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Board of Directors Meeting MINUTES

Friday, January 20, 2023 (9:30 AM)

625 Texas Street, Suite 200
Shreveport, LA 71101

Members Present

Mr. Bruce Blanton, Chair – Webster Parish
Mayor Tommy Chandler, Vice Chair – City of Bossier City
Mr. Steven Brown – DeSoto Parish
Mr. Butch Ford – Bossier Parish
Mr. Charles Henington – Caddo Tax Assessor
Ms. Erica Bryant – Caddo Parish
Mayor Tom Arceneaux – City of Shreveport

Members Absent

Others Present

Mr. Kent Rogers – NLCOG
Mr. Chris Petro – NLCOG
Ms. Savannah Williams – NLCOG
Dr. Shelly Barrett - NLCOG
Ms. Rita Arnold – NLCOG
Ms. Heidi Stewart - NLCOG

Call to Order

Mr. Blanton called the meeting to order and wanted to address the board in welcoming Mayor Tom Arceneaux. Mr. Rogers had one other announcement and that he had received an official notice from Dr. Wilson that he'll be out for an extended period of time. During that time frame, Ms. Erica Bryant will be representing him with voting privileges until he returns. Mr. Rogers then began a roll call. A quorum was present.

Public Comments

Mr. Blanton called for public comments. Mr. Rogers stated that no comment cards had been turned in or received online.

Financial

Fiscal Year 2022 Audit – Independent Financial Audit Report

Mr. Rogers was asked to point out a few items from the FY 2022 Audit report. Mr. Flair, from Heard, McElroy and Vestal, an Independent Financial firm whom we utilize for financial services, asked Mr.

Rogers to call attention to a few pages in the report. On the first page was for the overall yearend balance for Federal, State and Local grants along with Interest and miscellaneous revenues. The goals and intentions are to have the fund balance for the beginning of the year roughly equal to a year's expenditures. Mr. Rogers stated that during the Inner Loop process they had multiple lawsuit expenses that diminished the funds substantially.

The second item Mr. Rogers wanted to bring to the board's attention to the table showing the schedule of revenues and expenditures by project. He reviewed each project's revenue and expenditure as well as the excess (deficiency) of revenues over expenditures. Mr. Rogers then reviewed the computation of the indirect cost rate for the FY 2022 ending on June 30, 2022. Ms. Rita Barnette stated that NLCOG has been billing out at 127% because it had been locked down at that rate for the last 3 years and that 132% is what NLCOG is wanting it to be locked down at for the next 3 years.

Mr. Rogers said the last thing he wanted to point out from the FY 2022 audit report was the control findings. He explained that these are portions that NLCOG has asked McElroy, Heard and Vestal to do instead of it being done in house. He expressed that it's better to have a 3rd party set of eyes on all this rather than it all be done internally just like previous boards and organizations have done. NLCOG has chosen them as a 3rd party to help give suggestions. Mr. Blanton called for a motion to approve the Fiscal Year 2022 Financial Audit Report. Mayor Arceneaux was the first to motion, and Mayor Chandler seconded. All approved and motion was passed.

Fiscal Year 2022 Audit: Statewide Agreed-Upon Procedures

Mr. Rogers stated that the second part to the FY 2022 Audit is the Legislative Auditors Agreed Upon Policies and Procedures. Mr. Rogers noted that these policies were provided to the Board at the previous meeting. He further stated that going forward, after employees have completed the Ethics and Sexual Harassment training and received their certificates, they will be required to sign the certificates and a copy of the policies. Mr. Rogers also stated that there were some things in the information technology and disaster recovery and that they were not added to the previous policy and procedures and were going to be added to the new one. Mr. Rogers stated that due to the sensitive nature of some of the IT policy and procedures, the full policy would be made available for members to review in house. Mr. Blanton called for a motion to approve the updated policies and procedures Mr. Brown was the first to motion, and Mayor Arceneaux seconded. All approved and motion was passed.

Legal Report

Mr. Chevallier was not present, and Mr. Rogers confirmed that he will be out the next few weeks due to being in court. Mr. Rogers stated that they were asked about the Merger agreement and the contact with EDA for the building that CDC had put up land and NLCOG had \$80,000 to put up along with that. Mr. Skaggs contacted Mr. Rogers and had made a request for the \$80,000. Mr. Rogers stated he had spoken with Josh Chevallier regarding the money, and he advised them to put it on the agenda since it's technically not in the budget. Mr. Rogers stated that there were two ways to do it: the board could amend the agenda for discussions today, which would take a unanimous vote, or they could put it on the next agenda and have the discussion Mr. Brown motioned to have it on next month's agenda for the February 17th meeting.

Mr. Skaggs asked if he could make a comment. He said the grant request came with a 20% match requirement, CDC was to put up the land and NLCOG would provide \$80,000 cash. The total grant was

\$2 million dollars, and the grant was going to fund \$1.6 million. The land the CDC put up appraised for \$320k and they needed to get to \$400k to execute the 2 million. NLCOG stepped up with the \$80,000 piece that's in the grant application. Mr. Skaggs stated that basically what's happening now is that they're in the architectural and engineering phase process and the architect is billing CDC and they have everything submitted to the EDA to draw out on the land and they have set aside an account so everything can be audited out for the grant, and that's when he had requested for NLCOG to put up the \$80k in so they could start paying the upfront bills until they are funded from the Economic Development Administration. He explains that the why part of the urgency of him asking for the funds now is because he has two bills that are about 30 days out.

Ms. Bryant asked if he was saying that he's needing abatement funds now or waiting till the February 17th meeting may cause an issue? Bump replied and said "Yes, it will cause a delay in payment to that vendor". Ms. Bryant asked if they needed a unanimous vote to amend the agenda and Mr. Rogers stated that they did. Mr. Ford asked if Mayor Arceneaux, Mayor Chandler, and Mr. Brown had been briefed on this and they hadn't. Mr. Ford expressed his opinion as to they should all be briefed as to what's about to happen, so they know what they're voting on. He asked the board if they wanted to take a few minutes for Bump to brief the board on what's happening, what he applied for, and what NLCOG and CDC are going to do about the merge. Mr. Brown then stated that this is something that is needed for discussion, and it wasn't on today's agenda and the board needed to decide if they wanted to amend the agenda or not. If everyone agreed to get the briefing now that they needed to vote to amend the agenda or wait till the February 17th meeting. Mr. Henington then seconded Mr. Browns earlier motion to place the item on the February agenda. Mr. Blanton called for a vote on the motion to put it on the February 17th agenda, all approved, and motion was passed.

Other Business

1. Approval of Minutes

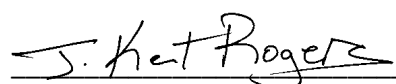
The next item on the agenda was for approval of the minutes from the November 18, 2022 meeting. Mr. Blanton called for a motion to approve the minutes. Mr. Ford was the first to motion, and Mr. Henington seconded. All approved and motion passed.

Announcements

Mr. Rogers wanted to remind everyone of the I-20/I-220 Barksdale Interchange Ribbon Cutting ceremony on February 8, 2022, at 10:00 a.m... He also wanted to wish Dr. Wilson good health.

Adjourn

With no remaining agenda items, The Chair entertained a motion to adjourn. Mr. Ford moved to adjourn; Mr. Blanton seconded, and the meeting was adjourned.



J. Kent Rogers, Secretary