

MINUTES OF THE **ST. BERNARD PARISH HOSPITAL SERVICE DISTRICT MEETING** HELD ON **WEDNESDAY, AUGUST 12, 2009 AT SEVEN (7:00) P.M.** IN ST BERNARD PARISH COUNCIL CHAMBERS, LOCATED AT 8201 WEST JUDGE PEREZ DRIVE, CHALMETTE, LOUISIANA

The Hospital Service District met on Wednesday, August 12, 2009 in the St. Bernard Parish Council Chambers pursuant to notice given to each member and posted in the manner required by law.

The Chairman, Mr. Landry, convened the meeting at 7:08 p.m. and continued with calling the roll.

There were present: Mr. Wayne J. Landry (Chairman), Mr. George Cavnac, Mr. Ron Chapman, Mr. James DiFatta, and Mr. Daniel Dysart

There were absent: NONE

Also present were: Dr. Brian Bertucci, Dr. Paul Verrette Advisors to the HSD, Kendall Magee and Phil Wendling from Hammes Co.

Dr. Bertucci delivered the invocation.

On recommendation of the Chairman, Mr. Landry a moment of silence was observed in prayer for Dr. Bertucci's mother Shirley Lee Johnson Bertucci, who recently passed away.

Mr. Chapman led the pledge of Allegiance.

#1

On motion of Mr. Dysart, seconded by Mr. Chapman, it was moved to approve the minutes of the 7/29/2009 HSD meeting.

The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Cavnac, Chapman, DiFatta, Dysart

NAYS: NONE

ABSENT: NONE

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The Chairman, Mr. Landry, cast his vote as **YEA**

And the motion was declared **ADOPTED** on the 12th day of August, 2009.

#2

On motion of Mr. Dysart, seconded by Mr. Cavnignac, it was moved to have the Hammes Co. provide an update on the re-subdivision efforts.

Phil Wendling, Hammes Co., stated that he would be collecting the site survey, the titles to the land, and letters from St. Bernard Water and Sewerage, and St. Bernard department of Public Works. Mr. Wendling said that he would pay the fees and submit them as a reimbursable expense. These items will be necessary to be on the Planning Commission docket for September. Mr. Dysart offered assistance as necessary, and the Chairman, Mr. Landry pointed out that two critical items needed to be delivered to the office of community development to remain on the agenda for September, those items being the survey to the land, and the letters of no objection from the surrounding land owners, namely the Meraux Foundation.

No action necessary.

#3

On motion of Mr. Dysart, seconded by Mr. Cavnignac, it was moved to discuss payments of HSD advertisements.

Mr. Magee offered to donate the past costs of advertisements and have the HSD begin paying the costs of all future advertisements.

On motion of Mr. Dysart, seconded by Mr. DiFatta, it was moved to reimburse Mr. Magee for invoices submitted for past expenses, and to pay future advertisements out of the \$600,000 account held by St. Bernard Parish Government.

The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Cavnignac, Chapman, DiFatta, Dysart

NAYS: NONE

ABSENT: NONE

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The Chairman, Mr. Landry, cast his vote as **YEA**

And the motion was declared **ADOPTED** on the 12th day of August, 2009.

The Chairman, Mr. Landry without objection was allowed to suspend the rules and discuss item #5 on the agenda prior to item #4, since item #5 was erroneously read first. Therefore the computer voting record shall reflect that these two items are out of sequence.

#4

On motion of Mr. DiFatta, seconded by Mr. Cavnac, it was moved to approve the issuance of the CPA/Auditor RFQ.

Mr. Magee pointed out that it was not for accounting bookkeeping, but was in fact for an auditor.

Mr. DiFatta stated it was for the annual audit to comply with the revised statutes.

Mr. Cavnac wanted to make it clear that the price and terms would be approved by the legislative auditor. Mr. Magee said that after contract award, the letter of engagement would be forwarded to the legislative auditor to ensure compliance.

The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Cavnac, Chapman, DiFatta, Dysart

NAYS: NONE

ABSENT: NONE

The Chairman, Mr. Landry, cast his vote as **YEA**

And the motion was declared **ADOPTED** on the 12th day of August, 2009.

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#5

On motion of Mr. Cavnac, seconded by Mr. DiFatta, it was moved to approve the issuance of the NMTC RFQ for advertisement.

Mr. Cavnac suggested adding the sentence on the limit of engagement to be when the transaction is complete, but to put a time limit on it as suggested by Mr. Magee and suggested 12 months for purposes of sending out the RFQ.

Mr. DiFatta asked about negotiating the contract, and Mr. Magee suggested that once it was decided on who the best respondent was, then the fees may be negotiated.

The Chairman, Mr. Landry pointed out the importance of the successful responder's ability to work closely with the St. Bernard Port board that actually issues the NMTC's.

Mr. DiFatta pointed out that it is not the St. Bernard Port, rather the St. Bernard Redevelopment, LLC is the sponsor of allocating the NMTC with a COE with the St. Bernard Government.

On motion of Mr. Cavnac, seconded by Mr. Chapman, it was moved to approve advertising the RFQ for NMTC's with the condition that adjusting the dates, and including the language regarding the limit of engagement would be included.

The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Cavnac, Chapman, DiFatta, Dysart

NAYS: NONE

ABSENT: NONE

The Chairman, Mr. Landry, cast his vote as **YEA**

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And the motion was declared **ADOPTED** on the 12th day of August, 2009.

#6

On motion of Mr. DiFatta, seconded by Mr. Cavnignac, it was moved to discuss the CEA for the CDBG funds and pass a resolution regarding same.

Mr. DiFatta expressed desire to send resolution to council asking for a new CEA to reflect the adjustment from 25 to 35 million and have the time lines adjusted in the CEA.

The Chairman, Mr. Landry advised that in the EFC today, he discussed this matter with the Parish President, Taffaro, and he was in agreement to work on the CEA as soon as possible. Further, the board was asked if all the other language in the CEA was acceptable and everyone was satisfied.

The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Cavnignac, Chapman, DiFatta, Dysart

NAYS: NONE

ABSENT: NONE

The Chairman, Mr. Landry, cast his vote as **YEA**

And the motion was declared **ADOPTED** on the 12th day of August, 2009.

#7

On motion of Mr. DiFatta, seconded by Mr. Cavnignac, it was moved to approve the preparation of a RFQ for a healthcare attorney for the HSD.

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Mr. DiFatta advised that he felt an attorney knowledgeable in healthcare matters should be explored, and has had conversations with other attorney(s) who have healthcare experience, and said he that a recent conversation had enlightened him on the need for a healthcare attorney. Further, that he wanted to obtain a healthcare attorney who was experienced representing a HSD, and that current counsel has no experience in this matter. He did not want to jeopardize the current land transactions but he had an eye opening experience speaking with other attorneys.

Mr. Dysart spoke in objection to the idea of advertising and noted that an attorney was recently acquired as a result of a recent RFQ. Further, Mr. Dysart said that he felt that putting this information out that the board would have no credibility and that the board is going backwards instead of forward. Mr. Dysart said it was absurd to do and that he was completely and totally against this. From a standpoint of being a board member, he did not want to change a contract that was already accepted and voted on; to change now presents a problem. Further he said that would give the board complete and total lack of credibility and that if he was someone applying to this board after hearing this no way would he do so. Mr. Dysart stated that healthcare reimbursement was not considered at the time of engagement with the Frilot group; rather, what was wanted was someone to lead the HSD through the process of the RFP's and RFQ's.

Mr. Magee recommended that Mr. Frilot investigate various firms and co-ordinate and bring specialist under the Frilot umbrella and keep this under the purview of general counsel.

Mr. Chapman stated that current counsel hasn't failed the HSD and was confused as to why we would entertain this motion. Further, he said that the opportunity was there for others to apply and that if he were the Frilot firm and heard this, he would resign.

Mr. Cavnac stated that he did not see a problem in obtaining an attorney who specialized in healthcare matters to help guide the HSD in the right direction. He did not see the harm in seeing what the options were with regard to the healthcare attorneys.

Dr. Bertucci, stated that he felt that Mr. DiFatta should meet with healthcare attorneys and write out specifically the topics that we need to address, and then present the list to the Frilot group and ask if they could perform all the tasks.

The Chairman, Mr. Landry said that he did not know what the depth of the Frilot organization was and he would like to have conversations with the Frilot group to determine their healthcare experience/depth, and that he did not want the members of the board taking the position that an idea would cause credibility issues of the board. Due to the changing healthcare reimbursement methodologies, he felt that it would be important to secure the services of a healthcare specific attorney. Further he stated that he would be in favor of preparing the RFQ but may even vote against issuing same depending on his conversations with the Frilot attorney.

On motion of Mr. Dysart, seconded by Mr. Chapman, it was moved to table this item.

The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

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YEAS: Chapman, Dysart

NAYS: Cavnignac, DiFatta

ABSENT: NONE

The Chairman, Mr. Landry, cast his vote as **NAY**

And the motion to table **FAILED** on the 12th day of August, 2009.

Discussion continued.

The Chairman, Mr. Landry brought the issue on the floor to a vote after stating the he wanted to meet with the Frilot group to determine whether or not they possessed healthcare experience.

The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Cavnignac, DiFatta,

NAYS: Chapman, Dysart

ABSENT: NONE

The Chairman, Mr. Landry, cast his vote as **YEA**

And the motion was declared **ADOPTED** on the 12th day of August, 2009.

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#8

On motion of Mr. DiFatta, seconded by Mr. Cavnignac, it was moved to hear an update on the project by the Hammes Co.

Mr. Wendling said that a few rooms were moved around in the stacking plan and that the plans were about 5,000 square feet too much to keep in budget. He expects the draft survey this week, and is working on subdivision documents. The traffic study should be complete by end of August. Schematic design meeting will occur again next week. Wants Finance committee to monitor budget numbers.

No Action Necessary

#9

On motion of Mr. Cavnignac, seconded by Mr. DiFatta, it was moved to approve assembly of the workgroups.

Mr. Wendling said the names had to be put in the slots for the Finance and Facilities committees.

The Chairman, Mr. Landry advised that Mr. Ginart and Mr. Henderson would be sitting in on the Facilities committee and Mr. Henderson would sit in on the Finance committee.

Mr. Dysart said that the membership did not have to be made up of members from the group identified; rather, he said that the recommendation comes from the groups identified; saying that the council appoints the members, Mr. Magee appoints the CDBG member etc. Mr. Dysart then said that the only members that the HSD was responsible to appoint were two members to the Finance and Facilities committees and that all the other workgroups were the responsibility of the Hammes Co.

Mr. DiFatta agreed and wanted to move forward with the members that the HSD is responsible to appoint.

On motion of Mr. DiFatta, seconded by Mr. Cavnignac, it was moved to affirm Mr. DiFatta as a member of the Finance committee.

The Chairman, Mr. Landry, asked if any members had any other recommendations for the Finance Committee and Mr. Dysart offered the name of Steve Kissee. Mr. Landry then called for a vote on Mr. DiFatta.

Prior to the vote Mr. DiFatta announced he would be abstaining.

The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Cavnignac, Chapman, Dysart

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NAYS: NONE

ABSENT: NONE

ABSTAIN: DiFatta

The Chairman, Mr. Landry, cast his vote as **YEA**

And the motion was declared **ADOPTED** on the 12th day of August, 2009.

The Chairman, Mr. Landry, prior to calling for the vote on Mr. Kissee, asked if there were any more nominations and Mr. DiFatta offered Mr. Cavnignac as a candidate.

The Chairman then called for a vote on the nomination of Mr. Kissee.

The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Chapman, Dysart

NAYS: Cavnignac, DiFatta

ABSENT: NONE

The Chairman, Mr. Landry, cast his vote as **NAY**

And the nomination **FAILED** on the 12th day of August, 2009.

The Chairman, Mr. Landry, then called for the vote on the nomination of Mr. Cavnignac.

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The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Cavnac, DiFatta,

NAYS: Dysart

ABSTAIN: Chapman

ABSENT: NONE

The Chairman, Mr. Landry, cast his vote as **YEA**

And the nomination was declared **ADOPTED** on the 12th day of August, 2009.

The Chairman, Mr. Landry, then asked for nominations to the Facilities Planning Committee/Construction Committee.

Mr. Cavnac nominated Wayne J. Landry for this committee.

The Chairman, Mr. Landry, announced he would be abstaining from the vote.

The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Cavnac, Chapman, DiFatta,

NAYS: NONE

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ABSENT: Dysart

The Chairman, Mr. Landry, **ABSTAINED** from the vote.

And the nomination was declared **ADOPTED** on the 12th day of August, 2009.

Mr. Wendling was instructed to get the names from the medical community for the remaining appointments to the respective committees.

Mr. Magee was asked to send something in writing appointing himself to the committee.

At 8:31 p.m. Mr. Dysart departed the meeting and the corrected voting records from that time to the end of the meeting are to read absent as opposed to a no vote. The Chairman, Mr. Landry, was unaware that Mr. Dysart had permanently departed the meeting thus did not correct the computer attendance log until after the meeting.

#10

On motion of Mr. DiFatta, seconded by Mr. Chapman, it was moved to approve the preparation of a RFP for an Independent Construction Cost Estimator.

The Chairman, Mr. Landry, asked Mr. Wendling if this item was included in the budget, and he affirmed; then Mr. Magee was asked if approved of this item, and he affirmed.

The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Chapman, DiFatta,

NAYS: NONE

ABSENT: Dysart

DID NOT VOTE: Cavignac

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The Chairman, Mr. Landry, cast his vote as **YEA**

And the motion was declared **ADOPTED** on the 12th day of August, 2009.

#11

On motion of Mr. DiFatta, seconded by Mr. Chapman, it was moved to approve the preparation of a RFP for an Exterior Envelop Consultant.

The Chairman, Mr. Landry, asked Mr. Wendling if this item was included in the budget, and he affirmed; then Mr. Magee was asked if approved of this item, and he affirmed.

Mr. Cavnac indicated that he felt we may be better served by having a maintenance manager given our budget constraints.

The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Cavnac, Chapman, DiFatta,

NAYS: NONE

ABSENT: Dysart

The Chairman, Mr. Landry, cast his vote as **YEA**

And the motion was declared **ADOPTED** on the 12th day of August, 2009.

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#12

On motion of Mr. Chapman, seconded by Mr. Cavnac, it was moved to approve the preparation of a RFP for a Commissioning Consultant.

The Chairman, Mr. Landry, asked Mr. Wendling if this item was included in the budget, and he affirmed; then Mr. Magee was asked if approved of this item, and he affirmed.

The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Cavnac, Chapman, DiFatta

NAYS: NONE

ABSENT: Dysart

The Chairman, Mr. Landry, cast his vote as **YEA**

And the motion was declared **ADOPTED** on the 12th day of August, 2009.

#13

On motion of Mr. Chapman, seconded by Mr. DiFatta, it was moved to discuss and approve obtaining a Web address for the HSD.

Mr. Chapman said it would be important for the public and for the members to have minutes in the web site.

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The Chairman, Mr. Landry, asked for clarification of his authority to secure a domain name for the web site. The consensus of the discussion and the subsequent vote was to authorize the Chairman, Mr. Landry, to secure a domain name, preferably StBHSD. Further, if the name is not available then the Chairman, Mr. Landry, would then confer with the members prior to securing a domain under a different name.

On motion of Mr. Chapman, seconded jointly by Mr. DiFatta and Mr. Cavnac, it was moved to authorize the Chairman, Mr. Landry to secure a domain name that the HSD would own.

The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Cavignac, Chapman, DiFatta

NAYS: NONE

ABSENT: Dysart

The Chairman, Mr. Landry, cast his vote as **YEA**

And the motion was declared **ADOPTED** on the 12th day of August, 2009.

#14

On motion of Mr. DiFatta, seconded by Mr. Chapman, it was moved to discuss old business.

The Chairman, Mr. Landry asked for authorization to sign the cost price detail summary for GSP and Hammes Co.

Mr. Magee confirmed that these documents are to confirm the contracts that were signed with the Hammes Co., and GSP.

Mr. DiFatta asked Mr. Wendling if he would confirm that the dollar amounts on these documents were accurate and in correlation to the amounts in the developmental budget. Mr. Wendling affirmed.

On motion of Mr. DiFatta, seconded by Mr. Cavnac, it was moved to authorize the Chairman, Mr. Landry to execute the cost price detail summary for GSP and Hammes Co.

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The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Cavnac, Chapman, DiFatta*

NAYS: NONE

ABSENT: Dysart

The Chairman, Mr. Landry, cast his vote as **YEA**

And the motion was declared **ADOPTED** on the 12th day of August, 2009.

*The computer voting record should reflect that Mr. DiFatta's vote was recorded as YEA

Further old business was discussed.

Mr. Magee presented the Environ Contract to be signed for \$12,500.

On motion of Mr. Chapman, seconded by Mr. Cavnac, it was moved to authorize the Chairman, Mr. Landry, to sign the Environ contract and the cost price detail summary when it becomes available.

The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Cavnac, Chapman*, DiFatta

NAYS: NONE

ABSENT: Dysart

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The Chairman, Mr. Landry, cast his vote as **YEA**

And the motion was declared **ADOPTED** on the 12th day of August, 2009.

*The computer voting record should reflect that Mr. Chapman's vote was recorded as YEA

Further old business was discussed.

Mr. Magee discussed the protocol for invoice processing and requested that the invoices be sent to Mandy Hair in his office. Further, Mr. Magee indicated that the State may not allow the 10%+ provision in the contracts for reimbursing of expenses to any contracts. Also, he asked for the signature for request for payment in the amount \$119,139.29. This RFP is for GSP in the amount of \$59,753.61 and Hammes Co. in the amount of \$11,771.59, \$26,630.56 and \$20,983.53.

On motion of Mr. Cavnac, seconded by Mr. DiFatta it was moved to authorize the Chairman, Mr. Landry to sign the Request for Payment document totaling \$119,139.29

The above and foregoing having been submitted to a vote, the vote thereupon resulted as follows:

YEAS: Cavnac, Chapman, DiFatta

NAYS: NONE

ABSENT: Dysart

The Chairman, Mr. Landry, cast his vote as **YEA**

And the motion was declared **ADOPTED** on the 12th day of August, 2009.

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Discussing old business continued.

Mr. Magee indicated by October 4th the environmental study should be complete, and he expressed concern that there could be delays from Washington regarding the study.

Mr. Chapman mentioned that he is still compiling By-Law document samples.

Mr. Cavnac asked if Mr. Magee will get the NMTC RFP advertised right away, and that he will e-mail the changes mentioned to the NMTC documents to Mr. Magee.

Mr. Magee advised that he advertises these RFP/RFQ's in both the St. Bernard Voice and the Times Picayune.

Mr. DiFatta advised that he is still working with the USDA and following up on the status of our waiver application. Further, he said HIRSA representatives have asked that we consolidate the two forms of the HIRSA grants.

Public Comment:

Ms. Catherine Serpas inquired about the land donation status.

Mr. DiFatta discussed the land and advised that he gave Mr. Dysart the reasons of wanting the 20 year plan and the 20 year time line to coincide with that plan.

#15

On motion of Mr. DiFatta, seconded by Mr. Cavnac, it was moved to discuss New Business.

The Chairman, Mr. Landry, advised the board that the AFL-CIO had approached him regarding their intention to loan the HSD money, to be used for Health Care Construction and that the rates would be less than USDA rates. The loans would only be possible if the HSD would agree to PLA's with regard to the construction of the facilities.

Mr. Chad Lauga, confirmed that the AFL-CIO wanted to come to the table, and cautioned us that the Methodist project was also currently on the table.

New Business continued.

The Chairman, Mr. Landry, advised that a \$500.00 check for the repayment of the Gulf South Pipeline survey was received, and Mr. DiFatta accepted same and will deposit same into the HSD account.

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There being no further business for discussion, the Chairman, Mr. Landry declared the meeting adjourned at 9:19 p.m. on the 12th day of August, 2009.

Wayne J. Landry

Wayne J. Landry
Recording Secretary (Temporary)

Wayne J. Landry

Wayne J. Landry
Chairman