

**Greater Alexandria Economic Development Authority
Executive & Government Relations Committee Meeting**

Minutes: Meeting of Tuesday, July 16, 2019

Present: Tamara Battles, Chair; Paula Nelson, Secretary/Treasurer

Absent: Michael Caffery, Vice-Chair

The monthly meeting of the Greater Alexandria Economic Development Authority's Executive & Government Relations Committee was called to order by Commissioner Battles at 8:03 a.m. Executive Administrator, Angela Varnado called the roll. A quorum was present.

Legal Counsel administered an Oath of Office to Commissioner John Carroll reappointing him to the GAEDA Board.

The Committee heard a report from Legal Counsel regarding whether LA Revised Statute 33:2740.60, Section J, mandates dissolution of the district. A discussion was held. Legal Counsel stated the following:

1. *"Shall" as used in Section J is construed as merely permissive or directory, (as equivalent to 'may,") to carry out the legislative intention.*
2. *Although Section J provides a pathway for the dissolution of the district that pathway is only applicable under a special set of circumstances. The statute does not require the district to dissolve and cease if debt does not exist.*
3. *The statute simply provides a time line of how the district "shall" dissolve only after paying all bonds, notes, and other evidences of indebtedness.*
4. *Any assertion regarding GAEDA's requirement to dissolve based on being debt free is an incorrect interpretation and application of LSA R.S. 33:2740.60.*

There being no further comments or business to come before the Committee, the meeting was adjourned at 8:07 a.m.

**Greater Alexandria Economic Development Authority
Human Resources Committee Meeting**

Minutes: Meeting of Tuesday, July 16, 2019

Present: Paula Nelson; Tamara Battles

Absent: Zebulon Winstead, Chair

The monthly meeting of the Greater Alexandria Economic Development Authority's Human Resource Committee was called to order by Commissioner Nelson at 8:07 a.m. Executive Administrator, Angela Varnado called the roll. A quorum was present.

There being no business to come before the Human Resources Committee, the meeting was adjourned at 8:07 a.m.

**Greater Alexandria Economic Development Authority
Administration & Legal Committee Meeting**

Minutes: Meeting of Tuesday, July 16, 2019

Present: John Carroll, Chair; Jay Sharplin; Ralph Covington

Absent: None

The monthly meeting of the Greater Alexandria Economic Development Authority's Administration & Legal Committee was called to order by Commissioner Carroll at 8:08 a.m. Executive Administrator, Angela Varnado called the roll. A quorum was present.

The Committee heard a report by the CPA regarding the June 2019 financials. It was moved by Commissioner Sharplin and seconded by Commissioner Covington to recommend approval of the June 2019 financial statements. There being no public comments, motion passed by unanimous vote.

It was moved by Commissioner Sharplin and seconded by Commissioner Carroll to recommend payment of the June 2019 legal bill. There being no public comments, motion passed by unanimous vote.

It was moved by Commissioner Covington and seconded by Commissioner Sharplin to recommend payment of the June 2019 accounting bill. There being no public comments, motion passed by unanimous vote.

It was moved by Commissioner Sharplin and seconded by Commissioner Covington to recommend payment of the audit bill for the year ended December 31, 2018. There being no further comments, motion passed by unanimous vote.

There being no further business to come before the Administration & Legal Committee, the meeting was adjourned at 8:12 a.m.

**Greater Alexandria Economic Development Authority
Economic Development Committee Meeting**

Minutes: Meeting of Tuesday, July 16, 2019

Present: Paula Nelson, Chair; Jay Sharplin; John Carroll

Absent: None

The monthly meeting of the Greater Alexandria Economic Development Authority's Economic Development Committee was called to order by Commissioner Nelson at 8:13 a.m. Executive Administrator, Angela Varnado called the roll. A quorum was present.

The Committee heard a report from Legal Counsel regarding policies that would allow GAEDA to enter into Cooperative Endeavor Agreements with major conferences/activities outside of the funding cycle and after the annual budget has been approved; as well as a report on the permissible and non-permissible uses of Political Subdivision funds. Legal Counsel stated that she had developed a draft policy that would permit the Executive Committee to act on behalf of the full body under certain circumstances.

She further stated that "Those circumstances would be spelled out in the enabling resolution. In short, the Board would permit the Executive Committee to make decisions on time sensitive matters that present outside the grant cycle and between board meetings. The Executive Committee would meet in accordance with Open Meeting Laws and make a decision by majority vote. That decision would be binding on behalf of GAEDA and the staff would be authorized to act."

However, she also concluded that GAEDA has already had in place, since its existence, mechanisms of cooperative endeavor agreements and intergovernmental agreements to be brought before the full board during regular or special call meetings in the event that events/activities are presented to the board for consideration during the year; and further, the Executive Director and staff work cohesively to ensure the event/activity is in GAEDA's best interest and that the money is available prior to the meetings so that the Board can consider. The Committee agreed that its long-standing practice is sufficient and that a discretionary fund should be discouraged.

On the question of the permissible and non-permissible uses of Political Subdivision funds, Legal Counsel stated the following:

"The purpose and legislative intent of GAEDA is to provide a need within the City and the Parish of Rapides and is authorized to expend funds to foster economic development efforts, renovation, restoration and fostering of tourism. Consistent with previously provided legal opinions, all questions concerning the use of public funds must be

examined in light of La. Constitution art. VII, Sec 14, which provides, in pertinent part as follows:

Section 14(A) Prohibited Uses. Except as otherwise provided by this constitution, the funds, credit, property, or things of value of the state or of any political subdivision shall not be loaned, pledged, or donated to or for any person, association, or corporation, public or private...

Again, the Supreme Court articulated a new standard of review governing La. Const. art. VII, Sec 14(A) stating that La. Const. art. VII, Sec 14(A) "is violated when public funds or property are gratuitously alienated." (the "Cabela's "case), 938 So. 2d at 20. In order for an expenditure or transfer of public funds to be permissible under Art. VII, Sec. 14(A), the public entity must have the legal authority to make the expenditure and involves analysis of three (3) factors:

- 1. It is evident that there must be a public purpose when expending funds;*
- 2. The transaction must be looked at as a whole, and can not appear to be gratuitous on its face;*
- 3. Public entities must have an expectation of receiving at least equivalent value when expending public funds, which expectations are evidenced by contractual obligations imposed on the recipient.*

As previously noted, the purpose of GAEDA is to foster economic development efforts, renovation, restoration and fostering of tourism. If it is determined that expending funds will encourage and promote the economic development of the City of Alexandria as allowed by La. R.S. 33:2740.60 or under any other legal authority, then it is the opinion that GAEDA may do so.

However, GAEDA must be able to effectively demonstrate that it has a reasonable expectation of receiving benefit at least equivalent value to the amount expended."

There being no further business to come before the Economic Development Committee, the meeting was adjourned at 8:35 a.m.

**Greater Alexandria Economic Development Authority
Capital Projects Committee Meeting**

Minutes: Meeting of Tuesday, July 16, 2019

Present: Ralph Covington, Chair; Jay Sharplin; John Carroll

Absent: None

The monthly meeting of the Greater Alexandria Economic Development Authority's Capital Projects Committee was called to order by Commissioner Covington at 8:35 a.m. Executive Administrator, Angela Varnado called the roll. A quorum was present.

The Committee heard a report from the Executive Director regarding the Masonic Dr Phase 3 project. He commented that Keith Hillman of Meyer, Meyer, LaCroix and Hixson reported to him that they have had some difficulties in progressing primarily due to the contractor who is not from this area and seems to be inexperienced. The weather has also contributed to the project delay. The contract time expired last week but the project is only 75% complete. They are hoping that the project can be completed within the next 2 months.

There being no business to come before the Capital Projects Committee, the meeting was adjourned at 8:38 a.m.

**Greater Alexandria Economic Development Authority
Operations Committee Meeting**

Minutes: Meeting of Tuesday, July 16, 2019

Present: Ralph Covington

Absent: Michael Caffery, Chair; Zebulon Winstead

The monthly meeting of the Greater Alexandria Economic Development Authority's Operations Committee was called to order by Commissioner Covington at 8:39 a.m. Executive Administrator, Angela Varnado called the roll. A quorum was not present.

**Greater Alexandria Economic Development Authority
Regular Meeting Agenda**

Minutes: Meeting of Tuesday, July 16, 2019

Present: Tamara Battles, Chair; Paula Nelson, Secretary/Treasurer; John Carroll; Jay Sharplin; Ralph Covington

Absent: Michael Caffery, Vice-Chair; Zeb Winstead

The monthly meeting of the Greater Alexandria Economic Development Authority was called to order by Commissioner Battles at 8:40 a.m. Executive Administrator, Angela Varnado called the roll. A quorum was present.

It was moved by Commissioner Carroll and seconded by Commissioner Covington to approve all items on the June 2019 Consent Agenda. There being no public comments, motion passed by unanimous vote.

It was moved by Commissioner Nelson and seconded by Commissioner Carroll to approve payment of the audit bill for the year ended December 31, 2018. There being no public comments, motion passed by unanimous vote.

The Executive Director presented his 2018 End of the Year Report. A discussion was held.

Mr. Willie Spears, Executive Director of the GAEDA Revitalization Corporation (GRC) also presented his 2018 End of the Year Report. A discussion was held.

There being no further business to come before the board, the meeting was adjourned at 8:59 a.m.