

# KEVIN H. JOHNSON

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January 16, 2023

By email and by mail

Board of Commissioners  
Southside Economic Development District  
1711 Arizona Street  
Monroe, LA 71202

RE: votes taken on January 9, 2023

To The Board of Commissioners:

I am writing to you to give an opinion regarding the following two issues:

Issue No. 1

Whether the actions taken by the board on January 9, 2023 were valid by having a lawful quorum to vote on any actions taken on that date?

Yes.

Issue No. 2

Whether Karl Dhaliwal was still a member of the board of commissioners on January 9, 2023?

Yes.

The Board of Commissioners for the Southside Economic Development District (hereinafter "SEDD") has seven members. La. R.S. 33:2740.51(D)(1). Four commissioners of the board constitutes a majority of the board. Specifically, a majority of the members of the board shall constitute a quorum for the transaction of business. La. R.S. 33:2740.51(E)(4). Board members present on January 9, 2023 were as follows: Tony Little, Otis Jones, Roosevelt Wright and Karl Dhaliwal.

Mr. Dhaliwal was appointed by the Monroe Chamber of Commerce approximately one and a half years ago. The Monroe Chamber of Commerce has a right to appoint one member of the seven members of the board of commissioners for the SEDD by virtue of La. R.S. 33:2740.51(D)(1)(c). In addition, the terms of the board [members] shall be three years. La. R.S. 33:2740.51(D)(2)(a). The term of commissioners commences on their

appointment date. *Bylaws of the Southside Economic Development District, Article III, Board of Commissioners, § 3.4 Terms.*

An allegation was made on or about January 9, 2023 by a member of the Monroe Chamber of Commerce that Mr. Dhaliwal no longer represented the chamber on SEDD. Further, an allegation was made on or about January 6, 2023 that Mr. Dhaliwal had resigned his appointment on that date.

The term of a member of the board of commissioners shall be three years. La. R.S. 33:2740.51(D)(2)(a). Upon expiration of a term of office, the successor shall be appointed in accordance with the procedures outlined in La. R.S. 33:2740.51(D)(1). Any vacancy which occurs prior to the expiration of the term for which a member of the board has been appointed shall be filled by appointment in the same manner as the original appointment for the unexpired term. La. R.S. 33:2740.51(D)(2)(b).

The bylaws of the SEDD lay out the rules and regulations for conducting its business and affairs. La. R.S. 33:2740.51(E)(3). Any commissioner may resign at any time by giving written notice to the Chairman or Secretary. *Bylaws of the Southside Economic Development District, Article III, Board of Commissioners, § 3.5 Resignation.*

Mr. Dhaliwal did not resign his position as a member of the board. He still had approximately one and a half years left on his term as of January 9, 2023. Also, he has not submitted a resignation letter to the Chairman of the Board, Tony Little, or to the Secretary of the Board, Roosevelt Wright, Jr. Further, Mr. Dhaliwal stated on the record at the January 9, 2023 meeting that he did not intend to resign his position. In addition, although Mr. Dhaliwal is not required to submit his resignation letter to anyone but the chairman of the board or the secretary of the board, he has not submitted a resignation letter to any official of the SEDD Board, the Monroe City Council or the Monroe Chamber of Commerce.

As a result, Mr. Dhaliwal was and is a legal member of the board of commissioners. Even more, any votes taken by the board on Monday, January 9, 2023 were taken by a legal quorum and lawfully constituted board.

Sincerely,

  
Kevin H. Johnson