

MINUTES

BOARD OF TRUSTEES
JEFFERSON PARISH FINANCE AUTHORITY

REGULAR MEETING
JOSEPH S. YENNI BUILDING
1221 ELMWOOD PARK BOULEVARD
COUNCIL CHAMBERS - SECOND FLOOR
JEFFERSON, LOUISIANA 70123

Monday, June 5, 2023
10:30 A.M.

The Regular Meeting of the Board of Trustees of the Jefferson Parish Finance Authority was held on Monday, June 5, 2023, 10:30 A.M., Joseph S. Yenni Building, 1221 Elmwood Park Boulevard, Council Chambers, Second Floor, Jefferson, Louisiana 70123.

Mr. Gregory Faia, Chairman, called the meeting to order at 10:30 A.M. **Members Present:** Mr. Jackie Berthelot, Mrs. Sally F. Bourgeois, Mr. Gregory Faia, Mr. Frank L. Muscarello and Ms. Marcy Planer. **Absent:** Ms. Carol Smith, Mr. Dennis DiMarco and Mrs. Elizabeth R. Strohmeyer.

Others Attending:

NAME	FIRM
Lauren Ruppel	Executive/Marketing Director
Angela Fyssas-Lear	Hancock Whitney Bank
Betty Earnest, Esq.	Becknell Law Firm
Shaun Toups	Government Consultants of Louisiana
Kent Schexnayder	Sisung Securities

The meeting opened with the Pledge of Allegiance and Invocation.

Mr. Faia brought to everyone’s attention that due to a doctor’s appointment, he will have to leave at 11:00 am and Mr. Muscarello will chair the remainder of the meeting in his place.

APPROVAL OF MINUTES

Motion was offered by Mr. Frank Muscarello, seconded by Ms. Sally Bourgeois, to approve the Jefferson Parish Finance Authority Minutes of May 8, 2023.

YEAS: (5)	NAYS: (0)	ABSENT: (3) Ms. Carol Smith Mr. Dennis DiMarco Ms. Elizabeth Strohmeyer
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Motion carried unanimously.

TREASURER’S REPORTS / RECOMMENDATIONS

Motion was offered by Mr. Jackie Berthelot, seconded by Ms. Marcy Planer, to approve JPFA Expenses Totaling \$45,813.91.

YEAS: (5)	NAYS: (0)	ABSENT: (3) Ms. Carol Smith Mr. Dennis DiMarco Ms. Elizabeth Strohmeyer
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Motion carried unanimously.

PUBLIC ADDRESSES TO THE BOARD - There were no Public Addresses to the Board.

COMMITTEE REPORTS

Advertisement and Marketing Committee -

There were 76 communications from May 22, 2023 – June 2, 2023. Report on file.

GENERAL REPORTS

Executive/Marketing Director Report (Lauren Ruppel)

Mrs. Ruppel reported that on the agenda for consideration are two resolutions: one to renew the Public Officials Management & Employment Practices Liability Insurance Policy for 6/30/2023 through 6/30/2024 and the other to initiate a new Bond Program.

The draft audit is being prepared for the Board's review and approval and the final draft will be available for public distribution shortly thereafter.

Mrs. Ruppel reported that she hosted three realtor training presentations, in May, for Mirambell Realty and Movement Mortgage, Latter and Blum Realtors and Waymaker Realty thereby reaching 40 agents. Highlighted items of discussion included the Comfort of Home Program and the Heroes to Homeowners Grant. The feedback from the sessions was excellent, thereby illustrating how we continue to be an important resource to the lenders and realtors within the community. Yard Signs were also distributed to the offices. Included in the communication report are the number of agents and lenders participating in the training sessions.

Mrs. Ruppel reported that she participated in several meetings regarding the use of the remaining funds from the Terrytown PILOT Program with representatives from Jefferson Parish Government, the New Orleans Education League of the Construction Industry (NOEL) and JEDCO. Discussed was a plan to make available to homeowners in the Terrytown neighborhood a grant award of up to \$ 5,000 to enhance the front façade of their home. NOEL will continue to administer the program and all parties will continue to meet as a group with the Terrytown Civic Association to work out the details in the next couple of months.

The record will reflect the fact that Mrs. Elizabeth R. Strohmeyer joined the meeting at 10:38am.

Financial Advisor Report (Government Consultants of Louisiana)

Mr. Toups discussed the possibility of starting a new bond program given that there exist more favorable conditions in the marketplace. In his estimation it will be approximately 60 days to start a new program given continued market favorability and the Authority's ability to overcome the high start-up costs with a new bond issue. Furthermore, the bond resolution on today's agenda seeks to initiate the administrative process of a new bond issue i.e., Bond Commission approval.

Ms. Planer inquired about the Authority's previous approval from the Bond Commission on a bond issue about 4 or 5 years ago. Mr. Toups stated that since such an amount of time has passed, the Authority will have to seek approval on this bond issue from the commission. The \$ 7,500 refundable Escrow Fee paid by the Authority back then - still on deposit with the commission - notwithstanding.

Highlights of Mr. Toups' presentation:

- Borrower interest rates would be envisioned in the low 6 per cent range with 4% Downpayment Assistance as opposed to the TBA program which currently offers borrowers an interest rate of about 7%. 0% DPA program loans, though possible, aren't typical with a bond program; and,
- Currently only state agencies are doing bond program loans, and if, the Authority should proceed with a bond program within the next couple of months, the Authority would be among the first local HFAs to offer a bond program; and,
- Start-up costs for a program would be expensive, possibly around \$ 500,000 during the program origination period; and,
- In the past, one way to mitigate the high cost during the origination period involved investing the bond proceeds in Guaranteed Investment Contracts (GICs). The earnings from these contracts would then cover all or most of the cost of the bonds during the origination period. These contracts were highly rated by the rating agencies but, unfortunately, there are no contracts that meet rating agency standards today. To overcome this challenge, rating agencies will require the Authority to front extra funds as a reserve thereby making a bond program more expensive on the front end; and,
- A \$ 20,000,000 to \$ 25,000,000 tranche would be ideal as any amount lower would risk increasing the program up-front costs and raise the risk of non-origination moreover, risk not having any buyers thereby increasing the rates; and,
- In conclusion, Mr. Toups stated that he and the others are aware of the high front-end costs and will actively seek out ways to reduce the front-end costs.

Mrs. Strohmeyer asked Mrs. Ruppel about where the Authority's program loans stand vis-a-vis Plaquemines Parish. Mrs. Ruppel stated that as of now, there has been no origination activity and our agreement with Plaquemines Parish will be up for renewal prior to its July 31st expiration date.

Mrs. Strohmeyer stated that with the existing chemical industry plant and new plants coming online, there's expected to be an influx into Plaquemines Parish of workers that may qualify for our assistance when seeking to purchase a home.

RESOLUTIONS

1.

On Motion of Mr. Muscarello, seconded by Mrs. Sally F. Bourgeois, the following resolution was offered:

A resolution approving and accepting the attached policy proposal submitted by USI Insurance Services, as agent, for the renewal of the Public Officials Management and Employment Practices Liability Insurance Policy, with Indian Harbor Insurance Company, as carrier, for the renewal period of 6/30/2023 through 6/30/2024, at a total cost not to exceed \$14,500.00.

BE IT RESOLVED that the Jefferson Parish Finance Authority does hereby approve and accept the attached policy proposal, submitted by USI Insurance Services, as agent, for the renewal of the Public Officials Management and Employment Practices Liability Insurance Policy, with Indian Harbor Insurance Company, as carrier, for the period of 6/30/2023 through 6/30/2024, at a total cost not to exceed \$14,500.00.

BE IT FURTHER RESOLVED that the Board of Trustees of The Jefferson Parish Finance Authority, be and hereby authorizes its Executive Director to execute the aforementioned renewal policy.

Yeas: (6)

Nays: (0)

Absent: (2)

Ms. Carol Smith

Mr. Dennis DiMarco

The resolution was declared to be adopted on this 5th day of June, 2023.

2.

The following resolution was offered by Mr. Frank L. Muscarello, and seconded by Mrs. Elizabeth R. Strohmeyer :

A resolution declaring the intention of the Board of Trustees of the Jefferson Parish Finance Authority to proceed with the issuance, sale and delivery of not exceeding \$25,000,000 aggregate principal amount of Jefferson Parish Finance Authority Single Family Mortgage Revenue Bonds (the "Bonds"), tax-exempt or taxable, in one or more series, on one or more issuance dates, which will be issued to provide funds to finance the purchase of certain mortgage certificates backed by qualifying mortgage loans under the Authority's 2023 single family mortgage loan program (or such subsequent year of issuance) within the Parish of Jefferson; authorizing and approving the filing of an application with the Louisiana State Bond Commission for approval to issue the Bonds, making application for private activity volume cap, approving the forms and publications of the Notice of Intention to Issue Bonds, the Notice of Sale and the TEFRA Notice, with respect to the aforesaid Bonds; authorizing the Authority to conduct one or more public hearings in connection with the issuance of the Bonds; approving the form of the Notice of Sale, employing the financial advisor, bond counsel and underwriters with respect to the issuance, sale and delivery of the Bonds; and to otherwise provide with respect to the foregoing matters.

WHEREAS, the Jefferson Parish Finance Authority (the "Authority") is a public trust created pursuant to the provisions of Chapter 2-A of Title 9 of the Louisiana Revised Statutes of 1950, as amended (R.S. 9:2341-9:2347, inclusive, the "Act"), and is authorized by the Act to issue its bonds for the purpose of providing funds to purchase certain mortgage certificates backed by qualifying mortgage loans to be originated by participating mortgage lenders and/or provide funds to make loans to authorized lenders to acquire such mortgage loans; and

WHEREAS, this Board of Trustees (the "Board") finds and determines that there is a continuing need for a single family mortgage loan program for low and moderate income persons residing in the Parish of Jefferson; and

WHEREAS, in order to provide the necessary financing, this Board finds and determines that it is necessary to establish a new single family mortgage loan program and to issue not exceeding \$25,000,000 aggregate principal amount of Jefferson Parish Finance Authority Single Family Mortgage Revenue Bonds, tax-exempt or taxable, in one or more series, on one or more issuance dates (the "Bonds"). The Bonds will be issued to (i) finance the purchase of mortgage loans and/or mortgage-backed securities issued by FNMA, FHLMC or GNMA with respect to mortgage loans on owner-occupied residential immovable property owned by low and moderate income persons in the Parish of Jefferson to be originated by participating mortgage lenders; (ii) refund, if necessary, certain outstanding obligations of the Authority; (iii) make deposits into certain funds as may be required to secure the Bonds and successfully market the Bonds; and (iv) pay, if necessary, the cost of issuance associated with the Bonds; and

WHEREAS, in connection with the issuance of the Bonds, this Board further desires to authorize the submission of an application to the Louisiana State Bond Commission (the "Commission") seeking its approval of the issuance of the Bonds; and

WHEREAS, pursuant to the provisions of Section 146 of the Code, the Authority requests an allocation of a portion of the State of Louisiana private activity volume cap;

WHEREAS, this Board is required by the Act to give and publish a Notice of Intention to Issue Bonds with respect to the issuance of the Bonds (the "Notice of Intention") substantially the form attached hereto as Exhibit "A", generally describing the Bonds and the security therefor, setting forth a date, time and place when this Board will meet in open and public session to hear any and all objections to the proposed issuance of the Bonds and receive petitions as hereafter described objecting to the issuance of the Bonds unless an election is held on the question of the issuance thereof, all in accordance with the provisions of the Act; and

WHEREAS, under the provisions of the Act, the Authority is further required to give and publish a Notice of Sale in connection with the issuance of the Bonds (the "Notice of Sale"), substantially in the form attached hereto as Exhibit "B"; and

WHEREAS, this Board is required to schedule and conduct a Public Hearing as required by Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code") in connection with its issuance of the Bonds for the purpose of receiving comments on and hearing any objections (verbal or written) to the proposed issuance of the Bonds and will publish a notice (the "TEFRA Notice") substantially in the form attached hereto as Exhibit "C"; and

WHEREAS, this Board further finds and determines that a real necessity exists to employ a financial advisor, bond counsel, and underwriters to represent and advise this Board in connection with the issuance, sale and delivery of the Bonds; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of the Jefferson Parish Finance Authority, acting as the governing authority thereof, that:

Section 1. Intention to Issue Bonds. Pursuant to and in compliance with the provisions of the Act, and other constitutional and statutory authority supplemental thereto, this Board of Trustees (the "Board") does hereby declare its intention to proceed with the planning and arrangements for the Authority's 2023 (or such subsequent year of issuance) Single Family Mortgage Loan Program (the "Program") and to issue not exceeding Twenty-Five Million Dollars (\$25,000,000) aggregate principal amount of Jefferson Parish Finance Authority Single Family Mortgage Revenue Bonds (the "Bonds"), tax-exempt or taxable, in one or more series, on one or more issuance dates. The Bonds will be issued to (i) finance the purchase of mortgage loans and/or mortgage-backed securities issued by FNMA, FHLMC or GNMA with respect to mortgage loans on owner-occupied residential immovable property owned by low and moderate income persons in the Parish of Jefferson to be originated by participating mortgage lenders; (ii) refund, if necessary, certain outstanding obligations of the Authority; (iii) make deposits into certain funds as may be required to secure the Bonds and successfully market the Bonds; and (iv) pay, if necessary, the cost of issuance associated with the Bonds. The Bonds will be limited and special obligations of the Authority and are payable solely from revenues and assets derived from the proceeds of the Bonds, including mortgage certificates and monies and securities pledged pursuant to the Indenture. The Bonds shall not constitute a debt of the State of Louisiana, the Parish of Jefferson or any political subdivision thereof. The Bonds shall mature not later than forty-five (45) years from their date of issuance and bear interest at such rate or rates not exceeding 8.5% per annum for fixed interest rate bonds. The Bonds will have such terms and be secured in such manner and shall have such other characteristics as are set forth in the Notice of Intention, which is attached hereto as Exhibit "A" and incorporated herein as if the same were fully set forth herein. The form and details of each such series of the Bonds, the exact principal amount thereof, the maturity schedules and the interest rates or method of calculation of the interest rates on the respective Bonds shall all be established pursuant to the terms and conditions of a Trust Indenture to be prepared and executed for and on behalf of the Authority.

Section 2. Public Hearing Under the Act. This Board, acting as the governing body of the Authority, will meet in open and public session to hear any objections to the proposed issuance of the Bonds; provided, however, if at such meeting a petition is presented to the Authority duly signed by not less than five (5%) percent of the electors of the Parish voting in the last special or general election objecting to the issuance of the Bonds, then the Bonds shall not be issued until approved by a vote of the majority of the qualified electors of the Parish who vote in a special election held for the purpose of approving the issuance of the Bonds in the manner provided by the Act. Any such petition must be accompanied by a certificate of the Jefferson Parish Registrar of Voters certifying that the signers of the petition are qualified electors of the Parish and that the number of signers amounts to not less than five (5%) percent of the electors of the Parish in number, voting at the last special or general election, all as provided by the Act.

Section 3. Sale of Bonds. This Board, acting as the governing body of the Authority, will meet in open and public session to sell the Bonds to the purchaser offering the proposal most advantageous to the Authority pursuant to the provisions of the Act and in accordance with the Notice of Sale of Bonds (the "Notice of Sale") substantially in the form attached hereto as Exhibit "B" at the price of par, plus accrued interest and premium, if any, and less discount, if any.

Section 4. Section 147(F) Public Hearing. The Authority will conduct a Public Hearing, pursuant to Section 147(f) of the Code on a date and time to be determined by the Executive Director, or in her absence, the Chairman of the Authority for the purpose of receiving comments on and hearing any objections (verbal or written) to the proposed issuance of the Bonds. The Notice of the Public Hearing (TEFRA Notice), in substantially the form attached hereto as Exhibit "C" and incorporated herein as if the same were fully set forth herein, shall be published in the official journal of the Parish of Jefferson as soon as possible.

Section 5. Publication of Notices. The Executive Director of the Board, or in her absence the Chairman of this Board, or in his absence, the Vice-Chairman, are hereby authorized, empowered and directed to proceed with the publication of the Notice of Intention, the Notice of Sale and TEFRA Notice with respect to the Bonds, which notices shall be in substantially the forms attached hereto as Exhibit "A", Exhibit "B" and Exhibit "C", respectively, in accordance with the requirements of the Act and Section 147(f) of the Internal Revenue Code of 1986, as amended, and upon the advice and recommendations of Bond Counsel.

Section 6. Application to State Bond Commission. (A). This Board hereby makes application to the Commission seeking approval of the issuance and sale of the Bonds, all in accordance with the provisions of the Act.

(B) Application to the Commission is hereby further made to receive private activity volume cap in an amount of not less than \$25,000,000, such allocation to be in an aggregate amount of \$25,000,000 comprised of the principal amount of the Bonds and premium, if any.

(C) That the Board does hereby authorize the payment of any fees required for the applications referred to above.

Section 7. Employment of Financial Advisor. Pursuant to the statement of qualifications received and the resolutions of the Authority adopted September 17, 2018 and October 15, 2018, the Board retained Government Consultants of Louisiana, Inc. (the "Financial Advisor") to advise the Authority in connection with the Program.

Section 8. Employment of Bond Counsel. Pursuant to the statement of qualifications received and the resolutions of the Authority adopted September 17, 2018 and October 15, 2018, The Becknell Law Firm, APLC was retained to serve as bond counsel to do and to perform comprehensive legal and coordinate professional work with respect to the issuance and sale of the Bonds. Bond Counsel shall (i) prepare and submit to the Authority for adoption all of the proceedings incidental to the

authorization, issuance, sale and delivery of the Bonds, (ii) prepare and submit necessary applications to the Commission for the issuance of the Bonds and required allocations, (iii) attend meetings of the Commission and the Board and, if necessary, committees of the Board, to discuss the Program and the Bonds, (iv) coordinate the sale and issuance of the Bonds with the Financial Advisor, the Underwriter and the Trustee, and their counsel and other professionals, (v) prepare, distribute and complete necessary documents for the Program, including the Origination Agreement, the Servicing Agreement, the Compliance Agreement, the Indenture and additional required documents (vi) counsel and advise the Authority with respect to the issuance of the Bonds, and (vii) furnish an opinion covering the legality of the issuance of the Bonds (viii) prepare all documents, exhibits and certificates required for the delivery of the Bonds, including official transcripts of record reflecting the transaction. The fee to be paid to Bond Counsel shall be in accordance with the Attorney General Bond Counsel Fee Schedule for comprehensive, legal and coordinate professional work with respect to the issuance of revenue bonds, as applied to the actual aggregate principal amount of the Bonds issued, sold and delivered, together with reimbursement of out-of-pocket expenses not exceeding \$4,000 incurred or advanced in connection with the issuance of the Bonds.

Section 9. Employment of Underwriters. Pursuant to the statement of qualifications received and the resolutions of the Authority adopted September 17, 2018 and October 15, 2018, Stifel, Nicolaus & Company, Incorporated and Sisung Securities Corporation shall serve as underwriters relative to the issuance, sale delivery of the Bonds.

Section 10. Employment of Trustee. It is further recognized, found and determined that a real necessity exists for the employment of a trustee to serve in connection with the Bonds and, accordingly, this Board designates and appoints Hancock Whitney Bank, as trustee for the Bonds.

Section 11. General Counsel. General Counsel, will review resolutions and documents prepared by bond counsel and provide an opinion that the Authority is a duly organized and existing public trust and that resolutions relating to the Bonds were duly and legally adopted.

Section 12. Swap Policy. By virtue of Authority's application for, acceptance and utilization of the benefits of the Louisiana State Bond Commission's approval resolved and set forth herein, it resolves that it understands and agrees that such approval is expressly conditioned upon, and it further resolves that it understands, agrees and binds itself, its successors and assigns to, full and continuing compliance with the "State Bond Commission Policy on Approval of Proposed Use of Swaps, or other forms of Derivative Products Hedges, Etc" adopted by the Commission on July 20, 2006, as to the borrowing and other matters subject to the approval including subsequent application and approval under said Policy of the implementation or use of any swap or other product or enhancement covered thereby.

Section 13. Further Actions. The Chairman or the Vice-Chairman or the Secretary are authorized and directed to take all necessary actions and execute any and all documents that may be necessary or appropriate in order to carry out the intention and purposes of this resolution.

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

YEAS: (6)

NAYS: (0)

ABSENT: (2)

Ms. Carol Smith

Mr. Dennis DiMarco

WHEREUPON, this resolution was declared to be adopted on the 5th day of June, 2023.

The minutes will reflect that subsequent to the above resolutions, Mr. Faia departed the meeting and Mr. Muscarello will conduct the meeting henceforward.

Bond Counsel Report (Becknell Law Firm)

Ms. Earnest proceeded to discuss the individual items contained in the heretofore approved bond resolution with emphasis that the Board's approval of the resolution in no way obligates the Authority to proceed with a bond program but rather disposes of the preliminary legal requirements prior to any bond issue.

TRUSTEE REPORT (Hancock Whitney Bank)

Mrs. Fyssas-Lear reported that Hancock-Whitney Bank would agree to act as trustee on the bond issue currently under consideration.

PERSONNEL

Mr. Muscarello, along with Mr. Berthelot, requested for the next Regular Meeting of the Board of Trustees, scheduled meeting for Tuesday, June 20, 2023, that the agenda include an Executive Session of the Board of Trustees to discuss the appointment, along with a Board Resolution to that effect, of a General Counsel.

Mr. Berthelot voiced his unqualified support and praise for Mrs. Ruppel as Executive Director of the Authority.

Mr. Berthelot disclosed that he engaged as personal counsel, Wiley Beevers, PLC, currently of Beevers & Beevers. LLP, to act as his counsel years ago on a matter(s) of a personal nature. Furthermore, one of the candidates currently under consideration for the position of JPFA General Counsel was employed by Mr. Beevers. Moreover, Mr. Berthelot stated that this matter was previously brought to the attention of the Administrative Committee. Considering this, Mr. Berthelot requested that any questions about his personal life be addressed to him directly.

Lastly, Mr. Berthelot stated that he cancelled his doctor's appointment in anticipation of attending the meeting that was scheduled for May 22, 2023 unbeknownst to him that the meeting was cancelled.

Motion was offered by Mrs. Sally F. Bourgeois, seconded by Mrs. Elizabeth R. Strohmeyer, to adjourn the June 5, 2023, Board of Trustees of the Jefferson Parish Finance Authority meeting.

YEAS: (5)

NAYS: (0)

ABSENT: (3)

Ms. Carol Smith

Mr. Dennis DiMarco

Mr. Gregory G. Faia

Motion carried unanimously.

The June 5, 2023, Board of Trustees of the Jefferson Parish Finance Authority meeting adjourned at 11:30 A.M.