JEDCO Board of Commissioners Meeting

January 28, 2016

8:30 A.M.

Minutes

Call to Order 8:30 a.m.

Attendance: Jimmy Baum, Mario Bazile, Lloyd Clark, Tina Dandry Mayes, Bruce Dantin, Joe Ewell, Jim Garvey, Roy Gattuso, Brian Heiden, Greg Jordan, Bruce Layburn, Joe Liss, Mark Madderra, Lynda Nugent-Smith, Bill Peperone, Mayra Pineda, Paul Rivera, Stan Salathe

Staff: Jerry Bologna, Lacey Bordelon, Cynthia Grows, Jessica Lobue, Kate Moreano, Alberto Queral, Scott Rojas, Kelsey Scram, Penny Weeks

Absences: Larissa Littleton-Steib, Dr. Vinicio Madrigal

Attorney: Reed Smith – Parish Attorney's Office

Guests: None

I. Call to Order – Chairman, Mark Madderra

Chairman Madderra opened the meeting by leading in the Pledge of Allegiance and welcoming Mr. Lloyd Clark, representing Councilman At-Large Division A, Chris Roberts. Joe Liss was recognized as representing Councilwoman Jennifer VanVrancken – District 5, and Mario Bazile was recognized as representing Councilwoman At-Large Division B, Cynthia Lee-Sheng. Mr. Clark, Mr. Liss, and Mr. Bazile were sworn-in by the Parish Attorney, Reed Smith.

Jerry Bologna announced that the Parish Council is considering replacing two Nominating Organizations – The Committee for a Better Jefferson and the Women Business Council Gulf Coast.

- **Approval of Board Absences**
  Bruce Layburn motioned to excuse Dr. Vinicio Madrigal; seconded by Stan Salathe. The motion passed unanimously.

- **Approval of JEDCO Executive Committee Minutes for December 30, 2015**
  Bruce Layburn motioned to approve the minutes; seconded by Stan Salathe. The motion passed unanimously.

II. Public Comments on Agenda Items

None

III. Unfinished and New Business – Chairman, Mark Madderra

- **Resolution authorizing Executive Director to execute conveyance of land to Delgado (deferred from November 19, 2015 meeting) – Lacey Bordelon**
  Joe Ewell motioned to defer this item to the February 25, 2016 meeting; seconded by Mayra Pineda. The motion passed unanimously.
- **Approval of Louisiana Compliance Questionnaire for year-end 2015 – Cynthia Grows**
  Cynthia explained that this is an audit requirement. After review, there were no additions, changes, or deletions. Joe Ewell motioned to approve the Questionnaire related to calendar year 2015; seconded by Paul Rivera. The motion passed unanimously.
- **Approval of a 2016 unbudgeted expense not to exceed $15,000 for closing services related to JEDCO's purchase of the JEDCO office building and incubator facility from FORJ – Lacey Bordelon**
  JEDCO will incur expenses associated with the closing on the building purchase in a range of $14,000 to $15,000. JEDCO budgeted $5,000 for this line item for 2016. A budget amendment to increase this line item will be brought to the board for approval at mid-year. The Board was asked to approve the unbudgeted expense in an amount not to exceed $15,000. Joe Liss motioned to authorize the unbudgeted expense; seconded by Stan Salathe. The motion passed unanimously.
- **Approval of a 2016 unbudgeted expense not to exceed $8,000 for Professional Development Retreat and Follow-Up Services with the Slone Group, LLC. – Jerry Bologna**
  In an effort to continue professional development of the JEDCO staff, JEDCO seeks to contract the services of The Slone Group, LLC for an amount not to exceed $8,000. A budget amendment to increase this line item will be brought to the Board for approval at mid-year. Bruce Layburn motioned to approve the contract and the unbudgeted expense; seconded by Joe Liss. The motion passed unanimously.
- **Assignment and transfer of Bayou Segnette Harbor (commonly known as "Parish Wharf") from JEDCO to the City of Westwego – Scott Rojas**
  Bill Peperone motioned to approve the JEDCO Resolution transferring Bayou Segnette Harbor to the City of Westwego; seconded by Lynda Nugent-Smith. The motion passed unanimously.
- **Consideration of payment of dues associated with Executive Director's professional membership(s) – Jerry Bologna**
  As part of the contract agreement between JEDCO and the Executive Director, the Board may authorize payment of dues associated with the Executive Director's professional membership(s). The Board was asked to approve the payment of membership dues to the Fore!Kids Foundation. Stan Salathe motioned to approve; seconded by Roy Gattuso. The motion passed unanimously.

- **Resolution authorizing amendments to the JEDCO Bylaws – Jerry Bologna**
  The Resolution which was submitted in the Board packet outlining each amendment to the JEDCO Bylaws was discussed in detail. Bruce Layburn motioned to approve; seconded by Bill Peperone.

  The JEDCO staff presented to the Board an Amendment to the Resolution regarding No. 4 – *Article VI: Committees of the Board.* Joe Liss motioned, seconded by Tina Dandry Mayes, to amend the main motion by changing the following for *Article VI: Committees of the Board*:

  1. *The Executive Committee shall review the status of each Nominating Organization set forth in the Jefferson Parish Code of Ordinances, Sec. 2-875.9 ("Nominating Organization") upon the completion of each Commissioner's term. If, at the end of a Commissioner's term, a majority of the Executive Committee determines in its sole discretion that a Nominating Organization has not held a regular business meeting for six (6) consecutive months, or for two (2) consecutive quarters (if meetings are held quarterly), the Nominating Organization shall be considered dormant. If a Nominating Organization is considered dormant, the Executive Committee may recommend to the Parish Council that the Nominating Organization be replaced or be deemed ineligible to continue serving as a Nominating Organization.*
  2. *If, at the end of a Commissioner's term, a majority of the Executive Committee determines in its sole discretion that a Nominating Organization has declining membership, lacks a paid staff person or association manager, has too few members eligible to serve, or is listed as inactive according to the Louisiana Secretary of State, the Executive Committee may recommend to the Parish Council that the Nominating Organization be replaced or be deemed ineligible to continue serving as a Nominating Organization.*
  3. *Any Nominating Organization shall comply with any request for business and/or corporate documents made by or on behalf of the Executive Committee within 20 days from the date received in order to substantiate that the Nominating Organization meets the requirements stated above. If the Nominating Organization fails to timely comply with the request the Executive Committee may recommend to the Parish Council that the Nominating Organization be replaced or be deemed ineligible to continue serving as a Nominating Organization*

  The JEDCO staff also presented to the Board an Amendment to the Resolution which includes changes to *Article XI: Amendments*. Bruce Layburn motioned, second by Stan Salathe, to amend the main motion by adding the following amendment for *Article XI: Amendments*:

  These bylaws may be altered or amended at any regular meeting of the Board by a vote of two-thirds (2/3) of Board Members present provided that the alteration or amendment is consistent with all ordinances and regulations

enacted by the Jefferson Parish Council. However, no such alteration or amendment shall be considered or effective unless (a) notice of the intention to alter or amend the bylaws was given in writing at a previous meeting of the Board, and (b) a draft of the proposed alteration or amendment was sent to each member of the Board at least forty-eight hours in advance of the meeting at which action on such alteration or amendment is to be taken.

The Resolution, as amended, was unanimously approved.

The Amended Resolution will form a part of these minutes.

- **Council recommendation resulting from JEDCO's Bylaw amendments – Jerry Bologna**
  On the motion of Stan Salathe; seconded by Bruce Layburn, recommendations will be presented to the Parish Council based on the approved Bylaw changes. The motion passed unanimously.

IV. Monthly Financial Report – Cynthia Grows

Mayra Pineda motioned to accept the report as presented; seconded by Paul Rivera. The motion passed unanimously.

V. Executive Director Report – Jerry Bologna

None

VI. Other updates/comments from JEDCO Board of Commissioners

None

VII. Adjournment – Joe Liss motioned to adjourn; seconded by Mario Bazile. The motion passed unanimously.

Jimmy Baum
JEDCO Secretary
Minutes for January 28, 2016