

**RECREATION AND PARK COMMISSION
FOR THE PARISH OF EAST BATON ROUGE**
Regular Meeting – 5:00 p.m.
BREC Administration Building
6201 Florida Boulevard
Baton Rouge, Louisiana
Commission Minutes
July 23, 2009

Call to Order

A regular meeting of the Recreation and Park Commission for the Parish of East Baton Rouge was held at BREC's Administration Building on July 23, 2009. The meeting was called to order at 5:00 p.m. by William Benedetto, Chairman. Roll call was taken and a quorum of Commissioners was present including Bettsie Miller, Treasurer; Verge Ausberry, Jr.; Audrey Nabors-Jackson; Bert Neal; Darryl Robertson; and Kenith Woodall. Commissioner David Guillory arrived at 5:02 p.m. Staff members present were William Palmer, Superintendent; Dale Auzenne; Ken Caldwell; Jack Dirks; Bob Epperson; Phil Frost; Tommy Green; Donna Mitchell; Mike Proctor; Debbie Spica; Stephanie Trim; Kristi Williams; and Chris Marchiafava. Carl Stages, Executive Director of BREC Foundation, was also in attendance. The audience consisted of BREC staff, the media, and the general public.

Adoption of Minutes

Resolved, That the reading of the minutes of the Recreation and Park Commission Meeting of June 25, 2009 be dispensed with, and that they be approved as written.

Motion by Ms. Nabors-Jackson

Seconded by Mr. Neal

Approved by unanimous consent

Consent Calendar

Resolved, That the Recreation and Park Commission for the Parish of East Baton Rouge does hereby approve the Consent Calendar items.

Motion by Mr. Woodall

Seconded by Mr. Robertson

Approved by unanimous consent

The following items were approved as part of the Consent Calendar:

Acceptance of Recommendations of the Communications and I. T. Advisory Committee

Resolved, That the Commission approve the use of incentives to conduct a user survey in BREC programs this fall. Participants in the pool will be able to qualify for a chance to win a \$500 Mall of Louisiana gift card, a \$100 Mall of Louisiana gift card and a \$50 Mall of Louisiana gift card to be awarded in December 2009.

Acceptance of Recommendations of the Golf Advisory Committee

Resolved, That the Commission waive the policy regarding waiting until after Labor Day to book a tournament for the following year; approve BREC hosting the Adams Golf Pro Tour Merrill Lynch Championship at Santa Maria Golf Club from June 7-13, 2010, contingent on Superintendent approval of negotiated terms.

Acceptance of Recommendations of the Human Resources Advisory Committee

Resolved, That the Commission approve the Routine Personnel Transactions for the month of July 2009.

Presentations

The Commission viewed a brief informational video.

Reports of Officers and Standing Committees

Mr. Palmer recommended approval of the following:

Resolved, That the Commission approve allocating \$400,000 in funds from Capital Improvement Program to match \$1,300,000 in State Capital Outlay funds to make improvements to the Anna T. Jordan Recreation Center. This was previously approved in concept by the Commission.

Motion by Ms. Nabors-Jackson

Seconded by Mr. Robertson

Approved by unanimous consent

Mr. Palmer introduced Kristin Menson, Volunteer Coordinator, to congratulate her on receiving her certification in volunteer administration (CVA).

Ms. Miller was recognized and gave the Finance Advisory Committee report. She asked Mike Proctor to provide a summary of the financial statements.

Resolved, That the Commission approve financial statements for month ended June 30, 2009.

Motion by Ms. Miller

Seconded by Mr. Guillory

Approved by unanimous consent

Ms. Miller made a motion to approve the following contracts and bids:

Resolved, That the Commission accept bids from Southeast Turf, Inc. for grass seed as specified not to exceed \$30,387.00.

Resolved, That the Commission accept all bids for dirt, sand, gravel and clay commodities meeting specifications from these suppliers: J. K. Cowan, Dennis Stewart, LAMI, Lafarge, Mears, Richfield Riversilt and Oak Grove as listed below.

PICKED UP AND HAULED BY BREC TRUCKS

J. K. Cowan – Topsoil - \$6.00 / Fill Sand - \$5.00 / Pea Gravel - \$16.00 / Washed Gravel - \$16.00 / Road Gravel - \$16.00 / Mason Sand - \$10.00 / Sand, Clay, Gravel - \$15.00.

Dennis Stewart – Topsoil - \$7.00 / Fill Sand - \$4.00 / Mississippi Riversilt (Comite Riversilt) - \$3.50.

Louisiana Aggregate (LAMI) – Fill Sand - \$5.00 / Road Gravel - \$17.00 / Mason Sand - \$9.00 / Sand, Clay, Gravel - \$11.00.

Lafarge Aggregates – Top Dressing Sand - \$14.50.

Mears Sand and Gravel – Fill Sand - \$4.73 / Pea Gravel - \$14.85 / Washed Gravel – 26.33 / Road Gravel – 23.63 / Mason Sand - \$9.45.

Richfield Riversilt – Fill Sand - \$5.00 / Mississippi Riversilt - \$4.10 (at low or normal water level) or \$5.00 (when water level is high) / Pump Sand - \$5.00.

Oak Grove – Red Clay Dirt/Ballfields – \$18.50

SUPPLY, LOAD, AND HAUL IN VENDOR TRUCKS TO BREC PARK SITES

Dennis Stewart – Topsoil - \$12.00 / Fill Sand - \$9.00 / Mason Sand - \$20.00 / Mississippi Riversilt - \$9.00 / Top Dressing Sand - \$20.00 / Red Clay Dirt - \$18.00.

Lafarge Aggregates – Top Dressing Sand - \$14.50 plus freight.

Richfield Riversilt – Fill Sand - \$5.00 plus freight / Mississippi Riversilt - \$4.10 plus freight.

Oak Grove – Red Clay Dirt/Ballfields – \$18.50 plus freight.

Seconded by Mr. Woodall

Approved by unanimous consent

Mr. Benedetto recognized Mr. Woodall to discuss the Golf Committee report. Mr. Woodall asked Ken Caldwell, Golf Director, to inform the Commission about the Adams Golf Pro Tour Merrill Lynch Championship to be held at Santa Maria. Ken also addressed questions from the Commission.

The Chairman recognized Ms. Nabors-Jackson for the Selection of Professionals report and she asked Mr. Palmer to review the item for the Commission. Ms. Nabors-Jackson made a motion to approve the following and authorize the Superintendent to execute the contract and necessary documents:

Resolved, That the Commission approve renewing contract with McGlinchey Stafford PLLC (Keith Colvin) for a fee not to exceed \$45,000, plus up to \$5,000 in preapproved expense, for legal services including abstracting work through December 31, 2010.

Seconded by Mr. Ausberry

Approved by unanimous consent

Special Orders

Mr. Benedetto announced the election for the office Vice Chairman, which was vacated when he assumed the office of Chairman. Mr. Benedetto called for nominations. Ms. Nabors-Jackson nominated Mr. Ausberry, Mr. Woodall seconded the nomination. Mr. Robertson made a motion to close nominations, seconded by Mr. Guillory, and approved by unanimous consent. Mr. Ausberry was declared Vice Chairman by unanimous consent.

The Chairman instructed the Commission to review the advisory committee attendance report provided to each member. Consideration of replacing committee members and approval of new appointments would be placed on the agenda for next month. Commission members may send the new appointments to the Superintendent's office.

Motion to accept the following appointments of citizen representatives to BREC Advisory Committees:

Mayor Harold Rideau

Ron Stott Zoo

Motion by Ms. Nabors-Jackson

Seconded by Mr. Robertson

Approved by unanimous consent

New Business

The Chairman announced that the next item of business on the agenda was the introduction of the proposed ordinance authorizing the borrowing of not to exceed \$9,800,000. At the conclusion of discussion and deliberation, Mr. Neal moved that the proposed ordinance be introduced for adoption by the publication of the title of the ordinance together with notice that the ordinance would be taken up for adoption after a public hearing to be conducted on August 27, 2009. The motion was seconded by Mr. Woodall and was approved by the following vote:

Yeas: 8 Mr. Ausberry, Mr. Benedetto, Mr. Guillory, Ms. Miller, Ms. Nabors-Jackson, Mr. Neal, Mr. Robertson, Mr. Woodall

Nays: 0
Absent: 0

The proposed ordinance provides as follows:

ORDINANCE

An ordinance authorizing the borrowing by the Recreation and Park Commission for the Parish of East Baton Rouge, of Not to Exceed Nine Million Eight Hundred Thousand Dollars (\$9,800,000); providing for the payment thereof; establishing the rate of interest thereon; providing for a pledge of revenues of the Recreation and Park Commission for the Parish of East Baton Rouge for the security and payment thereof in principal and interest; and providing for other matters in connection therewith.

WHEREAS, Sections 745 through 748, inclusive, of Title 39 of the Louisiana Revised Statutes of 1950, as amended (the "Act"), and other constitutional and statutory authority, authorize entities to pay their current expenses by anticipating their revenues for the year and to borrow money to pay these current expenses in anticipation of such revenues; and

WHEREAS, the Recreation and Park Commission for the Parish of East Baton Rouge (the "Issuer") desires to borrow moneys to pay said current operation costs and to dedicate and set aside revenues for the payment of any Revenue Anticipation Notes issued under the provisions of the Act and this Ordinance (the "Notes"), which Notes will fall due and be payable not later than March 1, 2010, together with interest thereon as provided herein; and

WHEREAS, the Issuer has found and determined that the estimated revenues of the Issuer for the current fiscal year will be in excess of the amount borrowed;

NOW, THEREFORE, BE IT ORDAINED by the Board of Commissioners of the Recreation and Park Commission for the Parish of East Baton Rouge, acting as the governing authority of the Issuer, meeting in legal and regular session, that:

SECTION 1. Subject to the approval of the State Bond Commission, there is hereby authorized the borrowing of Nine Million Eight Hundred Thousand Dollars (\$9,800,000) in the name of and on behalf of the Issuer to pay the costs of current operations of the Issuer in anticipation of the revenues of the Issuer for the current year.

SECTION 2. In order to fund the aforementioned borrowing, the Issuer is authorized to issue, sell and deliver to _____, _____, Louisiana, pursuant to the commitment letter annexed hereto as Exhibit "A" (the "Purchaser"), a total aggregate principal amount of Revenue Anticipation Notes, Series 2009 (the "Notes") of Nine Million Eight Hundred Thousand Dollars (\$9,800,000), bearing interest from date thereof, payable on March 1, 2010, at the rate of ____% per annum (calculated on the basis of a 360 day year, consisting of twelve 30 day months), and maturing March 1, 2010, all in accordance with the provisions of the Act.

SECTION 3. The principal of and interest on the Notes shall be secured by and payable from a pledge of all revenues accruing to the Issuer for the fiscal year ending December 31, 2009.

SECTION 4. The Chairman and Treasurer of the Board of Commissioners of the Issuer and the Superintendent and Ex-Officio Secretary of the Issuer are hereby authorized, empowered and directed to execute the Notes to represent said indebtedness. Said officers are further authorized and empowered to deliver the Notes to the Purchaser, upon the payment of the purchase price thereof, to be used for the purpose of the borrowing and to take any other action or execute and deliver any other documents which may be required to accomplish the purpose of this Ordinance. The Notes shall be issued in the form of a single, fully registered note, dated the date of delivery thereof and shall be in substantially the following form:

(FORM OF FACE OF NOTE)
UNITED STATES OF AMERICA
STATE OF LOUISIANA
REVENUE ANTICIPATION NOTE, SERIES 2009
OF THE
RECREATION AND PARK COMMISSION
FOR THE PARISH OF EAST BATON ROUGE

<u>Number</u>	<u>Principal Amount</u>	<u>Issue Date</u>	<u>Maturity Date</u>
R-1	\$ _____	September 3, 2009	March 1, 2010

THE RECREATION AND PARK COMMISSION FOR THE PARISH OF EAST BATON ROUGE (the "Issuer"), hereby promises to pay to _____, in the City of _____, _____, or registered assigns, the Principal Amount set forth above on the Maturity Date set forth above, together with interest thereon from the Issue Date set forth above at the rate of _____ per centum (____%) per annum (calculated on the basis of a 360 day year, consisting of twelve 30 day months). Interest will be payable on the Maturity Date set forth above.

The principal of this Note may not be prepaid by the Issuer prior to the Maturity Date set forth above.

Both the principal of and the interest on this Note are payable at maturity in lawful money of the United States of America to the registered owner of this Note upon presentment hereof to the Treasurer of the Issuer.

This Note has been issued by the Issuer to represent a debt created under the provisions of Sections 745 through 748 of Title 39 of the Louisiana Revised Statutes of 1950, as amended, and other constitutional and statutory authority, for the purpose of paying the costs of current operations for the fiscal year ending December 31, 2009, and this Note was specially authorized by an ordinance adopted on August 27, 2009 (the "Ordinance").

This Note is secured by and payable from a pledge of all revenues accruing to the Issuer for the fiscal year ending December 31, 2009. The Issuer, in and by the Ordinance, has also entered into certain other covenants and agreements with the registered owner of this Note, for the terms of which reference is made to the Ordinance.

It is certified that this Note is authorized by and issued in conformity with the requirements of the Constitution and statutes of the State of Louisiana. It is further certified, recited and declared that all acts, conditions and things required to exist, to happen and to be performed precedent to and in the issuance of this Note to constitute the same a legal, binding and valid obligation of the Issuer have existed, have happened and have been performed in due time, form and manner as required by law, and that this Note does not exceed any limitation prescribed by the Constitution and statutes of the State of Louisiana.

IN WITNESS WHEREOF, the Recreation and Park Commission for the Parish of East Baton Rouge has caused this Note to be signed by the facsimile and/or manual signatures of its Chairman and Superintendent and Ex-Officio Secretary, and the corporate seal of the Issuer to be hereon impressed, and this Note to be dated the Issue Date set forth above.

RECREATION AND PARK COMMISSION
FOR THE PARISH OF EAST BATON
ROUGE

Superintendent and
Ex-Officio Secretary

Chairman

(SEAL)

PROVISIONS FOR REGISTRATION

<u>Registered Owner</u>	<u>Registration Date</u>	<u>Signature of Treasurer</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

SECTION 5. The principal of the Notes may not be prepaid by the Issuer prior to stated maturity.

SECTION 6. The Issuer covenants and agrees that, to the extent permitted by the laws of the State of Louisiana, it will comply with the requirements of the Internal Revenue Code of 1986, as amended (the "Code") in order to establish, maintain and preserve the exclusion from "gross income" of interest on the Notes under the Code. The Issuer further covenants and agrees that it will not take any action, fail to take any action, or permit any action within its control to be taken, or permit at any time or times any of the proceeds of the Notes or any other funds of the Issuer to be used directly or indirectly in any manner, the effect of which would be to cause the Notes to be "arbitrage bonds" or would result in the inclusion of the interest on the Notes in gross income under the Code, including, without limitation, (i) the failure to comply with the limitation on investment of proceeds of the Notes or (ii) the failure to pay any required rebate of arbitrage earnings to the United States of America or (iii) the use of the proceeds of the Notes in a manner which would cause the Notes to be a "private activity bond."

The Notes are designated as a "qualified tax-exempt obligation," within the meaning of Section 265(b)(3) of the Code.

The Chairman and Treasurer of the Board of Commissioners of the Issuer and the Superintendent and Ex-Officio Secretary of the Issuer are hereby empowered, authorized and directed to take any and all action and to execute and deliver any instrument, document or certificate necessary to effectuate the purposes of this Section.

SECTION 7. If any provision or item of this Ordinance or the application thereof is held invalid, such invalidity shall not affect other provisions, items, or applications of this Ordinance which can be given effect without the invalid provisions, items, or applications, and to this end the provisions of this Ordinance are hereby declared severable.

SECTION 8. It is recognized that the Issuer will not be required to comply with the continuing disclosure requirements described in the Rule 15c2-12(b) of the Securities and Exchange Commission [17 CFR Section 240.15c2-12(b)], because:

- (a) the Notes are not being purchased by a broker, dealer or municipal securities dealer acting as an underwriter in a primary offering of municipal securities; and
- (b) the Notes are being issued in a denomination exceeding \$100,000 and sold to only one financial institution (*i.e.*, no more than thirty-five persons), which (i) has such knowledge and experience in financial and business matters that it is capable of evaluating the merits and risks of the prospective investment in the Notes and (ii) is not purchasing the Notes for more than one account or with a view to distributing the Notes; and
- (c) the Notes have a maturity of nine months or less.

SECTION 9. The foregoing Ordinance shall take effect immediately upon its adoption.

The foregoing Ordinance having been duly introduced for final adoption on August 27, 2009, the vote on the final adoption thereof was as follows:

YEAS:
NAYS:
ABSENT:

And the Ordinance was declared adopted on this, the 27th day of August, 2009.

William G. Palmer, Superintendent and
Ex-Officio Secretary of the Recreation and
Park Commission for the Parish of East
Baton Rouge

The Chairman announced that the next item of business was the approval of a resolution authorizing the borrowing of an amount not to exceed \$9,800,000. The following resolution was offered by Ms. Nabors-Jackson and seconded by Mr. Robertson:

RESOLUTION

A resolution authorizing the Recreation and Park Commission for the Parish of East Baton Rouge, to incur debt and borrow an amount not to exceed in the aggregate \$9,800,000; authorizing the execution and delivery of all documents required in connection therewith; and authorizing the Chairman, Treasurer and Superintendent and Ex-Officio Secretary of the Commission to do all things necessary to effectuate this Resolution.

WHEREAS, the Recreation and Park Commission for the Parish of East Baton Rouge (the "Issuer"), is a political subdivision of the State of Louisiana validly organized and created in accordance with Chapter 11 of Title 33 of the Louisiana Revised Statutes of 1950, as amended, (La. R.S. 33:4570-4570.4, inclusive); and

WHEREAS, the Issuer, pursuant to the provisions of La. R.S. 39:745-748, inclusive, desires to incur debt and issue not exceeding Nine Million Eight Hundred Thousand Dollars (\$9,800,000) of its Revenue Anticipation Notes, Series 2009 (the "Notes"), for the purpose of paying current operations of the Issuer in anticipation of revenues of the Issuer, said Notes to mature on March 1, 2010, and to bear interest at a rate not to exceed six per centum (6%) per annum; and

WHEREAS, the Board of Commissioners of the Issuer has determined that the amount of the Notes will not exceed the expected revenues to accrue to the Issuer's General Fund, as required by La. R.S. 39:746, exclusive of interest, for the period ending on December 31, 2009; and

NOW THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Recreation and Park Commission of the Parish of East Baton Rouge, acting as governing authority of the Issuer, that:

SECTION 1. The Issuer is hereby authorized to incur debt and borrow an amount not to exceed in the aggregate \$9,800,000 at a rate or rates not exceeding six per centum (6%) per annum, to be repaid on or before March 1, 2010, for the purpose of paying the costs of current operations to be secured by and payable from revenues accruing to the Issuer.

SECTION 2. The Chairman and Treasurer of the Board of Commissioners of the District and the Superintendent and Ex-Officio Secretary of the Issuer, are hereby further authorized and directed to accept, receive, execute, seal, attest and deliver all such documents, certificates and other instruments as are required in connection with the authorization, issuance

and delivery of the Notes or to take such further action as may be appropriate or required by law in connection with the authorization, issuance and delivery of the Notes.

SECTION 3. Application be and the same is hereby formally made to the State Bond Commission, Baton Rouge, Louisiana, for its consent and authority for the Issuer to incur debt and borrow in the aggregate not exceeding \$9,800,000 as herein provided, and a certified copy of this Resolution shall be forwarded to the State Bond Commission, together with a letter requesting the prompt consideration and approval of this application.

SECTION 4. It is recognized, found and determined that a real necessity exists for the employment of Bond Counsel in connection with the issuance of the foregoing, and, accordingly, Breazeale, Sachse & Wilson, L.L.P., Baton Rouge, Louisiana, are hereby employed as Bond Counsel to the Issuer to do and to perform comprehensive, legal and coordinate professional work with respect thereto. The fee to be paid Bond Counsel for this matter shall not exceed the Attorney General's then current Bond Counsel Fee Schedule and other guidelines for comprehensive, legal and coordinate professional work, said fee to be payable out of funds provided by the Issuer subject to the Attorney General's written approval of said employment and fee as required by La. R.S. 42:261, *et seq.*

SECTION 5. By virtue of the Issuer's application for, acceptance and utilization of the benefits of the Louisiana State Bond Commission's approval resolved and set forth therein, the Issuer resolves that it understands and agrees that such approval is expressly conditioned upon, and it further resolves that it understands, agrees and binds itself, its successors and assigns to, full and continuing compliance with the "State Bond Commission Policy on Approval of Proposed Use of Swaps, or other forms of Derivative Products Hedges, Etc.," adopted by the Commission on July 20, 2006, as to the borrowing and other matters subject to the approval, including subsequent application and approval under said Policy of the implementation or use of any swaps or other products or enhancements covered thereby.

SECTION 6. This Resolution shall take effect immediately.

The foregoing resolution having been submitted to a vote, the vote resulted as follows:

YEAS: 8 Mr. Ausberry, Mr. Benedetto, Mr. Guillory, Ms. Miller, Ms. Nabors-Jackson, Mr. Neal, Mr. Robertson, Mr. Woodall

NAYS: 0

ABSENT: 0

And the resolution was declared adopted on this, the 23rd day of July, 2009.

William G. Palmer, Superintendent and
Ex-Officio Secretary of the Recreation and
Park Commission for the Parish of East
Baton Rouge

**STATE OF LOUISIANA
PARISH OF EAST BATON ROUGE**

I, the undersigned Superintendent and Ex-Officio Secretary of the Recreation and Park Commission for the Parish of East Baton Rouge, do hereby certify that the foregoing pages constitute a true, accurate and correct copy of the proceedings and actions taken by the Board of Commissioners of the Recreation and Park Commission for the Parish of East Baton Rouge on July 23, 2009, at its regularly scheduled, properly noticed meeting.

IN FAITH WHEREOF, witness my official signature and the impress of the official seal of the Recreation and Park Commission for the Parish of East Baton Rouge at Baton Rouge, Louisiana, on this, the 23rd day of July, 2009.

William G. Palmer, Superintendent and
Ex-Officio Secretary of the Recreation and
Park Commission for the Parish of East
Baton Rouge

(SEAL)

Adjournment

There being no further business to come before the Commission, the meeting adjourned at 5:36 p.m.

William G. Palmer, Superintendent
and Ex-Officio Secretary

William Benedetto, Chairman