

Minutes
LCTCS Facilities Corporation
Board Conference Call
Thursday August 13, 2015
4:00 p.m.

A duly called meeting of the Board of Directors of LCTCS Facilities Corporation was conducted by conference call on Thursday August, 2015. Directors of the Corporation present included: Stevie Smith, Chair/President, Lambert Boissiere, Secretary/Treasurer, and Director Gene Thibodeaux, representing a quorum of the Board. Other participants included: Jan Jackson, Gretchen Lindquist, Ed Jenkins, Bill Obier, and Brian Lafleur.

Item I: Welcome and Approval of July 16, 2015 Minutes

Chair Smith welcomed the group and asked for approval of the July 16, 2015 minutes.

Board Action: Director Thibodeaux made the motion to accept and approve the minutes and it was seconded by Secretary/Treasurer Boissiere, the motion carried.

ITEM II: Act 391 LCTCS Student Information System/Disaster Recovery building Amendment No. 1.

Ed Jenkins, Program Manager, summarized the Board's approval of a construction contract with Cangelosi Ward General contractors at a base bid amount of \$6,528,800 with a concurrently executed Deductive Change Order in the amount of \$1,575,538.83, as a result of value engineering, for a project construction contract sum of \$4,953,261.17. He said that the base bid included four alternates and that this amendment represents acceptance of the first two construction contract alternates in the amount of \$1,199,800 and the increase in architectural fees associated with application of these alternates. He also explained that application of the two alternates for the generator and related generator infrastructure, the additional cost owed to the architect increases to 100 percent of the Architect's fee for those alternates.

Director Thibodeaux asked about the alternates and Mr. Jenkins responded that alternates number 1 and 2 of the construction contract involved an alternative power source for the building to enable continued operations of the Student Information System in the event of a disaster and the cost will be reimbursed by a FEMA/GOHSEP grant totaling up to 75 percent of the cost or, \$531,600 for a generator and associated work. He said that if the Board approves the change to the architectural fee, the contingency balance for the project will change from \$380,000 to \$364,514.14.

Board Action: Director Thibodeaux moved approval of an amendment to the Act 391 LCTCS Student Information System/Disaster Recovery Building Project contract with Remson Haley Herpin, Architect, which increases the contract amount by \$ 154,281.18, from \$323,310 to \$477,591.18. Secretary/Treasurer Boissiere seconded the motion and the motion carried

Item III: Act 360 South Louisiana Community College Allied Health Building Design/Build Contract Award

Ed Jenkins, Program Manager, reminded the Board of its approval of short list of qualified bidders for the South Louisiana Community College Allied Health Building Project on March 12th. He said that CSRS, received and reviewed the bids and recommends the low bidder, The Lemoine Company, LLC and Architects Southwest of Lafayette for the project as reflected in the attached bid tab and RFP response from the bidder. He added that The Lemoine Company, LLC/Architects Southwest has confirmed its proposal price is accurate. This will allow a contingency balance of over \$1 million for the project.

Mr. Jenkins related that if approved by the Board, he will begin preparing the contract and he was notified by the Lemoine Company that it is available to begin the project immediately.

Board Action: Director Thibodeaux moved approval of award of the design build contract for The Act 360 South Louisiana Community College Allied Health Building Project to the Lemoine Company, LLC and Architects Southwest for the base bid amount of \$14,970,000. The motion was seconded by Secretary/Treasurer Boissiere and the motion carried.

ITEM IV: Act 360 South Central Louisiana Technical College Reserve General Contractor Request for Qualifications Shortlist

Bill Obier, LCTCS, reported that he chaired the meeting of the Advisory Committee on July 28th at which time the committee evaluated six responses to the Request for Proposal for General Contractor for the South Central Louisiana Reserve Campus projects. He affirmed that All RFQs were scored accordingly with a maximum of 100 points possible as reflected in the attachment.

He said that based on the scoring and evaluation of criteria the Advisory Committee recommends that four general building contractors are recommended for invitation to submit bids:

- 1 – B.E.T. Construction, Inc., Thibodeaux, La.
- 2 – The McDonnel Group, New Orleans. La.
- 3 – Lincoln Builders, Inc. Ruston La.
- 4 – Thompson Construction Company, LLC, Thibodeaux La.

Board Action: Secretary/Treasurer Boissiere moved acceptance of the Advisory Committee recommendation that the four firms mentioned above be invited to participate in the bidding process for the Act 360 South Central Louisiana Technical College Reserve Campus Center for Technical Education and Petroleum Technology (PTech) Building Projects. Director Thibodeaux provided a second to the motion and the motion carried.

ITEM V: Act 360 South Central Louisiana Technical College Young Memorial Campus Marine Project General Contractor Request for Qualifications Shortlist

Bill Obier, LCTCS, described the meeting of the Advisory Committee on July 28th that he chaired, in which the committee evaluated six responses to the Request for Proposal for General Contractor for the South Central Louisiana Reserve Campus projects. He reported the Advisory Committee members present and participating included himself as chair and LCTCS Director of Facilities, Lisa Smeltzer, Facility Planning and Control Representative, Chris Herring, Board of Regents Representative, Earl Meador, SCLTC Chancellor; and Carl Moore Director Marine Operations, Young Memorial Campus.

He said that All RFQs were scored accordingly with a maximum of 100 points possible as reflected in the scoring sheet, provided to the Board with the agenda. Based on the scoring and evaluation of criteria the Advisory Committee recommends that the Board invite all three of the respondents below to submit bids. Chair Smith said he is knowledgeable of viability of all firms.

- 1 – B.E.T. Construction, Inc., Thibodeaux, La.
- 2 – Thompson Construction Company, LLC Thibodeaux, La.
- 3 – Tillage Construction, LLC, Baton Rouge, La.

Board Action: Secretary/Treasurer Boissiere moved that the Board accept the response to the Request for Qualifications for bids for General Contractor, and invite the firms described above to participate in the bidding process for the Act 360 South Central Louisiana Technical College Young Memorial Campus Marine Project. Director Thibodeaux provided a second to the motion and the motion carried.

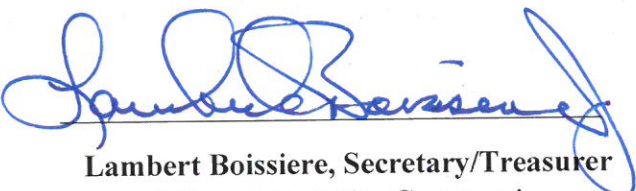
ITEM VI: LCTCS Facilities Corporation Conflict of Interest Policy

Jan Jackson, LCTCS, summarized the documents that were provided to the Board for review of several policies related to conflict of interest and managing alternatively financed projects. She began with a description of the LCTCS Facility Corporation Conflict of Interest Policy approved by the Board on January 31, 2008 with provisions for annual review by the Board. She described the purpose of the policy of protecting the tax-exempt Facility Corporation's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Corporation or might result in a possible excess benefit transaction. She said the policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations; that policy describes the duty to disclose any financial interest by interested persons, defines conflict of interest, provides procedures for addressing conflicts of interest, and a procedure for addressing violations of the Conflict of Interest Policy. She added that it also prohibits compensation for any voting member of facilities corporations and requires that each director annually sign a statement that he or she has received a copy, read, understands and agrees to comply with the conflicts of interest policy. In describing the statement, she said that it must also affirm that the member understands that the non-profit is a charitable organization and it must engage primarily in activities that accomplish one or more of its tax exempt purposes to maintain its federal tax exemption.

Jan Jackson also summarized the LCTCS Managing Alternative Financing Projects Policy #4.007, which describes the steps in managing alternatively financed projects, purpose and process, sets forth the role of the LCTCS Board of Supervisors, the role of the non-profit Facilities Corporation, the role of the advisory committee, selection of Bond Counsel and Bond Underwriters, evaluation and selection process of the design/build team or contractor, Requires consideration of Minority and Disadvantaged Businesses and Louisiana Businesses, requires relationship disclosure statements for all designers, developers, contractors or members of teams that submit proposals to the non-profit corporation. She related that it also describes a procedure for release of information by the Facilities Corporation when applicable. She said that the last revision to the LCTCS Board Policy was to set forth a process for drawing on Maintenance Reserve Accounts established for each project to guarantee bond holders long term uninterrupted maintenance of each facility for the life of the bonds. She added that this procedure is already in use by LCTCS colleges with facilities constructed using alternative financing by other facilities corporations. She reviewed the form that Mr. Hamilton drafted for review and annual signature at the request of the LCTCS Facilities Corporation Chair.

Board Action: Secretary/Treasurer Boissiere moved that the Board approve the LCTCS Facilities Corporation Conflict of Interest Policy in its current form and LCTCS Facility Corporation Conflict of Interest Policy Annual Compliance Statement provided to the Board, as prepared by Leo Hamilton, Corporation Counsel. Director Thibodeaux Seconded the motion and the motion carried.

Adjournment: Secretary/Treasurer Boissiere moved adjournment at 4:30 p.m., with a second by Director Thibodeaux. The motion carried.



Lambert Boissiere, Secretary/Treasurer
LCTCS Facilities Corporation