



## East Baton Rouge Community Development Entity, L.L.C.

<b>MINUTES</b>	AUGUST 8, 2011	9:00 A.M.	RDA OFFICE, 801 NORTH BLVD., SUITE 200, BATON ROUGE, LA 70802
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<b>MEETING CALLED BY</b>	Van Mayhall, Jr., Vice Chair
<b>TYPE OF MEETING</b>	Board of Directors – Special Meeting
<b>FACILITATOR</b>	N/A
<b>NOTE TAKER</b>	Aloma Dias
<b>TIMEKEEPER</b>	N/A
<b>ATTENDEES</b>	<p>Attending Board Members: Van Mayhall, Vice Chair, Erin Monroe Wesley, Secretary/Treasurer; Dr. James Llorens; and Rev. Tommie Gipson</p> <p>Also attending: Walter Monsour, EBRCDE Executive Director; Mark Goodson, EBRCDE Assistant Executive Director; and Aloma Dias, EBRCDE Administrative Assistant; Marshall Page, Jones Walker (by phone); Charles Landry, Jones Walker</p>

	<b>CALL TO ORDER</b>	VAN MAYHALL, JR.
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<b>DISCUSSION</b>	Mr. Mayhall called the meeting to order at 9:00 a.m.
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<b>CONCLUSIONS</b>	
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ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE
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N/A		
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	<b>APPROVAL OF JUNE 22, 2011 MINUTES</b>	VAN MAYHALL, JR.
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<b>DISCUSSION</b>	
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Mr. Mayhall asked for approval of the minutes from the June 22, 2011 meeting.

<b>CONCLUSIONS</b>	
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Dr. Llorens made a motion to approve the minutes. Rev. Gipson seconded the motion. The minutes were unanimously approved.

ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE
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N/A		
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	APPOINTMENT OF CHERI AUSBERRY TO BOARDS OF REDEVELOPMENT AUTHORITY FUNDS II-VI	MARK GOODSON
DISCUSSION		
Mr. Goodson requested the Board appoint Ms. Ausberry to the Boards of Redevelopment Authority Funds II, LLC; Redevelopment Authority Fund III, LLC; Redevelopment Authority Fund IV, LLC; Redevelopment Authority Fund V, LLC; and Redevelopment Authority Fund VI, LLC, to serve the unexpired term of Dr. Jenkins.		
CONCLUSIONS		
Dr. Llorens made a motion to appoint Ms. Ausberry to the Boards of Redevelopment Authority Funds II, LLC; Redevelopment Authority Fund III, LLC; Redevelopment Authority Fund IV, LLC; Redevelopment Authority Fund V, LLC; and Redevelopment Authority Fund VI, LLC, to serve the unexpired term of Dr. Jenkins. Rev. Gipson seconded the motion. All Board members attending unanimously approved the appointment of Ms. Ausberry to the Boards of Redevelopment Authority Funds II-VI.		
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE
N/A		
	DISQUALIFICATION PLAN	CHARLES LANDRY
DISCUSSION		
Mr. Charles Landry, attorney with Jones Walker, informed the Board Members of a Disqualification Plan that will be submitted to the Louisiana Ethics Commission. This plan calls for the recusal of Mr. Monsour of EBRCDE, LLC, and its affiliates from any discussions or decisions related to transactions involving the Butler Snow law firm. Likewise, Mr. Jordan Monsour of Butler Snow must recuse himself from like activities related to transactions involving EBRCDE, LLC, or its affiliates. Mr. Landry will follow up with RDA staff on the filing of the Plan.		
At this time, Walter Monsour recused himself from the meeting.		
CONCLUSION		
ACTION		
N/A		
	DISCLOSURE STATEMENT	VAN MAYHALL, JR.
DISCUSSION		
Mr. Mayhall informed the Board members of the yearly required Disclosure Statement due on May 15 <sup>th</sup> . Mr. Mayhall questioned the need to list the sub-entities on the Disclosure Statement. Mr. Landry suggested the sub-entities be listed and Mr. Goodson will send a reminder with the Disclosure Statement to members in 2012.		
CONCLUSIONS		
ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE
N/A		
	APPROVAL OF RESOLUTIONS AND CONSENTS FOR RED STICK HOSPITALITY, LLC NMTC TRANSACTION	MARK GOODSON
DISCUSSION		
Mr. Goodson requested Board approval of Resolutions approving and authorizing the Red Stick Hospitality New Markets Tax Credit transaction, including the approval of:		
<ul style="list-style-type: none"> <li>• Transfer of NMTC Authority to Redevelopment Authority Fund II, LLC (Fund II”);</li> <li>• Admission of the Investment Fund, Restated Operating Agreement, Indemnification Agreement, Sponsor</li> </ul>		

- Fee Agreement and Placement Fee Agreement;
- QLICI and Loan Agreement; and
- All Agreements, documents, certificates or other instruments to carry out the foregoing.

It was noted this is a federal program that provides tax credits for projects located in low-income communities and/or projects that benefit low-income communities. The Red Stick Hospitality project is located in a qualified Low Income Community.

**CONCLUSIONS**

Dr. Llorens made a motion, Rev. Gipson seconded and by a roll call vote all Board members attending unanimously approved the Resolutions, approving and authorizing the transfer of NMTC Authority to Redevelopment Fund II, LLC; Admission of the Investment Fund, Restated Operating Agreement, Indemnification Agreement, Sponsor Fee Agreement and Placement Fee Agreement; QLICI and Loan Agreement; and all agreements, documents, certificates or other instruments.

ACTION ITEMS	PERSON RESPONSIBLE	DEADLINE
N/A		
	NEW BUSINESS/PUBLIC COMMENT/ADJOURNMENT	VAN MAYHALL, JR.
DISCUSSION	No new business.	
DISCUSSION	No public comment.	
CONCLUSION	Mr. Mayhall requested a motion to adjourn the meeting. Rev. Gipson made a motion to adjourn the meeting. Dr. Llorens seconded the motion. Hearing no opposition, Mr. Mayhall adjourned the meeting at 10:30 a.m.	