New Orleans, Louisiana
November 17, 2021

A special meeting of the Board of Liquidation, City Debt (Board) was held via video conference this date online at www.zoom.us meeting number 834 1867 5470, per the Governor's Proclamation 182 JBE 2021, and pursuant to notice duly given as provided by law. The special meeting via video conference was called to order at 12:00 P.M. by the President, Ms. Mary K. Zervigon. Ms. Zervigon asked the Secretary to call the roll and announce the number of members present. The roll call was as follows:

PRESENT:	Councilmember Glapion**	SEVEN MEMBERS AND A QUORUM
	Mr. Johnson	
	Mr. McDonald*	
	Mr. Montaño (for Mayor Cantrell)	
	Councilmember Moreno	
	Mr. Sloss	
	Ms. Zervigon	
ABSENT:	Mr. Kimbrough	
VACANT:	1 board member vacancy	

*Arrived 12:03PM;**Arrived 12:08PM

Present at the Board's office was Mr. William R. Forrester, Jr., legal counsel. Also, present via video conference were Mr. Shawn Barney and Mr. Kyle Wright, CLB Porter (co-financial advisors); Ms. Lisa L. Daniel, Mr. Ricardo Callender and Mr. Robert Wilson, PFM Financial Advisors (co-financial advisors); Mr. Jason Akers and Ms. Tiffaney Sporl, Foley & Judell L.L.P. and Ms. Maria Auzenne, Auzenne and Associates LLC, co-bond counsels; Ms. Laurie Conkerton, Audubon Institute.

The notice calling the special video-conference meeting more than 48 hours prior to the date of the meeting was received and ordered filed in the minutes.

The President acknowledged the Governor's Proclamation Number 75, allowing state and municipal boards and commissions to continue to hold essential meetings via telephone and video conference. The Secretary stated that in accordance with 182 JBE 2021, the meeting notice constitutes a certification by the Board of Liquidation, City Debt, that meeting by video-conference is necessary because of the social distancing mandates imposed by the Governor and the Mayor of the City of New Orleans and that the Board would otherwise be unable to operate due to the quorum requirements of La. R.S. 42:19 – insofar as they mandate the physical presence of Board members in one location.

The President stated that the minutes of the October 20, 2021, regular meeting held via video conference had been circulated to the members. She asked if there were any comments. There being none, the minutes were adopted as circulated.

The President also stated that the auditor's letter for the month of October 2021 was emailed to each member prior to this meeting for their review. She asked the members to review the letters and address any questions to the Secretary. There being none, the monthly audit letter were ordered filed.

The President asked the Secretary to address item #4 on the agenda, to select a vice president from the current syndicate members. The President asked if there are any motions or nominations. The

Secretary stated that he had spoken with Mr. Johnson about becoming the vice president but his term will expire on December 31, 2021. He said that Mr. Johnson is willing to serve another term if he is nominated again and selected. President suggested that we defer action to the next meeting and asked if there were any objections. There being none the item is deferred.

The President asked the Secretary to address item #5 on the agenda, to discuss and adopt the Board of Liquidation, City Debt 2022 Millage Levy resolution to service and administer the general obligation bonded debt. The Secretary stated that all the members should have received a packet of information this week regarding the millage calculation and the auditor's letter verifying the calculations. He proposed that the millage stay the same as last year at 19.5 mills. Mr. Madison stated that even with the net reduction of the assessed valuation this year due to Hurricane Ida of about $166 Million, we are still able to maintain the same millage of 19.5 mills for the incoming year. Mr. Madison stated that if there are no other questions from Ms. Zervigon and other members, then he would like to recommend 19.5 mills for 2022.

The President asked if there were any questions or further discussion and asked for a motion.

Mr. Montaño asked if the assessor's devaluation this current year affects any of the calculation and methodology. The Secretary stated it does because last year in 2021 the value of the mills was about $3,800,000 and the value of the mills in 2022 went down to about $3,700,000 based on 89% collection rate. So it will decrease the amount of cash that the Board of Liquidation will be receiving based on the reduction of the assessments. Mr. Montaño stated he agree and support not changing the millage.

The President asked if there were any questions or further discussion and asked for a motion.

Mr. Montaño moved to adopt the Board of Liquidation, City Debt 2022 Millage Levy resolution to service and administer the general obligation bonded debt and other matters in connection therewith. Councilmember Moreno seconded and on roll call the vote was as follows:

AYES: JOHNSON, MONTAÑO, (FOR MAYOR CANTRELL), MORENO, SLOSS; ZERVIGON

NAYS: NONE

ABSENT: GLAPION, KIMBROUGH, McDONALD

VACANT: 1 BOARD MEMBER VACANCY

And the resolution was adopted.

The President asked the Secretary to address item #6 on the agenda, to discuss and adopt the Board of Liquidation, City Debt 2022 Budget resolution and taking other actions in connection therewith. Mr. Madison stated the total operating expenses for the year is budgeted at $664,306. Then he explained the salary differences between the years 2021 and 2022, a reduction of approximately $200,000 was due to Mr. David Gernhauser's retirement in 2020 rather than 2021.

The President asked if there were any questions or further discussion and asked for a motion.

Mr. Montaño asked if the budget is decreasing for fiscal year 2022. The Secretary stated that it is decreasing from last year's $823,583 proposed budget to $664,306 this year and it is due to the salaries decreasing by almost $200,000. Mr. Montaño asked what is the Board's contractual spending and if there is a line item for that. The Secretary said the Board has three contractual services: financial advising services, accounting and audit services and legal services. Mr. Johnson asked Mr. Madison if the reduction in salaries is primarily due to David's retirement. Mr. Madison confirmed that is correct. Mr. Sloss asked if there were search fees for the new Secretary from the Search Committee. Mr. Madison explained that the search fees paid was $36,640.

The President asked if there were any questions or further discussion and asked for a motion.

Mr. Johnson moved to discuss and adopt the Board of Liquidation, City Debt 2022 Budget resolution and taking other actions in connection therewith. Councilmember Moreno seconded and on roll call the vote was as follows:

AYES: JOHNSON, McDONALD, MONTAÑO (FOR MAYOR CANTRELL), MORENO, SLOSS; ZERVIGON

NAYS: NONE

ABSENT: GLAPION, KIMBROUGH

VACANT: 1 BOARD MEMBER VACANCY

And the resolution was adopted.

The President asked the Secretary to address item #7 on the agenda, to receive electronic bids and bid verification for sale of not to exceed Forty Million Dollars ($40,000,000) of the City of New Orleans Limited Tax Bonds (Audubon Commission Projects) and taking other actions in connection therewith. The Secretary stated that it was a very successful bid with six bidders for the sale. The Secretary asked Mr. Ricardo Callender with PFM, co-financial advisor to discuss the bids.

Mr. Callender stated that today at 11:00 AM, bids were received on the City of New Orleans Limited Tax Bonds (Audubon Commission Projects) Series 2021. He stated that these bonds were sold via competitive bids and that the market rates within these past weeks remained steady. There were six bids received with the lowest and winning bid being Wells Fargo Bank with a TIC of 2.37%. The cover bid, or second lowest bid, which was submitted by Raymond James & Associate, Inc., was 0.03% less. He stated that this was a very competitive and successful sale with a great outcome for the City and the Audubon Commission.

Mr. Jason Akers then asked Mr. Callender to explain about the bid being offered at $34,710,000 par amount but that the actual resolution will be for $33,860,000 instead. Mr. Callender explained that as part of the transaction and the flow of events, the notice of sale put out to the market with the estimated par amount and parameters was done last week. This allows all market participants to bid base on the same parameters, par amount and amortization which permits for the flexibility to re-amortize or restructure the bonds, so that the most efficient financing can be achieved. As a result, the sale was for $34,700,000 but the final bid was for $33,860,000. Mr. Akers stated that this will still generate the $40,000,000 construction fund that Audubon requested and Mr. Callender confirmed.

The President asked if there were any questions or further discussion and asked for a motion.

Mr. Montaño asked what Audubon will be using the $40,000,000 for. The Secretary asked the representative from Audubon Commission to speak on the question. Ms. Laurie Conkerton, the Executive Vice President & Chief Administrative Officer of Audubon Nature Institute stated the funds will be used primarily for the Aquarium and Insectarium Renovation Project downtown which will be to move the Insectarium into the same building as the Aquarium as well as to make the galleries more state of the art. She also stated that this fund will helps support some exhibits at the zoo and some required long term deferred maintenance too. Mr. Montaño stated that this project will be catalytic because the City is investing in Woldenberg Park.

The Secretary asked Mr. Callender if there is a premium on these bonds. Mr. Callender stated that the par amounts of the bonds was structured to size for the $40,000,000 Project Fund which was identified by Audubon as the amount needed for their construction projects. Based on the bids, the bonds generated a premium of $6,500,000 to $6,600,000 which allowed for reducing the par amount to $33,860,000.

The President asked if there were any questions or further discussion and asked for a motion.

Mr. Montaño moved to receive electronic bids and bid verification for sale of not to exceed Forty Million Dollars ($40,000,000) of the City of New Orleans Limited Tax Bonds (Audubon Commission Projects) and taking other actions in connection therewith. Mr. Sloss seconded and on roll call the vote was as follows:

AYES: GLAPION, JOHNSON, McDONALD, MONTAÑO (FOR MAYOR CANTRELL), MORENO, SLOSS; ZERVIGON

NAYS: NONE

ABSENT: KIMBROUGH

VACANT: 1 BOARD MEMBER VACANCY

And the resolution was adopted.

The President asked the Secretary to address item #8 on the agenda, to consider a resolution providing for the issuance and sale of not exceed Forty Million Dollars ($40,000,000) of the City of New Orleans Limited Tax Bonds (Audubon Commission Projects) and taking other actions in connection therewith. The Secretary asked Mr. Jason Akers, co-bond counsel with Foley & Judell L.L.P., to discuss the resolution.

Mr. Akers explained that the purpose of the resolution is to officially award the sale of the bonds to Wells Fargo which is based in North Carolina. As a competitive sale, their bid is taken subject to adjustment as noted and the resolution will reflect the adjustment described by Mr. Callender. He stated that it prescribes the payment obligation of the City on the behalf of Audubon out of the Commission's portion of the 2021 New Orleans Parks & Recreation Tax that was approved in the year of 2019 but became effective in 2021. Mr. Akers said that no other funds of the Board of Liquidation, the City or the Audubon Commission are available for the payment of debt service, but there is sufficient coverage of that tax for the payment of debt service going forward. Any portion of the tax that is not used for the payment of debt service is made available to Audubon for use at the facilities in accordance with the procedures that have been in place for decades. Mr. Akers said that the closing date is set for December 15, 2021. He stated that bond counsels and financial advisors will be working with Mrs. Zervigon, Mr. Madison and the City to ensure all documents is executed.

The President asked if there were any questions or further discussion and asked for a motion.

Mr. Sloss moved to consider a resolution providing for the issuance and sale of not exceed Forty Million Dollars ($40,000,000) of the City of New Orleans Limited Tax Bonds (Audubon Commission Projects) and taking other actions in connection therewith. Mr. Johnson seconded and on roll call the vote was as follows:

AYES: GLAPION, JOHNSON, McDONALD, MONTAÑO (FOR MAYOR CANTRELL), MORENO, SLOSS; ZERVIGON

NAYS: NONE

ABSENT: KIMBROUGH

VACANT: 1 BOARD MEMBER VACANCY

And the resolution was adopted.

Ms. Zervigon asked if there was any other business to come before the Board of Liquidation, City Debt. There being no objections, the meeting was adjourned by the President at 12:25 P.M.

Tracy D. Madison
Secretary