

TENTATIVE AGENDA
FOR SPECIAL MEETING OF THE
EAST BATON ROUGE PARISH LIBRARY BOARD OF CONTROL
MAIN LIBRARY
7711 GOODWOOD BOULEVARD
BATON ROUGE, LA 70806
APRIL 20, 2010
4:00 P.M.

- I. ROLL CALL
- II. REVIEW AND CONSIDERATION OF AGREEMENT DOCUMENTS FOR ROUZAN DEVELOPMENT BRANCH LIBRARY
- III. COMMENTS BY THE LIBRARY BOARD OF CONTROL

ALL MEETINGS ARE OPEN TO THE PUBLIC

THE PUBLIC IS ALLOWED TO MAKE COMMENTS RELATIVE TO AN AGENDA ITEM AT THE DISCRETION OF THE LIBRARY BOARD PRESIDENT. ANY COMMENTS NOT RELATED TO AN AGENDA ITEM MAY BE RECEIVED AND DISCUSSED OR DEFERRED TO A FUTURE MEETING UNDER PROCEDURES DIRECTED BY THE LIBRARY BOARD PRESIDENT.

Minutes of the Special Meeting of the
East Baton Rouge Parish Library Board of Control

April 20, 2010

The special meeting of the East Baton Rouge Parish Library Board of Control was held in the auditorium of the Main Library on Tuesday, April 20, 2010. Mr. Dan Reed, President of the Board, called the meeting to order at 4:13 p.m. Members of the Board present were Mr. Stanford O. Bardwell, Jr., Mr. Donald Browning, Ms. Tanya Freeman, Mr. Laurence Lambert, Ms. Kizzy Payton and Ms. Beth Tomlinson. Also in attendance were Mr. David Farrar, Library Director; Ms. Patricia Husband, Assistant Library Director of Branch Services; Ms. Mary Stein, Assistant Library Director of Administration; Ms. Brenda Lovett, Library Business Manager; Ms. Rhonda Pinsonat, Assistant Library Business Manager; Mr. Tim Bankston, Library Facilities Manager; and Ms. Liz Zozulin, Executive Assistant to the Library Director. Mr. Burton LeBlanc, former Library Board President, Mr. Davis Rhorer, Director of the Downtown Development District; Ms. Nikki Essix, and Mr. Leo D'Aubin of the Parish Attorney's Office also attended. Mr. Tommy Spinosa, Jr. and Mr. Tommy Spinosa, III of JTS Realty Services, LLC, their attorney, Mr. Sam Bacot, of McGlinchey Stafford, PLLC and Mr. Murray McCollough, an employee of Benchmark Engineering Group, LLC who is part of Mr. Spinosa's construction team also were present. There were about thirty people from the community in attendance. Ms. Sandy Davis, reporter, and Mr. Patrick Dennis, photographer, both with *The Advocate* and Mr. Todd Brown, reporter with *The Greater Baton Rouge Business Report* were also at the meeting.

Review and Consideration of Agreement Documents for Rouzan Development Branch Library

Mr. Reed said that the purpose of this special meeting of the Library Board is to review the agreement documents drafted by the Parish Attorney's Office for the branch library in the Rouzan development, to answer any questions the Board members might have and, hopefully, to approve the documents. He noted that he and the Board received these documents last week, but needed time to read them and ask questions before voting. The three documents include the Cooperative Endeavor Agreement, the Temporary Construction Servitude Agreement and the Parking and Pedestrian Servitude Agreement.

Mr. Reed asked Mr. Leo D'Aubin of the Parish Attorney's Office to explain the purpose of the three documents. Mr. D'Aubin said that he was not involved in the initial Cooperative Endeavor Agreement (CEA). He said that what is before the Board today is the initial agreement to agree between the Library and Mr. Spinosa. He noted that the Temporary Construction Servitude Agreement and the Parking and Pedestrian Servitude Agreement were added for the protection of the Library because of pending litigation against JTS Realty Services. Mr. D'Aubin said that the CEA is the main document and lines 1-16 describe the donation. Lines 20-27 describe what is being donated to the Library. Lines 29-32 refer to the tract (Tract F-1-A-1-A-2) or property being donated. Mr. D'Aubin said the CEA shows the donation, acceptance, resolution, and conditions and has few changes from the original agreement.

Mr. Reed noted that on the map in Exhibit B-2, the Library property with the access parcel looks like a pan with a handle on it. Mr. D'Aubin said the ultimate plan is that the donor will construct a road to the library site. This special access road will be used by the Library during the construction phase so as not to damage the permanent road. The Library will only own the Library site which provides "an escape valve" for the Library should the Rouzan development fail.

Mr. Browning said that no environmental assessment has been done on the property to which Mr. D'Aubin replied that there was an assessment done, but the Library can conduct its own environmental study. He reminded the Board that they can back out of the agreement at any time. Mr. Browning made a motion to conduct an environmental study. Mr. D'Aubin advised the Board not to spend the money on an assessment unless the Board agrees to accept the donation.

The Board members proceeded to discuss several clauses in the CEA. Item 6 of the agreement contains a default option which gives the City-Parish, the option, but not the obligation to proceed with the construction of the branch building even if the donor does not complete the infrastructure within the agreed upon time limit. Item 7 protects the Library with warranty of title to the property.

Mr. Bardwell asked Mr. D'Aubin and Mr. Sam Bacot, attorney for JTS Realty Services to review item 3 regarding resolatory conditions, restrictions and reversion option for consistency within the document. The attorneys discussed the reversion option and several other clauses in the CEA. Ms. Freeman then asked the attorneys to summarize their discussions for those who are not attorneys, so that the Board will understand what they are voting on. Ms. Payton added that Mr. Bardwell, as an attorney, can assist the other Board members to understand. Mr. Reed summarized the discussions by the attorneys saying that if the Library does not start construction within one year of the closing, or if the construction is not completed within two years of the closing, or if the building is not used as a library, the property reverts back to JTS Realty Services.

Mr. Reed then directed the discussion to the Parking and Pedestrian Servitude Agreement with a comment about Exhibit B-2. He said the map in the exhibit shows the library building facing the green with a five-foot servitude. It was noted that the map shows two entrances to the library building. Mr. Bardwell commented that he is not sure which entrance is the front and which is the rear. Mr. Reed replied that the primary access into the building is from the parking lot side of the building. Mr. Murray McCollough, an employee of Benchmark Engineering Group, LLC who is part of Mr. Spinosa's construction team, pointed out the front main entrance and the five-foot pedestrian servitude in Exhibit B-2. Mr. Spinosa added that the library has two front doors; one on the east and one on the west. Mr. Bardwell asked if the front of the building is where the two retail shops are planned. Ms. Tomlinson replied that the front of the building is facing the green and not the commercial side of the building. Mrs. Gayle Smith, a member of the community, asked if the commercial wings will be built at the same time that the library is being constructed. Mr. Reed replied not necessarily. Mr. Tom DuBos, a member of the community,

asked in what direction were the two doors into the library to which Mr. Reed answered east and west.

Mr. Browning asked about the number of parking spaces for library patrons and of what material the parking lot would be constructed. Mr. Bardwell replied that the Parking and Pedestrian Servitude Agreement specifies a hard surface parking area of 150 spaces. Mr. D'Aubin noted that the 150 spaces are to be shared. However, the donor and the Library have agreed to construct a parking garage which would contain 75 dedicated parking spaces for library patrons.

The Library Board members then reviewed the Temporary Construction Servitude Agreement. Mr. D'Aubin said that the construction servitude will allow the contractor to have an area around the building in which to work on construction of the branch library. Mr. Reed asked if the construction servitude is big enough for the contractor's needs. Mr. McCollough replied that the construction architect provided guidance for the required size of the construction servitude.

Mr. D'Aubin said if the Library Board votes to approve these documents, his office will make the changes that were discussed today. The request to authorize the Mayor/President to execute these agreements could then be placed on the May 5th agenda for the meeting of the Finance and Executive Committee of the Metropolitan Council. Mr. Reed noted that this revision process is typical when finalizing legal documents. So he asked the Board if they were ready to vote on these documents.

Mr. Bardwell asked about Exhibit C (Rouzan Library Infrastructure Schedule) contained in the Cooperative Endeavor Agreement. He wondered why this timeline is different from the one issued in January in that this one starts with the execution of the CEA by the Mayor. He noted that the other phases of the project are not tied to the execution of the CEA. Mr. Spinosa replied that the City-Parish Department of Public Works is reviewing the documents he has submitted. Mr. Spinosa added that he has been waiting since 2008 to obtain an executed CEA for this project in order to proceed with the next phase. Mr. Bardwell then said that after the November Library Board meeting, they asked the Parish Attorney's Office for additional safeguards for the Library. There was a delay of several months. Both Mr. Reed and Ms. Freeman replied that there were valid reasons for the delay. Mr. Bardwell admitted that the Library has benefitted from the delay with additional protections.

Mr. John Berry, a member of the community, said they have seen a total of five schedules now for this project and that this schedule does not include the construction of the branch library. He said he feels this is an extreme disservice to the public who are paying their taxes. He asked why the Board cannot hold Mr. Spinosa to a date for the project. Mr. Reed replied that the Board has made a diligent effort with this proposed branch library. He added that he doesn't like that the process is so involved, but if there is going to be a branch in that part of town, it has to be at this site. Mr. Reed also noted that the Library would decide on the start date for construction. Mr. Berry asked the Board to give a date to which Mr. Bardwell replied that at the Board meeting after the title to this property is obtained, the Board will have the architect give projected dates for construction.

Mr. DuBos asked how much time was required for construction of a branch library. Mr. Reed replied that it is about a 2-year time period from the groundbreaking to the dedication. Actual construction takes about one year.

Mr. J. Burton LeBlanc, former Library Board member from 1966 to 1992 and Board President from 1981 to 1990 and now a member of the community, said that when he was a member of the Library Board they realized that there was a need for a dedicated property tax in order for the Library to operate and to build additional branches. The first tax election for the Library passed in 1986 with 62% of the voters in favor of the tax. He added that the effort for this election was very hard work, but that the hard work was good and was worth it. He also cited the hard work needed to construct the Bluebonnet Regional Branch Library. He then said that the tract of land that is proposed for the Rouzan development is a prime location and it would be a real nugget to have a branch library at Rouzan. He added that the Board is making reasonable progress with this project. Mr. Reed thanked Mr. LeBlanc for his comments and expressed his appreciation for them.

Mr. Reed reminded the Board that no further work can be done in Rouzan until the Mayor executes the CEA. Mr. Bardwell then made a motion that the Library Board adopts the Cooperative Endeavor Agreement, the Temporary Construction Servitude Agreement and the Parking and Pedestrian Servitude Agreement with the revisions they discussed at this meeting. Ms. Freeman seconded the motion. The motion passed with one opposing vote by Mr. Browning.

Mr. Berry said that there was an article in *The Advocate* today about Mr. Spinosa placing his son, Mr. Tommy Spinosa, III in charge of the Rouzan project. Mr. Spinosa confirmed the article and introduced his son to the Board.

Comments by the Library Board of Control

Ms. Tomlinson said that congratulations were in order for Mr. Lambert. He proudly announced that he and his wife welcomed their third son into the world on Saturday.

There being no further business, the meeting was adjourned on a motion by Ms. Freeman, seconded by Ms. Tomlinson at 5:30 p.m.

Dan Reed, President

David Farrar, Library Director