

**New Orleans Municipal Yacht Harbor Management Corporation**  
**Regular Board Meeting**  
**Tuesday, January 9, 2024 | 6:30PM**  
**Municipal Yacht Harbor Administration Building**  
**2nd Floor – New Orleans Yacht Club – East Meeting Room**  
**403 North Roadway Street**  
**New Orleans, LA 70124**

PRELIMINARIES

1. Meeting called to order at: 6:30pm by Tim McConnell.

Attendance was taken by Tim McConnell. Board members present:

Tim McConnell

Akeisha Tircuit

Christopher Hammond

Roger Watkins

Mark Heck

Monya Criddle

2. Motion to adopt agenda as posted by C. Hammond. Seconded by M. Heck. Motion carried unanimously.
3. Approval of December 12, 2023 regular meeting minutes. Motion by T. McConnell, seconded by R. Watkins.
4. Approval of Safety & Security meeting minutes Motion by M. Heck, seconded by C. Hammond. Motion carried unanimously.

ACTION ITEMS

1. Selection of Nominating Committee

Motion to approve the nominating committee consisting of Chris Hammond, Dr. Criddle, Akeisha Tircuit and Mark Heck. Motion by R. Watkins, seconded by C. Hammond.

T. McConnell: The nominating committee will present a slate of office at the regular board meeting proceeding to annual meeting. Members of the board shall have the right to make nominations from the floor. Between now and February, if anybody wants to make a nomination or nominate themselves for the executive board, now's the time to do it.

Motion passes unanimously.

Information and Discussion Items:

- HR&A Progress Report by. B. Whited

HR &A have completed the project kickoff confirming objectives, including reviewing prior studies, and relevant materials. We held a project kickoff meeting right at the beginning, and they did conduct a site visit. The market assessment was completed. It analyzed local real estate market, including trends in supply, and they quantified potential demand for retail entertainment uses. Briefly, they determined that there was demand for entertainment uses in retail. Restaurants looked neutral, so there wasn't a strong push against it. Feasibility analysis is substantially complete. They developed cost and revenue assumptions and built a pro forma financial

model. They designed development scenarios based on market demand, site capacity constraints, and tested financial feasibility and potential revenue generation for the MYHMC. RFQ parameters recommendations have been initiated. We're aligning key questions. Considerations for meetings with project leadership, including the political aspect of the development, and then market sounding developer out research. They are just compiling a list of developers at this point, and then solicitation preparation they have not done.

Public Comment by Charles Marsala: Can we do a public records request to see the report?

B. Whited: No.

C. Marsala: At the December meeting, Joe Giarusso mentioned there would be no more public meetings. Are there any public meetings planned?

T. McConnell: We will have the public meetings, as promised. The attorneys are getting ready to meet with the stakeholders including Giarrusso and Jefferson Parish council. They are not prepared to have a public meeting until that happens. It's a hard no on the residential and Giarusso has made that very clear. Jefferson Parish is going to need to be in on that conversation to understand the steps.

C. Marsala: At the last meeting you told me to check to Joe regarding the CEA. I did. He responded saying that you may be right and you could be wrong. The CEA had been drafted but was never voted on at the city council level. The staff sent me the draft; it talked about cost, that not only do you share the revenues, but also the expenditures. It seems like we're only party bearing any cost right now. Jefferson nor Orleans Parish have offered any funding but they're going to benefit from this.

T. McConnell: What this Board is trying to do is get off a zero and get a document drafted that could then be presented to the other partners. Whether there's a CEA or not, there are people who own and manage land that a developer may go over. Everyone has to be in agreement with whatever gets proposed there. So the goal is to get some kind of draft document to get off a zero, which is what we're doing and we're footing the bill. If there's a CEA in place that says everybody cost shares, we will certainly ask people to put up their portion of that what's been spent already from this Board. I will ensure that we do everything we promised to do and have meetings and get input. With each one of these steps that Brian just went over gets us closer to that point.

- FINANCIAL REPORT by Roger Watkins

As of December 31, 2023, MYHMC has total assets of \$17,326,600 with cmTent assets of \$3,507,100 and the bulk of which is in the form of cash of \$3,368,600 in two accounts at JP Morgan Chase Bank. Net fixed assets total \$1,353,700. Other assets include Leases Receivable of \$12,295,200 and Deferred Outflow of Pension Resources of \$166,100. On the liability side, MYHMC had total liabilities of \$13,026,900 of which \$262,200 are current liabilities consisting mainly of accounts payable and accrued expenses of \$102,400 and accrued annual leave and sick leave of \$147,300. Long term Liabilities consisted of net pension liability of \$496,100 and \$12,268,700 for deferred inflow of long term leases. That leaves MYHMC with total equity of \$4,299,700 of which \$3,799,700 is unrestricted net assets. For the month of December, MYHMC had revenues of \$201,500 and operating expenses of \$231,700 which resulted in a Net Loss of \$30,200. Year to date revenues are \$2,237,400 with total expenses of \$1,938,500, resulting in a year to date profit of \$298,900. The harbor's occupancy is 93%. To share insight on the overage of expenses, there are some large expenses that occurred in December: \$19,769 went to legal fees due to a lawsuit filed against the corporation. \$2,600 to general legal fees, \$8,700 for plumbing repairs and just under \$17,000 for the removal of five dead oak trees. Motion to approve financial report by M .Heck, seconded by C. Hammond.

### 3. DIRECTOR'S REPORT by Bryan Whited

- Update on Sailing Center Construction: Piling Test is completed. CSNO has been in contact with boathouse owners regarding potential damage from the pile driving.
- Staff Hiring: currently 2 on staff. Looking for a third.
- Fishing pier: No update
- Sale of Boathouses: Council ordinance in process.
- BH127 issues, we were recently made aware of some issues regarding the entrance area to BH 127. We are having a contractor examine the issue and will make necessary repairs to keep it safe and secure. The sewer plumbing under the boat house also appears to be deteriorating. We will address this as well. UPDATE: contractor has been engaged to repair.
- West End Park and Breakwater Park: Continuing with site upgrades.
- Permit issues: Still working on these. Cleared up resistance of Real Estate and Records now working to update GIS maps.
- Parking lot rental: RFP out – waiting for responses.
- Marina: WiFi – concrete pads installed in preparation for pole delivery and installation. Lease renewals completed.
- QOL requests: Additional speed limit signs requested. I will reach out to 311 again. Will reach out with Tulane for a procedure for dock removal/plans to secure.
- The point parking improvements and other striping meeting was held. Engineer is working on drawings.

- West End Development Expenses

Company	Invoice Date	Expense
Stone Pigman	2/28/2023	\$4,740.00
Stone Pigman	3/28/2023	\$4,870.00
Stone Pigman	4/25/2023	\$420.00
Stone Pigman	5/31/2023	\$2,160.00
Stone Pigman	6/26/2023	\$3,030.00
Stone Pigman	7/31/2023	\$480.00
Stone Pigman	8/30/2023	\$1980.00
Stone Pigman	9/27/2023	\$90.00
Stone Pigman	10/25/2023	\$2,250.00
Stone Pigman:	11/28/2023	\$6,330
Experts for Stone Pigman:		\$36,646.85
Stone Pigman:	12/27/2023	\$2670.00

Total West End Development Expenses                      \$65,666.85

T. McConnell: At the last meeting, there was a complaint about the light beaming into a boathouse. Was that issue able to be resolved?

B. Whited: No. I was not able to get the lift in before the holidays. It is on my To Do List.

Public Comment by Rick Sinclair: Can we get a one-way sign at the end of the parking lot by Southern Yacht Club? When people come out of the parking lot, sometimes they end up going the wrong way around the park.

#### 4. RULES AND STANDARDS COMMITTEE by Tim McConnell

Rules and Standards Committee held a meeting today, just before this meeting on Boat House 110 and 111. The municipal addresses are 211 North Roadway 209 North Roadway respectively. Tenants are Frank and Susan Lott. Their contractor, Prom, was in attendance. Our consultant Steve Finnegan, had reviewed the plans and agreed that they were in compliance and recommended approval.

We have a motion from the Rules and Standards Committee to approve the changes based on the plans and specifications that were submitted to the Yacht Harbor for approval. Motion passes unanimously.

## 5. UNFINISHED BUSINESS – BYLAWS by Tim McConnell

### MYHMC PROPOSED-BYLAWS V5 (1-11-24)

#### NEW ORLEANS MUNICIPAL YACHT HARBOR MANAGEMENT CORPORATION BY-LAWS

##### ARTICLE I – OFFICERS

###### Section 1 – Number, Election and Terms of Office

- A. The Officers of the New Orleans Municipal Yacht Harbor Management Corporation (Corporation) shall consist of a President, Vice-President, Secretary and Treasurer. All Officers shall be members of the Board of Directors (Board).
- B. The Officers of the Corporation shall be elected by the Board ~~of Directors~~ at the annual meeting of ~~the Board~~ the Corporation.
- C. Each Officer shall hold office until the annual meeting of the Board of Directors Corporation next  ~~succeeding the Officer's~~ his election, and until ~~his~~ a successor shall have been elected and qualified, or until ~~his~~ the officer's death, resignation or removal.

###### Section 2 – Vacancies

A vacancy in any office by reason of death, resignation, removal, inability to act, disqualification, or any other cause, may at any time be filled for the unexpired portion of the term by a majority vote of the Board ~~of Directors~~.

###### Section 3 – Duties of Officers

The duties of the Officers shall be as follows:

- A. President – The President shall preside at all meetings of the Board ~~of Directors~~ and Executive Committee. The President shall see that all resolutions of the Board are carried into effect.
- B. Vice-President – The Vice-President shall preside at all Meetings of the Board ~~of Directors~~ and Executive Committee where the President is absent.
- C. Secretary – The Secretary shall see that minutes are taken at all meetings of the Board ~~of Directors~~. The Secretary shall obtain copies of all minutes of Committee Meetings, Standing and Ad-Hoc. The Secretary shall see that an Agenda is prepared prior to each Board Meeting. The Secretary shall see that all required meeting notices are posted in the required fashion. The Secretary shall be the custodian of all documents and records. The Secretary shall be responsible for polling and contacting Board members in advance of meetings to insure that a quorum will be present.

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Commented [TM1]: Defines "Corporation" for conciseness (corrections made throughout document)

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Commented [TM3]: Applies use of gender-neutral pronouns (corrections made throughout document)

T. McConnell: Page 2, article II, section one A says the directors of the corporation shall be 14. It has been nine since 2012. I have cited the ordinance for reference. Section B originally written is against City ordinance. That verbiage only applied to the directors on the Board at that time because they had all been there for about 14 years. Thereafter, all directors had a three year term. Section C originally written is also against City ordinance. The ordinance states that if a director fails to attend more than 25% of all scheduled meetings in a 12 month period, the president shall promptly and without further action notify the mayor. We've also added good cause. Good cause shall require a director to demonstrate their inability to attend meetings due to a personal medical emergency. If a majority board votes to grant a one time exception, the president shall make a written request to the mayor requesting that the director be granted an exception. In other words, the ordinance does not give us the ability to grant an exception, but in reporting to the mayor that the ordinance hasn't been complied with, if we've deemed that it's a satisfactory reason for a medical emergency, we'll vote on it and make a request. That too, has to go before City Council. We've also added section D which came out of discussion in committee. It will be amended to say a member who is engaged in MYHMC business, shall not be considered absent, but present. If a director misses a meeting due to being away on MYH business, they shall not be counted as absent. Section E was added - it came directly from the ordinance. The executive director must report any changes to the City Council by February 1<sup>st</sup>. Any information that was submitted on a director's questionnaire that has changed must be reported. This information shall include elective status, domicile or business address, phone number, e-mail address, etc.

- D. Treasurer – The Treasurer shall be responsible for the financial books and accounts of the Board and insure that the Board ~~of Directors~~ is fully informed as to the finances of the Corporation at each regular and annual meeting.

## **ARTICLE II – BOARD OF DIRECTORS**

### **Section 1 – Number, Election and Term of Office**

- A. The number of the Directors of the Corporation shall be ~~fourteen (14) members~~ nine (9) plus two (2) *ex officio* members, each of whom shall be a member of the New Orleans City Council.
- B. The term of all Directors, ~~except the initial Directors and ex officio directors,~~ shall be three (3) years ~~and until his successor is selected and qualified or until his~~ prior death, resignation or removal, with or without cause, by the sole stockholder of the Corporation. *Ex officio* directors shall serve terms concurrent with their City Council terms.
- C. If a Director fails to attend ~~three or more than 25% of all scheduled consecutive~~ Board meetings in any twelve month period, the President shall promptly, and without further action of the Board, notify the Mayor and request that the said Director be removed from the Board forthwith.– The only exception to this required action by the President is if, based on good cause, the President recommends and a majority of a quorum grants a ~~one-time~~ one-time exception, ~~to add a fourth meeting to the limit of three otherwise applicable.~~ Good cause shall require a Director to demonstrate their inability to attend missed meetings due to a personal medical emergency. If a majority of the Board votes to grant a one-time exception, the President shall make a written request to the Mavor requesting that the Director be granted an exception.
- D. When a Director does not attend a scheduled meeting because the member is engaged in MYHMC business the Director shall not be considered absent.
- ~~C.E.~~ Directors shall report any changes in residence and/or domicile, elector status, mailing, or business addresses, phone numbers, or e-mail addresses from the information submitted on the membership questionnaire submitted prior to appointment to the Executive Director.

**Commented [TM4]:** Complies with City Ordinance: MCS 024951 (July 12, 2012)

**Commented [TM5]:** Complies with City Ordinance: MCS 024951 (July 12, 2012)

**Commented [TM6]:** Complies with City Ordinance: Chapter 2- Article IV- Diviston 1- Section 2-87- 2(b)(2)(c)

**Commented [TM7]:** Allows for reasonable exceptions

**Commented [TM8]:** Complies with City Ordinance: Chapter 2- Article IV- Division 1- Section 2-87.2(4)

### **Section 2 – Duties and Powers**

The Board ~~of Directors~~ shall be responsible for the control and management of the affairs, property and interest of the Corporation, and may exercise all powers of the Corporation, except as are in the Articles of Incorporation or by ordinance expressly conferred upon or reserved to the sole shareholder.

T. McConnell: Article III, Section B states that Board of Directors shall be scheduled each month at such times and places as the Directors shall determine. That is in conflict with the ordinance which states that we have to, in our rules, put the date, time and place of our meetings. The proposed amendment is, that regular meetings of the Board shall be scheduled to at 6:30 on the second Tuesday of each month at 403 North Roadway, New Orleans, Louisiana. Meetings may be temporarily relocated due to availability. Meetings may be rescheduled temporarily due to conflicting schedules, i.e. holidays. When necessary, a monthly meeting may be canceled by the President with the consensus of the Executive Committee. However, meetings shall be held at a minimum of one meeting per calendar quarter and a minimum of one meeting every three months.

Public Comment by Charles Marsala: The executive committee should consider the public's perspective before canceling a meeting.

T. McConnell: I appreciate your comment and I do not foresee us canceling any meetings. If we do need to cancel we will certainly try not to make it on any kind of short notice.

Article III-Special Meetings Notice: This is something we just wanted to modernize. We're proposing that it says except as otherwise required by statute, notice of special meetings shall be: email directly to each director, utilizing their MYHMC email address at least two days before the day on which the meeting is to be held and shall be delivered to the director verbally no later than 24 hours before the day and time on which the meeting is to be held. A notice of waiver and notice shall specify the purpose. Summarized, instead of snail mail through the US Postal Service, we're saying you get an email when your official Yacht Harbor email address two days in advance and you get a phone call verbally, you get called 24 hours in advance.



Section 3– Quorum

At all meetings of the Board ~~of Directors~~, the presence of a majority of the entire Board, excluding *ex officio* members, shall be necessary and sufficient to constitute a quorum for the transaction of business.

Section 4 – Proxy Voting

No proxy voting will be allowed.

Section 5– Manner of Acting

- A. At all meetings of the Board ~~of Directors~~, each Director shall have one vote. *Ex officio* members shall not have a vote.
- B. The action of a majority of the Directors present at any meeting at which a quorum is present shall be the act of the Board ~~of Directors~~ as a whole, with the same force and effect as if the same had been passed by unanimous vote of all members of the Board ~~of Directors~~ at a duly called meeting of the Board.

**ARTICLE III– MEETINGS**

Section 1 – Annual and Regular Meetings

- A. An annual meeting of the ~~Board of Directors Corporation~~ shall be held during the regular monthly meeting in the month of March, or at such location and other date and/or time in March each year as the Board ~~of Directors~~ shall determine.
- B. ~~Regular meetings of the Board of Directors shall be held, scheduled to occur at 6:30pm on the second Tuesday of each and every month at 403 N. Roadway St., New Orleans, LA. such times and places as the Directors Meetings may be temporarily relocated due to availability shall determine. When necessary due to scheduling conflicts (i.e. holidays, etc.), monthly meetings may be cancelled by the President with consensus of the Executive Committee. However, meetings shall be held at a minimum of one meeting per calendar quarter and a minimum of one meeting every three months.~~
- ~~B.C. Changes to the date, time, or place of regular meetings, which are not temporary, shall require an amendment to these by-laws.~~
- ~~C.D. Notice of all meetings of the Board of Directors and its committees shall be made in accordance with applicable law.~~

**Commented [TM9]:** Complies with City Ordinance: Home Rule Charter- Article IX- Chapter 1- Section 9.102 (5)

**Commented [TM10]:** Allows for relocation or cancellation of regular meetings for reasonable exceptions

**Commented [TM11]:** Ensure future compliance with ordinance

Section 2– Special Meetings: Notice

- A. Special meetings of the Board ~~of Directors~~ shall be held whenever called by the President or requested in writing by the lesser of (i) the number of Directors required to make up a quorum or (ii) five (5) Directors.

**Amended Minutes:** To be inserted in Article III, section B: Meetings may be rescheduled temporarily due to conflicting schedules (i.e., holidays, etc.)

- B. Except as otherwise required by statute, notice of special meetings (1) shall be ~~mailed~~ emailed directly to each Director utilizing their MYHMC email address, addressed to him or her at his or her residence or usual place of business, and sent to him or her by e mail, at least two (2) days before the day on which the meeting is to be held, ~~or and~~ (2) shall be delivered to him or her personally or given to him or her orally the Director verbally, no later than ~~the day~~ twenty-four (24) hours before the day and time on which the meeting is to be held. A notice, or waiver of notice, shall specify the purpose of the meeting.
- C. Notice of any special meeting shall not be required to be given to any Director who shall attend such meeting without protesting prior thereto or at its commencement the lack of notice to him or her, or who submits a signed waiver of notice, whether before or after the meeting. Notice of any adjourned meeting shall not be given.
- D. Directors may specify, in writing, to the Secretary of the Board ~~of Directors~~ the address and email address where notices shall be mailed.

Commented [TM12]: Modernizes outdated contact methods

Section 3 – Executive Committee

~~Section 3The President, Vice President, Secretary and Treasurer shall constitute the Executive Committee. The Executive Committee is charged with facilitating the efficient operation of the standing committees, bringing issues to the Board in its meetings, serving as an interface with the staff and City, to the degree such functions are not affirmatively assumed by the Board, and seeing that steps required by Board action are carried out. In case of a state of emergency declared by the President of the United States and/or Governor and/or Mayor in the fashion required by law, where it is necessary to transact the business of the Corporation and a quorum of the Board cannot reasonably be assembled, the Executive Committee shall have full authority to act on behalf of the Board of Directors.~~

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**ARTICLE IV – COMMITTEES**

Section 1 – Executive Committee

~~The President, Vice-President, Secretary and Treasurer shall constitute the Executive Committee. The Executive Committee is charged with facilitating the efficient operation of the standing committees, bringing issues to the Board in its meetings, serving as an interface with the staff and City, to the degree such functions are not affirmatively assumed by the Board, and seeing that steps required by Board action are carried out. In case of a state of emergency declared by the President of the United States and/or Governor and/or Mayor in the fashion required by law, where it is necessary to transact the business of the Corporation and a quorum of the Board cannot reasonably be assembled, the Executive Committee shall have full authority to act on behalf of the Board.~~

Commented [TM13]: Relocates section under "Committee" article for organizational purposes

T. McConnell: Section D, page 5 states that the committee shall consist of five members of the board of directors and for voting purposes, three are required to establish a quorum. This rule goes back to when we had 14 directors. I believe it was to make sure they could get enough people to the meeting to vote. Since I have been on this board and I've sat on this committee since the start, It's been a three-person committee. The proposal is committee shall consist of three members of the board and for voting purposes two are required to establish a quorum. We also added the committee shall employ the services of professional consultants, architects, engineers, etc. as necessary to review plans and advise them when appropriate. We are blessed to have some technical expertise on the Board, but those folks aren't here in that capacity in using their professional license. We appreciate their insight, but we employ professionals and go by their advice.

Section 3, we've added Ad Hoc Committee - may be established to facilitate the efficient regulation of the affairs of the corporation. B, the president in consultation with the executive committee, the executive committee and the board shall have the authority to form ad hoc committees.

~~Section 1~~Section 2 Standing Committees

Each member of the Board ~~of Directors~~ shall serve on at least one Standing Committee. The Standing Committees and their responsibilities are as follows:

- A. Legal Committee – The Legal Committee shall review legal issues and provide guidance to the Board ~~of Directors~~ and its committees for the protection of the Board ~~of Directors~~ and its interests. In doing so, any members of the Legal Committee who are attorneys shall not be deemed for any purposes to be performing professional legal services for the Corporation; instead, any such attorneys shall be deemed for all purposes to be performing the same non-professional functions any non-attorney Director would be performing on that committee.
- B. Finance Committee – The Finance Committee shall prepare a budget for the Corporation and oversee its funds.
- C. Nominating Committee – The Nominating Committee shall consist of four (4) members of the Board ~~of Directors~~, to be appointed by the President. At least two (2) members of this Committee shall not be officers. The committee shall present a slate of officers at the regular Board ~~of Directors~~ meeting preceding the annual meeting of the Board ~~of Directors~~. The members of the Board ~~of Directors~~ shall have the right to make nominations from the floor.
- D. Rules and Standards Committee – The Board ~~of Directors~~ has established and will in the future establish and amend various rules, regulations, criteria and standards. This committee shall perform the functions stated in such rules, regulations, criteria and standards. In doing so, any members of the Rules and Standards Committee who are design professionals (i.e. architects, engineers, contractors, etc.) shall not be deemed for any purposes to be performing professional design services for the Corporation; instead, any such design professional shall be deemed for all purposes to be performing the same non-professional functions any non-design professional Director would be performing on that committee.
- ~~D~~E. The committee shall consist of ~~five~~ three (3) members of the Board ~~of Directors~~ and for voting purposes ~~three~~ two (2) are required to establish a quorum. The committee shall employ the services of professional consultants (architects, engineers, etc.) as necessary to review plans and advise them when appropriate.

Commented [TM14]: Provides similar indemnity clause for design professionals as for attorneys serving on Legal Committee

Commented [TM15]: Complies with current practice and is practical with only nine member board (when original bylaw written there was a 14 person board)

Section 3 ~~Ad-Hoc Committees~~

- A. Ad-Hoc Committees may be established to facilitate the efficient regulation of the affairs of the Corporation.
- B. The President, in consultation with the Executive Committee, the Executive Committee and the Board shall have the authority to form Ad-Hoc Committees.

Section 4 – Proposed change: The president in consultation with the executive committee shall appoint the members and a chairperson for each standing committee who shall be selected from the standing committee's members. Each member and the chairperson of a standing committee shall serve at the will of the executive committee and may be replaced by the president in consultation with the executive committee. The executive committee shall have the authority to appoint or remove committee members by a majority vote of the executive committee. Wherever it says standing committee, it needs to say standing or ad hoc committee. Each member and chairperson of a standing committee and ad hoc committee will serve at the will of the executive committee and may be replaced by the president in consultation with the executive committee. The executive committee will have the authority to appoint or remove committee members by a majority vote of the executive committee.

Motion to amend wording from standing committee to standing or ad hoc, seconded by R. Watkins.

Motion by C. Hammond to amend wording from standing or ad hoc to “committee”, seconded by R. Watkins.

Motion by M. Heck to amend the title of section 4 from Committee Members and Chairperson to Standing and Ad Hoc Committee Members and Chairperson.

Motion by M. Heck to add wording under Rules and Standards Committee to state that any committee members of the professional design service, i.e. architects and engineers, etc., shall not be deemed any purposes to be performing professional services for the corporation, any such professional shall be deemed for all purposes to be performing the same non -professional functions as any non -professional directive would be performing on that commitment. Motion seconded by A. Tircuit.

T. McConnell: Section B of Committee Members state that corporation employees may be appointed to various committees. Employees shall not have a vote.

Bylaws changes must have 2/3 vote of the entire Board; it's not simple majority. If we had a meeting here and we had six people present, we have a quorum. If five people voted to change the bylaws and one didn't, we wouldn't have a two -thirds vote of the entire board, we couldn't pass it. If six people were here and they all voted to pass it, and it passes.

We have a motion from the bylaw committee to approve these changes as amended at this meeting to the bylaws and submit them to the mayor for approval. Motion passes unanimously.

C. ~~The Board shall have the authority to dissolve Ad-Hoc Committees by a majority vote of a quorum.~~

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Commented [TM16]: Adds a methodology for the creation and dissolution of Ad-Hoc committees to facilitate smooth transaction of Board business. Complies with current practice

~~Section 2~~Section 4– Standing and Ad-Hoc Committee Members and Chairperson

A. ~~The Executive Committee, by majority vote, President, in consultation with the Executive Committee, shall appoint the members; and a chairperson for each standing committee who shall be selected from the standing committee's members by the President. Each member and chairperson of a standing committee shall serve at the will of the Executive Committee and may be replaced by the President in consultation with the Executive Committee. The Executive Committee shall have the authority to appoint or remove committee members and may be replaced by a majority vote of the Executive Committee; and the President shall have that same authority concerning replacing a chairperson.~~

Commented [TM17]: Creates an efficient method to add and remove committee members absent a public meeting of the Executive Committee. Checks-and-balances remain by mandating consultation with Exec. Comm. & allowing Exec. Comm to overrule Pres.

B. ~~Corporation employees may be appointed to various committees. Employees shall not have a vote.~~

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Commented [TM18]: Allows for the appointment of employees to committees

**ARTICLE V – INDEMNITY**

- A. Any person made a party to any action, suit or proceeding, by reason of the fact he or she, his or her testator or interstate representative is or was a Director or Officer of the Corporation shall be indemnified and held harmless by the Corporation against the reasonable expenses, including attorney's fees, actually and necessarily incurred by him or her in connection with the defense of such action, suit or proceeding including any appeal therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding, or in connection with any appeal therein that such Director or Officer is liable for an intentional breach of the Director's fiduciary responsibilities or obligations.
- B. The foregoing right of indemnification shall not be deemed exclusive of any other rights to which any Officer or Director may be entitled apart from the provisions of this section.

**ARTICLE VI – AMENDMENTS**

~~The Board of Directors shall have power to make, adopt, alter, amend and repeal, from time to time, the By-Laws of the Corporation by the affirmative vote of a two thirds majority of the entire Board of Directors at any regular or special meeting of the Board called for that purpose. All changes to the By-laws are subject to approval by the Mavor of the City of New Orleans.~~

Commented [TM19]: Complies with City Ordinance: Home Rule Charter- Article IX- Chapter 1- Section 9.107

## 6. ECONOMIC DEVELOPMENT COMMITTEE

Public Comment by C. Marsala: Act 92 of 1910 states the money is supposed to stay in the park. I haven't heard anything from Joe Giarrusso in relation to it.

T. McConnell: I don't know anything about Act 92. Are you referring to Act 9?

C. Marsala: No.

T. McConnell: Please send me what you are referring to.

C. Marsala: For the sake of argument let's just say it's Act 9. The previous feasibility study said the area was saturated and the one we got two years ago actually confirmed that. Have we looked at how many parking spaces are going to be needed. Have they given parameters that make it feasible? CM Giarrusso was on WWL radio saying that the pedestrian bridge had already been rebuilt, but that bridge has not been built and it's not going to be built. When people come here, they're going to want a parking place. Is the study showing there is just enough parking for the restaurants that are going to go in there? Does it include other people that might want to use it? When the city council approved that airport, they didn't put in a road to get there. There's not enough parking. They have people in all the employees' parking on the South Shore.

M. Heck: There are standard parking limitations for uses. That would be expected by any development or any project anywhere in the city. Parking is overseen by zoning; that is why zoning laws exist. Zoning determines the number of parking spots. If the developer wants to allow the park to use the parking spaces for an event, that is completely up to them, but I do not believe it's good urban design practice to overbuild parking spaces for events that happen three times a year.

C. Marsala: Previously the Restaurant Association said there wasn't enough parking over there and they wanted to start developing the green space.

T. McConnell: I have no desire to develop the green space into parking. I don't know that any board members do, but you've heard repeatedly that they want to keep the green space. You referred to, I'm assuming it's Act 9 from 1910. It says after all debt has been liquidated to annual net earnings, shall there have to be applied to enlarging and further embellishing said park.

Public Comment by Kerry Cuccia: Usually, momentum builds up when someone presents a nice proposal and it seems to be accepted as if that's what we should be doing. It sounds like HR&A is doing the same exact thing as what the Regional Planning Commission did. They had built up so much momentum for their plan, no one went against it. To Mark's point, we do have zoning rules. Jefferson required greater parking because it was primarily an urban area, so more people would be expected to drive. To make it all fit, the RPC decided to use Orleans' parking because it required less parking. All I want is to make sure that whatever goes there does not unduly interfere with the quality of life and the nature of the West End as it exists.

T. McConnell: What I've heard from board members is that we plan to give everything a very good, hard scrutiny. I think we all take it all as a cautionary tale of not letting the momentum of something that gets proposed overrun us with bright lights and glitz.

R. Watkins: From the development, we're going to get rent and revenue flowing through the Corporation but we are not going to choose the highest rent that would overrun the area. I'd take a 33% reduction in rent for something that fits well and doesn't overrun. I think a lot of people share that. The RFQ and RFP is where we voice that. Nothing's been formed yet. They just gave us a study on the area to say, here's what we might want to be thinking and be open to that might get supported.

T. McConnell: Feasibility study means nothing unless someone is willing to fund the project. You have heard again and again from board members saying we're going to do what's right by everybody that we represent.

C. Marsala: I hope you can understand our concerns since the original CEA called for highest investment use.

## 7. QUALITY OF LIFE by Monya Criddle

No meeting but wanted to follow up on Tim's comment. We are looking for the best interest for the area and the constituents. As the Chair of the Quality of Life, I will always listen. Although I don't live in an area, I feel connected to the area and I would not want you guys to be uncomfortable. I will say that something is going to be there and it won't be green space and it probably won't be pickleball. Know that change is coming and we're going to do our best to make sure that it's comfortable change as much as possible but change is never comfortable in the beginning. Whatever goes there will generate revenue.

T. McConnell: We're not putting up a whole lot of money. It seemed like a lot right now, but it will be at least \$10s of millions coming from somebody else.

M. Criddle: Every step of the way, you're [the public] is going to be involved. During the RFP, you're going to have an opportunity to speak. Just because you said it, doesn't mean it's going to happen, but at least you'll know. It won't be a surprise when they come in and there's a development. There's no hidden agenda. We don't get anything. We don't get anything besides our community service.

Public Comment by Liz McAlpine: Is there any movement regarding the blighted property?

B. Whited: The board and management have been extremely lenient with property violations and that needs to change. I'm going to start immediately sending out eviction notices. It's time. People have been warned. Abandoned cars, abandoned trailers, illegally parked boats. Now that we know how to dispose of property after eviction, we can move forward. We can take the property and lease it I am going to start cracking down on everyone. To anyone here that has trailers, you will be receiving a lease cancellation letter. All cars need to have a valid license plate if it does not have a license plate at all it is in violation of city ordinance.

L. McAlpine: I also have concerns about the lady living in the van.

B. Whited: Is she still there?

L. McAlpine: She was there a few days ago. I didn't check yesterday.

B. Whited: The Health Dept. reached out to her for placement.

L. McAlpine: She goes away but then she comes back. If she was just hanging out it would be fine but she walked into my neighbor's house.

B. Whited: I have also been in touch with Levee Board Police.

T. McConnell: Bryan, please be sure to send out notices to everyone before we start actual enforcement.

Public Comment by Lee Henderson: I was wondering if boathouse 116 was on your radar; its hazardous.

B. Whited: He has been reported to the City as being uninhabitable. I'll look at the lease and see exactly what the violation is, but they will be receiving a notice as well.

C. Marsala: The park has been serving as a great purpose for a lot of conscious people who use it for meditation.

M. Criddle: I think we should send a snapshot of the violation that is listed in the rules and regulations when we send out the notification of enforcement so that the process could be expedited. I don't think we should provide a 30-day notice because it's been the same violations from the same people for at least the past two years. I would provide a notice of violation against the rule and give 10 days to rectify.

T. McConnell: I'm not saying to give them 30 days but because we haven't done enforcement in probably 10 years, I would like to send out notification to say that we are going to begin aggressively enforcing all violations in seven days or whatever the number is decided on.

## 8. SAFETY AND SECURITY by Christopher Hammond

No meeting. As it relates to the lady that walked into someone's house, was that reported to the authorities?

L. McAlpine: Yes, the Levee Board is on it.

T. McConnell: She was parked at Skurlock's property?

L. McAlpine: Yes, she was there for a while using his power.

B. Whited: Skurlock was sent a letter because that's against violations and then she moved. Then she was parked somewhere else and we contacted the Levee Board and they contacted the city's health department who did some outreach to place her somewhere, whether or not she chose to take that or not, I'm not sure. If she keeps coming back, the only thing we can do is continue to give her options to go elsewhere that are reasonable.

Motion to go into executive session by M. Heck, seconded by M. Criddle.

#### EXECUTIVE SESSION

##### MYHMC Unclassified Employee Salary Range Adjustment and Review

Motion by C. Hammond to approve 10% salary increase for the Executive and Deputy Director effective immediately. Seconded by R. Watkins. Staff will also find an agency to complete a pay study and evaluation rubric for future evaluations.

Motion to adjourn by C. Hammond at 9:05pm

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Date & Time of Next Meeting: Tuesday, February 20, 2024 | 6:30PM

NOYC 2<sup>nd</sup> Floor



