

**MINUTES OF LEPA UNIT NO. 1 PARTICIPANTS COMMITTEE MEETING OF
LOUISIANA ENERGY AND POWER AUTHORITY (LEPA)
HELD AT THE OFFICES OF LEPA IN LAFAYETTE, LOUISIANA ON
OCTOBER 17, 2019**

The members of the LEPA Unit No. 1 Participants Committee held a meeting on October 17, 2019, at the LEPA Administrative Building, 210 Venture Way, Lafayette, Louisiana after due notice of said meeting.

Present for the LEPA No. 1 Participants Committee were:

Mayor Buz Craft, Chairman, Vidalia
Mayor Charles "Chuck" Robichaux, Secretary-Treasurer, Rayne
Mayor Frank "Boo" Grizzaffi, Morgan City
President Gordon Dove, Houma/Terrebonne Parish Consolidated Government
Mr. Travis Bourgoyne, Plaquemine

Absent:

Mayor Milton Ceasar, Jonesville

Non-voting member present:
Kevin Bihm, General Manager

The meeting was called to order and the presence of a quorum was noted. The Pledge of Allegiance was recited.

On motion by Mayor Grizzaffi that was seconded by Mayor Robichaux, the Participants Committee unanimously voted to approve the Minutes of the October 1, 2019 LEPA Unit No. Participants Committee meeting as set forth in Members' packets.

General Manager Kevin Bihm then gave an update on negotiations with GE. He reported that he and others attended a business meeting with GE to discuss different proposals regarding the turbine at the Morgan City facility. Joe Rogers then gave a Power Point presentation with a comparison of the three options that were offered by GE. He reported that Option 1, which is a replacement of the turbine will come with an 18 month warranty from delivery or a 12 month warranty after first use.

The Participants Committee then gave consideration to entering into an Executive Session pursuant to La. R.S. 42:16 and La. R.S. 42:17 with regards to equipment on LEPA Unit No. 1 sold by GE Packaged Power, LLC and prospective litigation after formal written demand.

On motion by Mayor Robichaux that was seconded by President Dove, the Members unanimously voted to go into Executive Session. The votes were as follows:

Mayor Craft, Yea
Mr. Bourgoyne, Yea
Mayor Robichaux, Yea
President Dove, Yea
Mayor Grizzaffi, Yea

Because the vote was unanimous, the Committee went into Executive Session to discuss possible litigation as set forth by Chairman Craft.

The Committee then returned to the Board room. On motion by Mayor Robichaux that was seconded by President Dove, the Committee unanimously voted to go out of Executive Session. The votes were as follows:

Mayor Craft, Yea
Mr. Bourgoyne, Yea
Mayor Robichaux, Yea
President Dove, Yea
Mayor Grizzaffi, Yea

On motion by President Dove that was seconded by Mayor Robichaux, the Committee unanimously voted to authorize LEPA staff to retain the four consultants whose names were in Members' packets subject to approval by legal counsel.

On motion by Mayor Robichaux that was seconded by Mayor Grizzaffi, the Committee unanimously voted to authorize suit to be filed or other actions taken regarding the insurance claim filed with AEGIS insurance company.

On motion by Mayor Robichaux that was seconded by Mayor Grizzaffi, the Committee voted on the GE Option No. 1 that was recommended by Joe Rogers. The votes were as follows:

President Dove, Abstained
Mr. Bourgoyne, Yea
Mayor Craft, Yea
Mayor Robichaux, Yea
Mayor Grizzaffi, Yea

Because there was a majority of yea votes, the Participants Committee, with President Dove abstaining, voted to authorize LEPA staff to enter into an agreement with GE along the terms of Option 1 which was in Members' packets, subject to approval by legal counsel, and technical review by the consultants that LEPA voted to retain.

Jason Akers, Bond counsel, then reported on financing options associated with purchase of the turbine and the Bond originally used to finance the building of LEPA Unit No. 1. Given

the timing set forth by Joe Rogers and which is set in the proposal by GE that was in Members' packets, Mr. Akers recommended borrowing money from one or more banks through Bond Anticipation Notes on a short-term basis. He also recommended that the proposed financing be presented to the State Bond Commission. He further recommended that in due course, LEPA should re-finance the entire Bond obligation including debt owed to the bank because, given the interest rates, there will not be any adverse economic consequences. Mr. Akers then gave a synopsis of a proposed Resolution setting forth his recommended plan of action, copies of which were in Members' packets. On motion by Mayor Robichaux that was seconded by Mayor Grizzaffi to adopt the Resolution, the issue was brought to a vote. The votes were as follows:

President Dove, Abstained
Mr. Bourgoyne, Yea
Mayor Craft, Yea
Mayor Robichaux, Yea
Mayor Grizzaffi, Yea


A majority of the Committee Members authorized Jason Akers of Foley & Judell, LLP, its Bond counsel, and Raymond James & Associates, Inc. to take the actions described in the Resolution.

There then ensued a brief discuss of the proposed 2020 LEPA Unit No. 1 Budget. On motion by Mayor Robichaux that was seconded by Mayor Grizzaffi, the Members of such Committee unanimously voted to approve the proposed Budget, a copy of which was in Members' packets.

There being no further business to come before the LEPA Unit No. 1 Participants Committee, on motion by Mayor Robichaux that was seconded by Mayor Grizzaffi, the members of such Committee unanimously voted to adjourn the meeting.



Chairman



Sec.-Treasurer