson and seconded by Board Member Dr. Daryl V. Burckel, the Amended Resolution authorizing LHC to confer with DOA and CSC, but requiring approval by the Board for implementation and/or changes; and providing for other matters in connection therewith, was moved to debate.

There being no further discussion, opposition, or public comments, a Roll Call Vote was taken at the request of Chairman Foster and the motion PASSED via 6 (YES) to 3 (NO). The votes were as follows:

YES (Michael L. Airhart, Dr. Daryl V. Burckel, Ron Henson, Matthew P. Ritchie, Willie Spears, and Mayson H. Foster).

NO (Larry Ferdinand, Ellen M. Lee, and Guy T. Williams, Jr.).

On a motion by Board Member Guy T. Williams, Jr. and seconded by Board Member Ellen Lee, the resolution authorizing the LHC to confer with Division of Administration (“DOA) and Civil Service Commission (“CSC”) staff to explore all available options to reorganize staffing; and providing for other matters in connection therewith.

There being no further discussion, opposition, or public comments, a Roll Call Vote was taken at the request of Chairman Foster and the motion PASSED via 7 (YES) to 2 (NO). The votes were as follows:

YES (Michael L. Airhart, Dr. Daryl V. Burckel, Ron Henson, Matthew P. Ritchie, Willie Spears, Guy T. Williams, Jr., and Mayson H. Foster).

NO (Larry Ferdinand and Ellen M. Lee).

MULTIFAMILY COMMITTEE REPORT

MC Chairman Guy T. Williams, Jr., noted that the Committee met earlier, and was recommending approval of the matter regarding extending the deadline to submit Carryover Allocation Document as stipulated in the 2015 QAP.

On a motion by Board Member Guy T. Williams, Jr. and seconded by Board Member Dr. Daryl V. Burckel, the resolution authorizing to extend the deadline from March 15, 2016 to July 15, 2016 to submit Carryover Allocation Documentation evidencing that the 10% Expenditure Test has been met as stipulated in the 2015 Qualified Allocation Plan (“QAP”) with respect to projects

awarded under such QAP; 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.

Lastly, Chairman Williams noted that the Non-Closed Projects Update was in the Board binders for review.

SINGLE FAMILY COMMITTEE REPORT

SF Chairman Willie Spears noted that the Committee had not met earlier, and had no items needing Board approval.

He gave an update on the Single Family programs and products, noting there were new products being reviewed in an effort to increase volume and revenue; that there were concurrent dialogue taking place with Single Family partners to explore ways of enhancing products to lenders; and that improvements would include enhancements to Lender reports.

Chairman Spears noted that the Single Family Program Updates were in the Board binders for review.

SUSTAINABLE HOUSING COMMITTEE

SHC Chairwoman Ellen M. Lee noted that the Committee met earlier, and that the resolutions regarding terminating JEFFCAP as a Subgrantee for the WAP and the resolution to issue an RFP for a Primary Service Provider for administration of the 2015-2016 WAP in Jefferson Parish, had been **WITHDRAWN**.

The first item discussed was resolution to issue an RFP for NEAT and MHEA for the statewide WAP. Chairwoman Lee went over the specifics of the matter.

On a motion by Board Member Ellen M. Lee and seconded by Board Member Michael L. Airhart, the resolution authorizing the Louisiana Housing Corporation (“LHC” or “Corporation”) to release a Request for Proposals (“RFP”) to select a contractor to provide training on the Weatherization Assistance Software Version 8.9 (National Energy Audit Tool (“NEAT”) and Manufactured Home Energy Audit Tool (“MHEA”) for the statewide Weatherization Assistance Program (“WAP”); 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.

The next item discussed was the resolution regarding contracting with Franklin Associates, LLC for Program Management of the Disaster Recovery Housing Programs.

Chairwoman Lee went over the specifics of the matter, noting the OCD would be bearing the costs thereof. Board Chairman Foster thanked OCD Executive Director Pat Forbes for his continued partnership with LHC.

On a motion by Board Member Ellen M. Lee, and seconded by Board Member Michael L. Airhart, the resolution authorizing the Louisiana Housing Corporation (the "LHC" or "Corporation") to contract with Franklin Associates, LLC to provide Program Management of the Disaster Recovery Housing Programs; and providing for other matters in connection therewith.

Chairwoman Lee concluded by noting that the Program Updates were in the Board binders for review.

ASSETS AND INVESTMENTS COMMITTEE

AIC Chairman Dr. Daryl V. Burckel noted that the Committee had not met earlier, and had no items needing Board approval.

He noted that Willowbrook Apartments was at 94% occupancy and had a net operating income of \$110K; Village de Jardin Apartments was at 98% occupancy and had a net operating income of \$242K; and that Mid-City Gardens Apartments was at 95% occupancy and had a net operating income of \$31K.

LHC REPORT

Ms. Thomas gave the Board a Budget Update, noting that the operating deficit was down, that expenses are being cut significantly, and that she anticipated ending the fiscal year with a balanced budget; that a Corelogic license had been acquired to track Louisiana real estate data; she discussed the PHAs and over-income families issue; briefly updated on the National Housing Trust Fund; and gave an update on the PBCA Contract and MORs.

Board Member Henson inquired if the PHAs could be forced to attend a BODM. Chairman Foster advised that LHC has no authority over PHAs.

Ms. Holly Knight of Bennett Group Consulting addressed the Board, asking if PHAs are brought before the Board that they be asked if vouchers can be used to pay mortgage assistance payments and map payments.

OTHER BUSINESS

None.

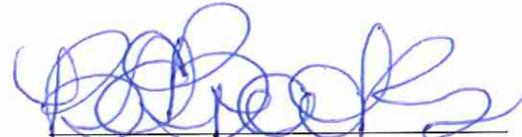
ADJOURNMENT

There being no other matters to discuss, Board Member Guy T. Williams, Jr. offered a motion for adjournment that was seconded by Board Member Ellen M. Lee. There being no discussion or opposition, the motion passed unanimously.

The Full Board meeting adjourned at 1:29 p.m.



Chairman



Secretary