New Orleans, Louisiana
July 21, 2021

A regular meeting of the Board of Liquidation, City Debt (Board) was held via video conference this date online at www.zoom.us meeting number 938 5317 5283, per the Governor's Proclamation 33JBE2020, and pursuant to notice duly given as provided by law. The regular meeting via video conference was called to order at 4:10 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:	Mr. Johnson Mr. Montaño (for Mayor Cantrell) Mr. O'Connor* Mr. Sloss Ms. Zervigon	FIVE MEMBERS AND A QUORUM
ABSENT:	Councilmember Glapion Mr. Kimbrough Mr. McDonald Councilmember Moreno	

*Arrived 4:13PM

Present at the Board's office were Ms. Lisa L. Daniel, PFM Financial Advisors and Mr. Kyle Wright, CLB Porter (co-financial advisors), and Mr. William R. Forrester, Jr., legal counsel. Also present via video conference were Mr. Shawn Barney, CLB Porter (co-financial advisor); Ms. Tiffaney Sporl, Foley & Judell L.L.P. and Ms. Maria Auzenne, Auzenne and Associates LLC, co-bond counsels; Mr. Grey Lewis, Chief Financial Officer of the Sewerage and Water Board of New Orleans; Mr. Robert McCall and Mr. Anthony Carter, Downtown Development District of New Orleans.

The notice calling the regular 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 33 JBE 2020, Sec. 4, 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 March 17, 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 letters for the months of March 2021, April 2021, May 2021 and June 2021, were 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 letters were ordered filed.

The President asked the Secretary to address item #4 on the agenda, a resolution giving preliminary approval not to exceed Six Million Five Hundred Thousand Dollars ($6,500,000) of the City of New Orleans Downtown Development District Limited Tax Bonds, and authorizing other actions in connection therewith. He asked Ms. Tiffaney Sporl, co-bond counsel to discuss preliminary approval of the City of New Orleans Downtown Development Limited Tax Bonds. Ms. Sporl said a resolution detailing the preliminary approval of this bond was distributed to the Board members prior to the meeting. She provided an overview of the resolution describing the security for the bonds and the maximum interest rate of 6% per annum. Ms. Sporl asked Lisa Daniel to discuss additional information regarding the proposed $6.5M, City of New Orleans, Downtown Development District Limited Tax Bonds financing. Ms. Daniel said the Bonds are expected to fund $3.5M of new money needs for the Downtown Development District (DDD) and $2.56M to refund the existing Series 2012 Bonds which were issued at a fixed rate of 2.68%. Ms. Daniel stated the Series 2012 Bonds are currently callable and the new money bonds will extend to December 1, 2029, no later than when the limited tax pledged expires in 2029. She stated the refunding bonds are expected to mature on December 1, 2026, thereby not extending the original debt term. Ms. Daniel indicated that current market rates are expected to be less than half of what the DDD is currently paying. However, if there are no debt service savings, the DDD plans to proceed with only the new money component. She said the Resolution provides the authority for the DDD to proceed with an RFP to banks for a direct placement provider. Ms. Daniel stated a second resolution is expected to come before the Board in September to authorize the direct placement provider and final terms of the bonds. Mr. Carter, Director of Finance of the DDD, stated that Ms. Sporl and Ms. Daniel basically covered the purpose and the term on which they will repay. He said the DDD will have sufficient revenue to pay the debt service even if the revenue flattens. The President asked if there were any questions or further discussion.

Mr. Sloss moved to adopt the resolution giving the preliminary approval not to exceed Six Million Five Hundred Thousand Dollars ($6,500,000) of the City of New Orleans Downtown Development District Limited Tax Bonds, and authorizing other actions in connection therewith. Mr. Johnson seconded and on roll call the vote was as follows:

AYES:	JOHNSON; MONTAÑO (FOR MAYOR CANTRELL); O'CONNOR; SLOSS; ZERVIGON
NAYS:	NONE
ABSENT:	GLAPION, KIMBROUGH; McDONALD, MORENO

And the resolution was adopted.

The President asked the Secretary to address item #5 on the agenda, a resolution giving preliminary approval to not to exceed Two Hundred Seventy-Five Million Dollars ($275,000,000) of the City of New Orleans Sewerage Service Revenue Bond (WIFIA Projects), and authorizing for other actions in connection therewith. The Secretary asked Ms. Lisa Daniel to present her presentation on the WIFIA loan. Ms. Daniel delivered a slide presentation, which was distributed to the Board members prior to the meeting. Ms. Daniel stated WIFIA refers to the Water Infrastructure Finance and Innovation Act and that it was a federal program established in 2014, which was modeled after TIFIA. She said TIFIA, a transportation program, was a successful federal program to provide low cost funding. She provided an overview of the total $538M financing program of which the loan is 49%, as the amended application details and a high-level description of the program "Project" which is comprised of 164 subprojects components. Ms. Daniel also provided a comparison of the anticipated WIFIA loan to a traditional revenue bond financing, noting the interest rate of the loan is based upon the U.S. Treasury rate and not on the credit rating of the sewer system and lastly the flexibility of principal amortization and early prepayment. Mr. Johnson asked about the annual fee for the loan. Ms. Daniel provided a review of the expected upfront cost (approximately $500,000) and annual fees (approximately $30,000 during the construction period and $16,000 thereafter) to EPA. Ms. Daniel noted that the Sewerage and Water Board is aware of the need to budget and pay for these annual fees. The construction drawdown and debt service payment procedures are expected to follow the same process that exists for the current Louisiana Department of Environmental Quality revolving fund loans. Ms. Daniel noted that the EPA will require regular reporting and compliance with federal requirements (i.e. National Environmental Policy Act (NEPA) standards, American Iron and Steel, David-Bacon wage rates). Ms. Zervigon asked whether or not the Sewerage and Water Board was aware of the EPA requirement. Mr. Edgar Lewis, CFO of SWBNO, confirmed that they were aware of the requirements and that they are preparing systems, in coordination with the City, to comply with the reporting requirements.

Ms. Zervigon asked if the street works that are being done by Sewerage and Water Board around the city, is in conjunction to the projects being done by the City. Mr. Montaño stated absolutely that it relates to the JIRR programs and the Joint Infrastructure projects that they have together with the Sewerage and Water Board. Mr. Montaño stated they are always trying to coordinate these projects with Sewerage and Water Board.

The Secretary asked Ms. Tiffaney Sporl, co-bond counsel to speak on the resolution. Ms. Sporl stated this is a preliminary approval resolution and it will be coming back to the Board for final approval. She said the interest rate will not exceed 6% but as Ms. Daniel stated they will be getting an interest rate much lower than that.

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

Mr. Johnson moved to adopt the resolution giving preliminary approval to not to exceed Two Hundred Seventy-Five Million Dollars ($275,000,000) of the City of New Orleans Sewerage Service Revenue Bond (WIFIA Projects), and authorizing for other actions in connection therewith. Mr. Sloss seconded and on roll call the vote was as follows:

AYES:	JOHNSON; MONTAÑO (FOR MAYOR CANTRELL); O'CONNOR; SLOSS; ZERVIGON
NAYS:	NONE
ABSENT:	GLAPION, KIMBROUGH; McDONALD, MORENO

And the resolution was adopted.

The President asked the Secretary to address item #6 on the agenda, resolutions selecting from the syndicate membership a President and Vice President of the Board, to serve terms effective immediately, through June 30, 2022, or until their successors are elected and qualified. The President, Ms. Zervigon, stated that right now she is currently the President and Mr. O'Connor is the Vice President. The President asked that if there are no objections or discussion, and to go forward with a motion.

Mr. Sloss stated that he would like to retain the same slate which is already in place now with Ms. Zervigon to serve as President of the Board and Mr. O'Connor to serve as Vice President of the Board. He moved to adopt the resolution with the term effective immediately through June 30, 2022, or until her successor is elected and qualified. Mr. Johnson seconded and on roll call the vote was as follows:

AYES:	JOHNSON; MONTAÑO (FOR MAYOR CANTRELL); O'CONNOR; SLOSS; ZERVIGON
NAYS:	NONE
ABSENT:	GLAPION, KIMBROUGH; McDONALD, MORENO

And the resolution was adopted.

The President asked the Secretary to address item #7 on the agenda, adding the Comptroller as authorized signature to BLCD bank accounts. The Secretary stated that on March 17th the board granted him the opportunity to serve as the Secretary. On the next day he promoted Mrs. Anh Nguyen as the Assistant Secretary which left a vacancy for the comptroller job. Then on June 1st, he hired a gentleman by the name of Dat Tran as Comptroller. It has been customary to have three signatures on file because two signatures are need for all wires and ACH payments. So he asked for the Board to allow him to add Dat as an authorized signer on the Board of Liquidation's bank accounts. The president asked if there is any questions and if there is a motion.

Mr. Johnson moved to adopt adding the Comptroller as authorized signature of BLCD bank accounts. Mr. Sloss seconded and on roll call the vote was as follows:

AYES:	JOHNSON; MONTAÑO (FOR MAYOR CANTRELL); O'CONNOR; SLOSS; ZERVIGON
NAYS:	NONE
ABSENT:	GLAPION, KIMBROUGH; McDONALD, MORENO

And the motion was adopted.

The President asked if there were any further business to come before the Board. Mr. Sloss stated that he had a question, and asked if there are attendance rules. The Secretary stated that, "yes" we do take attendance. Ms. Zervigon asked are there any rules on how many meetings you can miss. Mr. Forrester, the Board legal counsel, stated that there are no rules. The President directed the Secretary to ask Mr. Forrester to look into whether it is in the Board's authority to be able to set rules for attendance, because of the difficulty of getting a quorum if we have people who do not attend regularly. Mr. Forrester stated that developing a resolution asking a board member to drop off for misconduct for not attending every regular meeting is a possible solution, but do not know if this would affect the Ex-Officio members because they are on the Board as a matter of law. Mr. Forrester stated that he will check and get back to the board on his findings. Ms. Zervigon stated otherwise we are at the mercy of the non-attender and would like to be able to have the authority to remove if the person does not agree to drop off. The President asked if there were any other matters to come before the Board. The Secretary stated that the Board's next meeting is tentatively scheduled on August 18, 2021 at 12:00 pm. It will be a Bond

Sale for the Three Hundred Million Dollars ($300,000,000) of the Public Improvement Bond, Series 2021.

Ms. Zervigon asked for a motion to adjourn the meeting, Mr. Sloss moved to adjourn, Mr. Johnson seconded. There being no objections, the meeting was adjourned by the President at 4:43 P.M.

Tracy D. Madison
Secretary