New Orleans, Louisiana
May 27, 2020

A special video-conference meeting of the Board of Liquidation, City Debt (Board) was held this date online at www.webex.com meeting number 629912551, per the Governor's Proclamation 33JBE2020, and pursuant to notice duly given as provided by law. The special video-conference meeting was called to order at 4:03 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	EIGHT MEMBERS AND
	Mr. Kimbrough*	A QUORUM
	Mr. McDonald	
	Mr. Montaño (for Mayor Cantrell)	
	Mr. O'Connor	
	Mr. Sloss	
	Councilmember Williams*	
	Ms. Zervigon	
ABSENT:	Councilmember Moreno	

*Arrived online at 4:07PM

Also present via video conference were Ms. Lisa L. Daniel, PFM Financial Advisors and Mr. Shawn Barney, CLB Porter, co-financial advisors; Mr. Jason Akers, Foley & Judell L.L.P., and Ms. Maria Auzenne, Auzenne and Associates LLC, co-bond counsel; Mr. William R. Forrester, Jr., legal counsel; and Mr. Ghassan Korban, Executive Director, of the Sewerage and Water Board of New Orleans.

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 33 JBE 2020, dated March 22, 2020, declaring a statewide public health emergency in Louisiana due to the Covid-19 pandemic. She asked the Secretary to confirm the quorum certification requirement. The Secretary stated this meeting is being conducted remotely due to the extraordinary circumstances imposed by the COVID-19 pandemic and pursuant to the authority conferred by Gubernatorial Proclamation 33 JBE 2020. 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 will 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 January 29, 2020, special meeting 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 months of January 2020; February 2020; and March 2020 were emailed to each member prior to this meeting for their review. She asked the members to review the letter 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 #5 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, 2021, or until their successors are elected and qualified. The Secretary stated that with the term expiring for Mr. Arnold and the appointment of Mr. Todd McDonald to the Board, there was a need to fill the vacancy of Vice President to the Board. He said with only one month remaining in both the president and vice president terms, he suggested the Board fill both offices with their terms effective immediately and expiring June 30, 2021. Mr. Sloss nominated Ms. Zervigon to serve as President of the Board and moved to adopt the resolution with the term effective immediately through June 30, 2021, or until her successor is elected and qualified. Mr. Johnson seconded and on roll call the vote was as follows:

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

And the resolution was adopted.

Mr. Johnson nominated Mr. O'Connor to serve as Vice President of the Board and moved to adopt the resolution with the term effective immediately through June 30, 2021, or until his successor is elected and qualified. Mr. Sloss seconded and on roll call the vote was as follows:

AYES: JOHNSON, KIMBROUGH, McDONALD, MONTAÑO (FOR MAYOR CANTRELL), O'CONNOR; SLOSS; WILLIAMS; ZERVIGON

NAYS: NONE

ABSENT: MORENO

And the resolution was adopted.

The President asked the Secretary to address item #6 on the agenda, to discuss and consider a resolution selecting from responses to a Request for Proposal (RFP), a private placement bank to negotiate not to exceed $10,250,000 Sewerage Service Revenue Bonds, Series 2020A (SSRB 2020A), and other matters in connection therewith. The Secretary stated that the Board had completed the RFP process and asked the Board's co-financial advisor, Ms. Lisa Daniel with PFM, to address the responses and make a recommendation to the Board. Ms. Daniel stated that an RFP was issued on February 24, 2020 for the SSRB 2020A, with responses due March 13, 2020. The Board received five proposals on March 13, 2020, and on that same date Governor Edwards issued Proclamation 30 JBE 2020 declaring a state of emergency in Louisiana due to the COVID-19 pandemic. The Governor's Proclamation along with Mayor Cantrell's Executive Order suspended all public meetings in response to the health concerns caused by the COVID-19 pandemic. The Secretary notified all responding banks that the selection process would be postponed until further notice. On May 13, 2020, Co-financial advisors contacted each of the five responding banks to the RFP requesting a refreshed bid due on May 22, 2020, She said that two banks responded with refreshed bids, JP Morgan Chase Bank, N.A., with a 1.50% interest rate; and Key Governmental Finance, Inc., with a 1.65% interest rate. Ms. Daniel said under the current market conditions, these were excellent bids and recommended the Board accept the bid of JP Morgan Chase Bank, N.A. Mr. Sloss asked how the interest rate received today compared with the rate received on March 13, 2020. Ms. Daniel said today's rate was 14 basis points higher than the bid receive prior to the pandemic. Mr. Sloss asked when the bonds would close and when the proceeds would become available to the Sewerage and Water Board of New Orleans. The Secretary said the bonds are scheduled to close June 10, 2020 and are available at that time.

The President asked Mr. Jason Akers, co-bond counsel to address the 4th Supplemental Sewerage Service Revenue Bond Resolution before the Board. Mr. Akers stated this was a standard bond resolution in form and contained certain parameters for this sale. He said the bid from JP Morgan Chase was within the set parameters. He stated that the SWBNO adopted a 4th Sewerage Service Revenue Supplemental Resolution on April 22, 2020, with the State Bond Commission approving the sale on January 30, 2020, and the City Council approving the SSRB 2020A resolution on May 7, 2020. He said that the Board approving the 4th Supplemental Sewerage Service Resolution would select JP Morgan Chase Bank, N.A. as purchaser and provide for the issuance and sale of not to exceed $10,250,000 Sewerage Service Revenue Bonds, Series 2020A. He stated this was the first installment of not to exceed $75,000,000 Sewerage Service Revenue Bonds authorized at the January 29, 2020, special meeting of the Board. The President asked if there was any further discussion, with none she asked for a motion.

Mr. Johnson moved to adopt the resolution to select J.P. Morgan Chase Bank, N.A., as the private placement bank for not to exceed $10,250,000 Sewerage Service Revenue Bonds, Series 2020A (SSRB 2020A), at the interest rate of 1.50% and TIC of 1.52427, considering the purchaser's counsel cost. Mr. Sloss seconded and on roll call the vote was as follows:

AYES: JOHNSON, KIMBROUGH, McDONALD, MONTAÑO (FOR MAYOR CANTRELL), O'CONNOR; SLOSS; WILLIAMS; ZERVIGON

NAYS: NONE

ABSENT: MORENO

And the resolution was adopted.

The President asked Mr. Ralph Johnson to address item #7 on the agenda, a report from the Board Search Committee regarding retirement of the Secretary and the process to replace him. Mr. Johnson stated that Ms. Zervigon asked that he chair the search committee consisting of himself, Ms. Zervigon, Mr. Sloss and Mr. Kimbrough. He said the search committee met on March 3, 2020, to discuss the retirement of Mr. Gernhauser, and that the minutes of that meeting were sent to the Board members for their information. Mr. Johnson said the Secretary had considered a date of August 28, 2020, for retirement, but the impact of the COVID-19 pandemic has changed his plan. He said the Secretary has agreed to serve until his replacement is selected. Mr. Johnson said the search committee has agreed to hire a recruitment firm to continue the process. He said that the Board 2020 budget resolution adopted in November 2019, allows for up to $15,000 for the search committee. Mr. Johnson asked that the Board consider increasing that amount to allow for the committee to hire a recruitment firm. Mr. Montaño said it was usually a percentage of the salary for the position that recruitment firms used to set as the fee. He said he thought the budget should be amended to $50,000 for the search committee. Mr. Sloss agreed and said that seemed a reasonable amount and that the SWBNO had paid a similar amount in a search for a comparable position recently. The President asked for a motion to amend the Board 2020 Budget Resolution.

Mr. Johnson so moved to amend the Board 2020 Budget Resolution. Mr. Kimbrough seconded and on roll call the vote was as follows:

AYES: JOHNSON, KIMBROUGH, McDONALD, MONTAÑO (FOR MAYOR CANTRELL), O'CONNOR; SLOSS; WILLIAMS; ZERVIGON

NAYS: NONE

ABSENT: MORENO

The President asked for a motion to increase the Board 2020 Budget Resolution Search Committee amount to $50,000, and for the Search Committee to hire a recruitment firm to continue the process to fill the position of Secretary. Mr. Sloss moved to increase the search committee budgeted amount. Mr. Montaño seconded and on roll call the vote was as follows:

AYES: JOHNSON, KIMBROUGH, McDONALD, MONTAÑO (FOR MAYOR CANTRELL), O'CONNOR; SLOSS; WILLIAMS; ZERVIGON

NAYS: NONE

ABSENT: MORENO

And the resolution was adopted.

The President asked the Secretary if any emails had been received with questions regarding any of the items on the video conference special meeting agenda. The Secretary said he did not receive any questions by email or otherwise from the public regarding this meeting agenda.

The President said that the platform used in this video conference special meeting of the Board was successful, but asked the Secretary to consider another platform that may be easier to use.

There being no further business to come before the Board, Ms. Zervigon motioned for adjournment, Mr. Sloss seconded, there being no objections, the meeting was adjourned by the President at 4:27 P.M.

David W. Gernhauser
Secretary