



DATE: 04/08/2026

TIME: 9:45 a.m.

LOCATION: Executive Boardroom

COMMITTEE MEMBERS: Courtney Scrubbs, Esq. Chair | H. Davis Cole, Vice Chair | Chadrick Kennedy | Kimberly A. Thomas, JD |

GOVERNANCE COMMITTEE MEETING AGENDA

PUBLIC MEETING

All meetings are open to the public, and we encourage your attendance.
Those interested can join in person or virtually.

Join In-Person: Executive Board Room, Second Floor
625 St. Joseph St., New Orleans, LA 70165

Join Virtually: <https://www.swbno.org/BoardMeetings>

E-Public comments will be accepted via <https://www.swbno.org/BoardMeetings>.
All e-public comments must be received at least 2 hours prior to the meeting. Comments
will be read verbatim into the record.

I. Roll Call

II. Presentation Item

A. 2026 Legislative Session – Jamie Parker, Chief of Staff, SWBNO

III. Discussion Item

A. 2026 Board of Directors Retreat

IV. Executive Session

A. Pursuant to R.S. 42:19, 42:17(A)(1), the Governance Committee of the Sewerage and Water Board of New Orleans will meet in executive session to discuss the appointment of the Special Counsel of the Sewerage and Water Board of New Orleans.

B. Pursuant to R.S. 42:19, 42:17(A)(1), the Governance Committee of the Sewerage and Water Board of New Orleans will meet in executive session to discuss the appointment of the General Superintendent of the Sewerage and Water Board of New Orleans.



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V. Information Item

- A. Letter to the Louisiana Legislature regarding House Bill 573

VI. Public Comment

VII. Adjournment

Governance Committee

April 8, 2026



SWBNO Legislative Agenda



Requested Change	Legal Source	Legislation
<p>Repeal language that requires SWBNO employees to transition to State Civil Service.</p>	<p>Section 2 of Act 384; 2024 Regular Session</p>	<p>House Bill 441</p> <ul style="list-style-type: none"> Referred to the House Committee on Municipal and Parochial Affairs
<p>Enable SWBNO to use public funding allocated for the lead service line project to replace lines located on private property.</p>	<p>LA Constitution, Section 7, Article 14(B); La. R.S. 33:4081.1</p>	<p>Senate Bill 228 (Const. Amend.)</p> <ul style="list-style-type: none"> Referred to Senate Committee on Local and Municipal Affairs Reported favorably by Committee Failed to pass Senate Floor vote <p>SB 268 (Statute)</p> <ul style="list-style-type: none"> Referred to Senate Committee on Local and Municipal Affairs Reported favorably by Committee
<p>Amend statutes to streamline and clarify SWBNO procurement procedures.</p>	<p>La. R.S. 33:4084(C); La. R.S. 33:4084(D)</p>	<p>House Bill 893</p> <ul style="list-style-type: none"> Referred to the House Committee on Municipal and Parochial Affairs



Other Identified Bills

Requested Change	Legal Source	Legislation
<p>Provide the New Orleans City Council with authority to adopt ordinances relative to SWBNO’s board composition, powers and duties, billing policies, and rates.</p>	<p>La. R.S. 33:4073, et seq.</p>	<p>House Bill 573</p> <ul style="list-style-type: none"> Referred to the House Committee on Municipal and Parochial Affairs
<p>Allow the Public Service Commission to regulate all common carriers and public utilities in New Orleans, notwithstanding the New Orleans home rule charter.</p>	<p>LA Constitution, Article IV, Section 21(C)</p>	<p>House Bill 744</p> <ul style="list-style-type: none"> Referred to the House Committee on Commerce

Retreat Takeaways & Governance Focus

Strategic Priorities & Challenges



Infrastructure Risk & System Vulnerability

Address aging assets, single points of failure, and regulatory pressures through focused prioritization.



Capital Strategy & Financial Constraints

Manage significant long-term investment needs with disciplined prioritization and external funding alignment.



Reactive vs. Proactive Operations

Transition from a reactive model to more proactive planning for essential operations.



Communication & Public Trust Gap

Enhance the visibility of progress and priorities through clearer, more consistent communication.

Discussion & Next Steps: How to reflect priorities in executive goals/KPIs? What is the Board's role in communication? How should committees align their work?

Executive Performance Cycle Framework

A structured process for aligning executive performance with strategic objectives throughout the year.



What This Means for the Board



Executive Goal Presentation

Executives will present annual goals and draft KPIs at the **April** Board meeting.



Strategic Alignment

The Board will provide feedback and confirm alignment with strategic priorities. (April)



KPI Refinement

KPIs will be refined to ensure clear, measurable performance expectations. (May)



Structured Oversight

A mid-year check-in will provide structured oversight and an opportunity for course correction. (October)



Performance & Compensation

Year-end evaluation will inform compensation decisions and contract considerations. (March)

Discussion Points: Does this framework reflect how we want to operate as a Board? Are we aligned on timing for executive goal presentations? What level of KPI specificity should the Board expect? How should we approach performance-based compensation?



Tuesday, April 7, 2026

The Honorable Foy Bryan Gadberry
Chair, House Committee on Municipal, Parochial and Cultural Affairs
and Members of the Committee
Louisiana House of Representatives
Baton Rouge, Louisiana

Re: SWBNO Governance Committee Comments on House Bill 573

Dear Chairman Gadberry:

On behalf of the Governance Committee of the Board of Directors of the Sewerage & Water Board of New Orleans (“SWBNO” or the “Board”) (the “Governance Committee”), I write to offer comments regarding House Bill 573 and its potential impact on the governance, financial stability, and long-term operational resilience of this utility.

Because this legislation directly affects the governance framework of a public utility responsible for critical infrastructure, the Governance Committee evaluated the proposal through the lens of long-term system reliability, infrastructure stewardship, and ratepayer protection.

The Governance Committee approaches this issue mindful of the Board’s fiduciary responsibility and singular focus: to protect the long-term interests of the utility and its ratepayers.

Accordingly, governance reforms should ultimately be evaluated by a single question: **will they strengthen the utility’s ability to deliver reliable water, maintain critical infrastructure, and protect ratepayers over the long term?**

That is the controlling question from the Governance Committee’s perspective.

The Governance Committee appreciates the Legislature’s attention to matters affecting the reliability of New Orleans’ water, sewerage, and drainage systems. These systems are foundational to public health, public safety, environmental protection, commerce, and the daily life of the people of New Orleans. The Committee also recognizes that the public’s concern regarding the performance and accountability of critical infrastructure systems is both understandable and appropriate.

We understand, based on recent discussions with representatives of the City of New Orleans, that a principal rationale for House Bill 573 is to provide the City with greater flexibility to make policy changes affecting the utility outside of the annual legislative session. We further understand the City’s position that, because elected officials may be blamed for poor outcomes relating to utility performance,



the City Council should have greater authority to act when it believes change is needed. The Governance Committee takes that rationale seriously. The desire for responsive policymaking and visible accountability is legitimate.

At the same time, because this legislation would affect the governance framework of a major public utility that owns and operates critical infrastructure, the Governance Committee believes the bill should be evaluated not only through the lens of political flexibility, but through the lens of long-term system stability, infrastructure finance, operational continuity, and ratepayer protection.

Water utilities also depend heavily on access to long-term capital markets to finance infrastructure improvements. Governance stability, predictable oversight frameworks, and clearly defined operational authority are important considerations for investors, regulators, and other financial stakeholders who evaluate the reliability of public utility systems.

I. The bill, as drafted, is too broad to address the stated concern

The Governance Committee has reviewed House Bill 573 as presently drafted and considered its potential implications for the utility's governance and operations. As drafted, the bill would authorize the governing authority of the City of New Orleans to adopt ordinances that conflict with and supersede state-law provisions governing key aspects of the Board's legal structure, including provisions relating to the Board's organization, officers, rate-approval procedures, and City Council authority over billing policies.

In practical effect, the bill would not merely create a narrow mechanism for the City to act more quickly between legislative sessions. It would create an ongoing statutory framework under which future municipal ordinances could alter significant elements of utility governance and oversight without returning to the Legislature for those changes.

That is a far more consequential step than addressing perceived administrative bottlenecks.

If the policy concern is that one or more identified decisions should not have to await the next regular legislative session, then the more disciplined and durable approach would be to identify those specific areas and legislate accordingly. House Bill 573, however, is not presently drafted in that targeted way. It instead establishes a broad override structure that could be used in the future to modify multiple aspects of the utility's governance framework through ordinary local ordinance.



The Governance Committee respectfully submits that, for a state-created public utility with long-term debt obligations, complex regulatory duties, and major infrastructure responsibilities, this type of broad and continuing ordinance override authority is too expansive to be considered a narrow or technical adjustment.

II. Core utility-governance guardrails should remain in state law

There is a material difference between granting local flexibility over discrete procedures and authorizing local government to reshape core structural features of utility governance. In the Governance Committee's judgment, certain foundational elements of the utility's governance framework should remain in statute unless and until the Legislature itself decides to revise them.

These foundational elements include, at a minimum:

- Board's composition and structure;
- procedures for nominating and appointing Board members;
- Board's authority over the appointment and terms of service of its Executive Director;
- framework governing rate approval; and
- basic allocation of authority between the Board, management, and external governmental actors.

These are not minor operating rules. They are governance guardrails. They exist to provide continuity, clarity, and predictability over time, particularly in a utility environment where leadership cycles, financing horizons, and infrastructure cycles do not align neatly with annual political calendars.

A water and drainage utility is not analogous to a typical city department. It is responsible for complex, interdependent systems that require planning and stewardship over decades, not months. New Orleans, moreover, operates under uniquely demanding conditions: a below-sea-level geography, significant drainage obligations, aging water and sewer assets, subsidence, storm vulnerability, and increasingly complex climate pressures. In such a system, frequent or easily reversible changes to core governance structures may create more uncertainty than value.

III. Accountability is important, but accountability does not require consolidation of authority

The Governance Committee appreciates the City's argument that the public often holds elected officials accountable for utility outcomes, even where authority is shared or diffused. That is true, and it is an understandable source of frustration.



But the Governance Committee respectfully submits that public accountability does not necessarily require a consolidation of authority over core utility-governance functions. In fact, many utility systems across the country are intentionally structured to balance public accountability with a degree of operational and financial insulation from short-term political pressure.

Successful utilities tend to operate within clear statutory governance frameworks that provide long-term stability and are not easily altered through routine local political action. Examples include DC Water, the Philadelphia Water Department, and the Massachusetts Water Resources Authority, each of which operates under governance structures designed to preserve operational continuity while maintaining public accountability.

They are structured this way because water, sewer, drainage, and power-related infrastructure systems require:

- long-horizon capital planning;
- rate structures capable of supporting infrastructure finance;
- predictable governance for regulators, lenders, and bond stakeholders; and
- technical and operational decision-making that is not constantly subject to short-term political revision.

This is not an argument against accountability. It is an argument for the right form of accountability.

Strong utility governance often requires a balance: public oversight and public answerability on the one hand, but structural stability and operational continuity on the other. A governance model that is too insulated may become unresponsive. A model that is too easily altered by shifting political priorities may become unstable. The task of the Legislature is not simply to choose “more control” or “less control,” but to calibrate that balance in a manner that protects the public interest over time.

At this juncture, House Bill 573, as drafted, moves too far toward fluidity in governance structure without adequate safeguards for long-term system stability.

IV. The most pressing problems facing the utility are operational and capital in nature

A second major concern is that the bill, as drafted, does not appear to directly address the utility’s most pressing constraints. The Governance Committee’s review indicates that the bill, as drafted, does not directly address the operational, financial, or capital constraints that most affect the utility’s performance.



The materials presented to the Governance Committee for the 2026 legislative session focused on five practical policy priorities: repeal of the prior transfer-to-state-civil-service requirement; authority and tools needed for lead service line work on private property; creation of a formal and timely rate-evaluation process with the City Council; adjustment of the annual financial-report deadline and publication process; and modernization and clarification of SWBNO procurement procedures.

Those priorities align closely with the individual bills the Board advanced this session, including HB 441 on civil-service transfer repeal, HB 893 on procurement modernization, SB 228 on constitutional authority to use public funds for hazardous service-line work on private property, and SB 268 on right-of-entry for lead service line replacement.

Those are the types of changes that more directly respond to the system's known needs.

Likewise, the Board's draft legislative agenda included capital priorities such as \$7.5 million in new funding for water-treatment-plant upgrades, reauthorization of approximately \$3 million in Priority 1 funding for the Power Complex, and reauthorization of \$750,000 for Monticello Canal improvements.

Those priorities point to the real scale of the challenge: aging infrastructure, treatment and power-system needs, and the need for recurring capital support.

The capital outlay process itself underscores this point. Infrastructure funding is not unlocked by governance rhetoric alone. It depends on a formal state process involving filing deadlines, committee review, floor action, possible conference-committee action, gubernatorial action, Department of Administration notices, and State Bond Commission approval. Priority 1 and Priority 5 capital outlay items also require annual reauthorization of lines of credit through the State Bond Commission, further illustrating that infrastructure investment ultimately depends on sustained legislative and financial action.

These priorities are not theoretical. They reflect ongoing work by the Board and management. At the Board's recent retreat, discussions were centered on infrastructure risk, funding strategy, and operational performance—reinforcing that the system's most pressing challenges are technical, financial, and execution-driven. In parallel, the utility has developed a Water Distribution System Immediate Action Plan that outlines a phased, multi-pronged approach to address urgent transmission main failures, conduct system-wide condition assessments, and establish a long-term replacement program.

These conclusions are not new. Multiple prior assessments—including independent analyses by organizations such as the Bureau of Government Research and other system-wide capital planning efforts and independent task force analyses—have consistently and independently identified aging



infrastructure, deferred maintenance, and structural funding gaps as the primary drivers of system risk. These assessments have also highlighted the compounding nature of these challenges, where system deterioration, leakage, and deferred investment reinforce one another over time. Addressing these conditions requires sustained capital investment, operational discipline, and financial stability—not structural flexibility alone.

That plan identifies immediate repair needs, near-term capital investments exceeding \$160 million, and long-term system replacement needs approaching \$680 million for critical assets alone, with broader system replacement costs in the billions. These are the constraints currently driving system performance. Longstanding analyses have likewise identified chronic underfunding—particularly within the drainage system—as a persistent constraint on the utility’s ability to maintain and modernize critical infrastructure.

These financial and operational pressures are not hypothetical—they are already reflected in the utility’s current credit profile. Recent rating-agency actions point to increasing concern around several core factors that directly influence the utility’s ability to access affordable capital, including the scale of infrastructure investment needs, system reliability risks, and the predictability of governance and financial oversight frameworks.

These concerns typically include the utility’s capacity to sustain large-scale capital investment, the reliability of core treatment and distribution assets, the predictability of revenue and rate-setting mechanisms, and the stability of governance and oversight structures—all of which are interrelated in the assessment of long-term credit quality.

These are not abstract considerations. Rating agencies and bond investors place significant weight on governance clarity, rate-setting stability, and the consistency of oversight structures when evaluating public utilities. These elements directly affect investor confidence and, in turn, the cost and availability of financing.

House Bill 573, as drafted, introduces a mechanism by which key aspects of governance and oversight could be altered through future local ordinance. While intended to increase flexibility, this approach may have the unintended effect of reducing predictability in governance and oversight areas that are central to credit evaluation and long-term financing. In a capital-intensive utility environment—particularly one already facing elevated infrastructure demands and operational risk—such uncertainty may be viewed unfavorably by financial markets and credit stakeholders.



We are therefore concerned that, in the current environment, the proposed governance framework could exacerbate existing credit pressures and increase the cost or difficulty of securing the long-term financing necessary to support critical infrastructure investment.

In short, the utility's actual constraints—long identified across multiple assessments—are not chiefly that governance change cannot happen fast enough outside session. The larger constraints are capital, workforce, procurement, replacement authority, and operational execution.

That does not mean governance never matters. It plainly does. But it does mean that governance restructuring should not be mistaken for a substitute for solving the operational and financial drivers of system risk. In fact, given the above-described constraints, it likely will not. A governance change may, in fact, delay or complicate the ability to address these very issues.

V. The risk-reduction test weighs against the bill as drafted

The Governance Committee has approached this issue through a practical risk-management lens: if the utility were facing a foreseeable major system failure or other serious infrastructure event within the next one to two years, what actions would most materially reduce that risk?

In the current environment, that analysis must also account for actions that preserve or strengthen the utility's access to capital, as financing capacity is a critical component of system resilience.

Would the answer be: create broader authority for future local ordinances to reshape governance? Or would the answer more likely be: strengthen workforce stability; improve procurement agility; protect financing capacity; accelerate capital projects; improve regional coordination; secure funding; and preserve operational clarity during emergency conditions?

From our perspective, the latter set of actions is more directly connected to risk reduction, long-term stability, and the need for sound infrastructure—all of which are goals we share. These conclusions are consistent with the utility's current operational planning. The Immediate Action Plan prioritizes urgent transmission main repairs, targeted condition assessment, and accelerated capital planning—actions directly tied to reducing system failure risk in the near term. Notably, governance restructuring is not identified within that framework as a primary driver of near-term risk reduction.

That is why we believe governance reform should be judged not by whether it creates more political flexibility in the abstract, but by whether it materially improves the utility's ability to prevent, absorb, or respond to system stress. On that measure, House Bill 573, as drafted, does not demonstrate that its



broad override mechanism would materially improve outcomes for the utility or its ratepayers commensurate with the level of structural uncertainty it introduces.

VI. Existing avenues for municipal participation and oversight already exist

The Governance Committee also notes that the current framework already contains meaningful mechanisms for City participation and oversight.

The City is not a stranger to the utility. It already participates in and influences the system in multiple ways, including through leadership within the Board structure, policy influence, public oversight, and existing ordinance authority in key areas. Existing law also provides the City Council with a role in rate approval and authority to establish billing procedures, subject to statutory guardrails.

While concerns have been raised regarding the alignment of accountability and authority, the Governance Committee observes that existing governance pathways for City influence are substantial. To the extent these mechanisms have not consistently produced the desired outcomes, the issue may not be solely a question of structural authority, but also of how existing authority is exercised in practice.

We therefore question whether the central issue is truly a lack of tools, or whether more targeted refinements—focused on clarity, engagement, and accountability—could address demonstrated process concerns without introducing broader structural instability.

VII. Other cities illustrate the cost of governance instability and infrastructure neglect

The Governance Committee does not offer national examples to suggest that any one city is identical to New Orleans. They are not. However, they do illustrate a broader and relevant lesson: governance restructuring—particularly where it increases political influence, introduces overlapping authority, or shifts control across entities—does not, on its own, resolve underlying operational challenges.

The experiences of Detroit and Jackson demonstrate that when governance changes are layered onto already complex infrastructure systems, outcomes do not necessarily improve. In both cases, structural changes occurred alongside persistent operational challenges, and in some instances introduced additional complexity in accountability and decision-making.

These examples suggest that changes in who holds authority do not automatically translate into improved system performance. Without corresponding improvements in funding, operational capacity, and execution, governance changes may risk diffusing accountability or complicating coordinated response.



The lesson is not that change should be avoided, but that change must be closely aligned with the operational realities of the system it is intended to improve.

The Governance Committee therefore believes that governance reforms affecting a public utility must be carefully designed to strengthen—not destabilize—the institutional framework responsible for delivering essential services. Structural flexibility that alters authority without reinforcing accountability and execution may unintentionally make it harder—not easier—for the utility to deliver reliable service.

VIII. A better path: targeted amendments that would make the bill stronger

The Governance Committee has identified several areas of concern in the current draft of the bill. If the Legislature elects to move forward with the proposed framework, we believe the following targeted amendments would be necessary to better align the legislation with the long-term interests of the utility and its ratepayers.

These recommendations are intended to mitigate risks associated with structural flexibility, preserve accountability, and ensure that any changes to governance do not inadvertently undermine operational effectiveness or financial stability.

First, the blanket ordinance-override clauses should be narrowed or removed. If the Legislature believes the City should have flexibility in certain defined areas outside session, those areas should be identified specifically. A broad authorization for future ordinances to conflict with and supersede state law is unnecessarily sweeping for a utility-governance bill.

Second, core structural elements should remain in statute. Board composition, appointment procedures, and the Board’s authority over the appointment and management of its Executive Director should not be left to future modification by ordinary municipal ordinance.

Third, if the Legislature wishes to address delay or uncertainty in the rate-review process, it should do so directly and transparently by creating a clearly defined statutory process. The Governance Committee itself identified the need for a formal process, developed collaboratively with the City Council, for the Council to hear and evaluate rate proposals and make a decision in a timely manner.

That is a far more precise response to an identified problem than giving open-ended authority to create “alternative procedures” later by ordinance.

Fourth, billing-policy authority should remain bounded by uniformity, transparency, and fiscal guardrails. We recognize that customer protections matter, especially in light of historical billing challenges. But any expansion of billing authority should preserve protections against ad hoc decision-



making, favoritism, or fiscally destabilizing practices. Notably, HB 573 removes the existing billing-ordinance working-group structure rather than refining it.

Legislators may wish to replace that repeal with a stronger consultative and analytical process instead.

Fifth, any future local ordinance adopted under a revised bill should be subject to written findings that it will not impair existing bond obligations (currently approximately \$720 million across water, wastewater, and drainage systems), materially weaken the utility's financial position, undermine operational command and control, or otherwise harm the long-term interests of ratepayers.

Sixth, the Legislature should consider a sunset and review mechanism if additional local flexibility is granted. A temporary authority, subject to legislative reassessment after a defined period, would be far preferable to a permanent and broadly framed transfer of structural flexibility.

Seventh, no governance reform should interfere with emergency operations, crisis-response authority, or the operational chain of command during major system events. If the City's concern is speed and responsiveness, that objective should be pursued in ways that do not blur responsibility when clarity matters most.

Absent such guardrails, we remain concerned that the proposed changes could introduce unintended consequences that outweigh their intended benefits.

IX. The bill should be paired with the measures that actually strengthen the utility

Finally, the Governance Committee believes the most credible reform package for the utility is one that pairs any governance refinement with the measures that directly strengthen performance: workforce stability, procurement modernization, infrastructure-replacement tools, regional coordination, and capital support.

The Board's own legislative agenda and the separate HR 305 task force show that these issues are already being actively studied and advanced. HR 305 is addressing regional coordination, emergency interconnections, water-plant capacity, storage, and possible legal mechanisms for regional collaboration.

That is a constructive venue for strengthening long-term resilience. Likewise, the Board's capital requests and other proposed legislation respond to concrete barriers the utility faces today.

If the Legislature wishes to strengthen the utility for the benefit of residents and ratepayers, those are the areas where reform is most likely to produce measurable gains.



Conclusion

The Governance Committee does not suggest that the current system is beyond improvement, nor does it suggest that local governments should never have additional flexibility. To the contrary, we support thoughtful reform and recognize the City's understandable interest in responsive governance.

However, we respectfully submit that House Bill 573, as presently drafted, is broader than necessary, insufficiently targeted to the utility's most pressing needs, and likely to introduce structural uncertainty into a system that depends on long-term governance and financial stability. Our concern is not with reform itself, but with reforms that introduce broad structural flexibility without addressing the operational and financial drivers that most directly affect system performance.

A better bill would preserve core governance guardrails in state law, address clearly identified process problems through targeted statutory solutions, maintain consultation and financial safeguards, and pair any additional local flexibility with the measures that actually strengthen utility operations and infrastructure performance. Recent Board-level planning and the development of a detailed Immediate Action Plan further underscore that the path to improved performance lies in sustained investment, operational execution, and system modernization within a stable governance framework.

Governance reforms should ultimately be evaluated by a single question: **will they strengthen the utility's ability to deliver reliable water, maintain critical infrastructure, and protect ratepayers over the long term?** In this case, we do not believe this legislation achieves that goal.

The Governance Committee welcomes continued dialogue with the Legislature, the City, and other stakeholders in service of that goal.

Respectfully,

Courtney B. Scrubbs, Esq.
Chair, Governance Committee
Board of Directors
Sewerage & Water Board of New Orleans

On behalf of the Governance Committee

cc: Helena Moreno, Mayor, City of New Orleans
Stephen Nelson, Deputy Chief Administrative Officer for Infrastructure
Andrew Tuozzolo, Special Counsel, Office of the Mayor
Stephanie Hilferty, Louisiana State Representative

Louisiana Open Meetings Law Primer for SWBNO

Committee Chairs

Executive summary

This primer is practical guidance for directors and committee chairs of Sewerage and Water Board of New Orleans on running committee meetings under Louisiana's Open Meetings Law (La. R.S. 42:11 et seq.). It is grounded in (1) the statutory text published by the Louisiana State Legislature and (2) official guidance from the Louisiana Legislative Auditor, plus select Attorney General opinions and Louisiana case law where they directly inform board practice.

The Open Meetings Law is intentionally pro-transparency: it must be "construed liberally," and public bodies must post a copy of the law. Violations can trigger (a) court orders, (b) attorney-fee awards, (c) civil penalties up to \$500 per member per violation (personal liability), and (d) actions that are "voidable" if challenged in court within 60 days.

The most important operating rules for committee chairs are:

A "meeting" is not just a vote. If a quorum convenes to deliberate or to receive information about committee business, it is a meeting and must be publicly noticed and open unless a narrow executive-session exception applies.

If something is not on the posted agenda, you generally have two safe options: (1) defer it to a future properly noticed agenda item, or (2) take it up by unanimous approval of the members present, with the added item described with reasonable specificity (including purpose), entered into minutes, and with public comment allowed on the motion to add it.

Executive session is tightly constrained: it needs a two-thirds vote of members present, the reason must be stated and recorded in the minutes, and no final or binding action may be taken while closed.

All votes must be viva voce (by voice) and recorded—show of hands alone is not sufficient under cited AG guidance.

Where practice can be fact-specific or sources are in tension (for example, whether the agenda must always announce a potential executive session), this primer flags the ambiguity and recommends the conservative, low-risk approach without giving legal advice.

What counts as a meeting for a public utility board committee

Committees are "public bodies"

The statute defines "public body" to include boards of publicly operated utilities and "any committee or subcommittee" of such boards when the body has policy-making, advisory, or administrative functions. In practice, that means SWBNO standing committees (and committee subgroups created by the Board) must assume the Open Meetings Law applies whenever the committee meets and a quorum is present.

"Meeting" includes receiving information

The safe way to add an item during the meeting: unanimous approval + public comment

Even though the agenda cannot be changed within 24 hours, the statute expressly allows a public body to “take up a matter not on the agenda” only if there is unanimous approval of the members present.

The motion must:

Identify the matter with reasonable specificity and state the purpose for adding it, and it must be entered into the minutes.

Provide an opportunity for public comment on the motion before the vote to take it up.

Not be used as a subterfuge to defeat the law’s purposes.

The Louisiana Legislative Auditor further explains that the unanimous standard to add an item during the meeting cannot be reduced by ordinance/policy and cites La. Atty. Gen. Op. No. 15-0122 (year-coded “15”) for that principle.

Limits on “discussion only” when an item is not on the agenda

The law’s key trigger is not just “votes”; it is public notice of what will be discussed and decided. If a chair allows a committee to engage in substantive deliberation on a non-agenda topic, it can undermine the notice purpose even if no vote occurs.

Conservative, board-protective practice:

If it is not on the agenda and directors want substantive discussion, do the unanimous “take up” motion (with public comment) or defer to a later meeting with proper notice.

If the committee simply wants to flag a future topic (“We’d like staff to bring a proposal next month”), do not deliberate merits; keep it to scheduling/coordination and place the item on a future agenda. This avoids the appearance of decision-making outside noticed topics and aligns with the law’s liberal construction toward transparency.

Executive session rules that matter most for committees

The gate: two-thirds vote + recorded reason + no final action

A public body may enter executive session only upon an affirmative vote at an open meeting (properly noticed under R.S. 42:19) of two-thirds of the members present. The vote of each member and the reason for the executive session must be recorded in the minutes. No “final or binding action” may be taken during executive session.

Authorized topics are limited and specific

For most public utility board contexts, the most relevant statutory bases are:

Personnel character/professional competence/health discussions, but only if the person is provided written notice at least 24 hours in advance (excluding weekends/holidays) and the person may require the discussion to be held in open session.

with executive-session provisions; if the body has a website, it must post minutes and keep them posted at least three months (with additional timing rules tied to official journal publication).

While the statute focuses on minutes of the open meeting, Attorney General guidance commonly cited in official training materials states that minutes from a properly conducted executive session may be treated as confidential and not required to be disclosed under public records law in certain contexts (La. Atty. Gen. Op. No. 09-0048, summarized in official legislative training materials).

Safe phrasing templates, common pitfalls, and mitigation steps

Safe phrasing templates for chairs

Agenda addition (unanimous “take up” motion)

“Members, this item was not on the posted agenda. If the committee wishes to take it up today, we must do so by unanimous approval of the members present. The motion must identify the item and the purpose for adding it, and we will allow public comment on the motion before voting.”

Suggested motion language:

“I move that the committee take up [specific item] for the purpose of [purpose].”

Discussion-only (when item *is* on the agenda)

“This item is posted for discussion today. We are not taking action at this meeting; any proposed action will be brought back on a future agenda for a vote.” (This is safest when the agenda item itself signals “discussion.”)

Course correction when discussion drifts into decision-making on a non-agenda topic

“I want to pause. This level of deliberation is moving into business that is not on today’s agenda. To protect public notice and our process, we will either (a) take up the item by unanimous vote with public comment, or (b) place it on a future agenda for full discussion and any action.”

Executive session entry

“If there is a motion, the motion must state the statutory reason for executive session. A two-thirds vote of members present is required, and we will record each member’s vote and the reason in the minutes.”

Return from executive session

“We are back in open session. Any action must be stated clearly in the motion and voted on in open session, with public comment before the vote.”

Common pitfalls that create legal and reputational risk

Walking quorums and serial communications

Polling members by email/text/phone or using serial conversations to build consensus outside a noticed meeting is a classic Open Meetings Law risk. Louisiana AG guidance treats “polling” (even if not called a poll) as prohibited circumvention.

Informal “votes” and “shows of hands”

Votes must be viva voce and recorded; AG guidance (as summarized by the Legislative Auditor) says a show of hands alone does not satisfy viva voce. Mitigation: chairs call for “aye/no” or roll-call voice votes, or use electronic machines that visibly record each member’s vote if available.

Agenda vagueness

Vague agenda labels (“other business,” “updates,” “discussion”) can be attacked as insufficient notice.

Chair checklist

Before the meeting

Confirm quorum math for your committee.

Confirm agenda posted timely (and not revised within the 24-hour window).

Confirm public comment rules and where comment fits before action items.

Confirm any executive session prerequisites (employee notice; litigation statement attachments).

During the meeting

Announce that votes will be viva voce and recorded.

If a new issue arises: either defer, or do unanimous "take up" + public comment + record in minutes.

For executive session: move, state reason, record each vote, obtain 2/3 of members present, and take no final action while closed.

Upon return: state the action clearly; allow public comment; vote in open session.

After the meeting

Ensure minutes capture: attendance, actions, vote records, executive session vote + reason, and any "take up" additions with purpose.

Post minutes on the website for at least three months (and follow timing rules tied to official journal publication if applicable).

SWBNO Committee Meetings: Safe Moves + Safe Phrases

Three "always" rules

Always notice + agenda when a quorum will receive information or deliberate.

Always vote by voice (viva voce) and record votes.

Always take final action in open session.

If it's not on the agenda

Option A: "We will place this on a future agenda."

Option B: "Motion to take up [item] for [purpose]" → public comment on motion → unanimous vote.

Executive session script

"I move we enter executive session under R.S. 42:17(A)(—) for

[reason]."

Chair: "We need a 2/3 vote of members present; record each vote and the reason in the minutes."

Coming out of executive session

"We are back in open session. The motion is: [specific action]. Public comment is now open."

Red flags

"Reply-all" debate among a quorum → stop; move discussion to the meeting.

"Show of hands vote" → convert to voice vote / roll call.

"Let's decide at lunch" with a quorum → don't; that's likely a violation risk.

Agenda Amendment → Discussion → Formal Action (Louisiana OML)

