

MINUTES OF THE **ST. BERNARD PARISH HOSPITAL SERVICE DISTRICT MEETING HELD ON WEDNESDAY, AUGUST 26, 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 26, 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 7:07 p.m. and continued with calling the roll.

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

There were absent: NONE

Also present were: Dr. Paul Verrette, Advisor to the HSD, Phil Wendling and Tom Noble from Hammes Co.

Mr. Paul LaGarde delivered the invocation.

On recommendation of the Chairman, Mr. Landry, a moment of silence was observed in prayer for Eugene "Trip" Glanker, one of the lead architects who recently passed away.

Mr. Dysart led the Pledge of Allegiance.

#1

On motion of Mr. Cavignac, seconded by Mr. Dysart, it was moved to approve the minutes of the 8/12/2009 HSD meeting.

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

**YEAS:** Cavignac, Chapman, DiFatta, Dysart

**NAYS:** NONE

**ABSENT:** NONE

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

And the motion was declared **ADOPTED** on the 26th day of August, 2009.

#2

On motion of Mr. Dysart, seconded by Mr. DiFatta, it was moved to approve the GSP July invoice in the amount of \$61,082.44.

Mr. DiFatta, Treasurer, acknowledged that he had looked through the back up information for the GSP July invoice and that he was satisfied that it was in order for approval.

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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 26th day of August, 2009.

#3

On motion of Mr. Cavnac, seconded by Mr. DiFatta, it was moved to authorize the HSD Chairman to sign the CEA amendment.

Mr. DiFatta expressed concern with the language pertaining to "gratuitous type of transaction" and further said that his appreciation is that the Parish is not expecting to be repaid, rather it was language necessary for the transaction.

Mr. Chapman echoed the same comments and feelings regarding the same. Further Mr. Chapman indicated that he felt the word gratuitous meant that we could not just do what we want with the money; rather we had to use it to build a hospital.

Mr. Dysart indicated that the same language was on the original CEA document and that he did not think it would be a problem and he understands that the only real change is that the CEA is changing from 25 to 35 million.

Mr. Cavnac said that we did not need to rush and if we wanted to get clarity we could do so.

The Chairman, Mr. Landry indicated that he further appreciated the same sentiment as Mr. Dysart and Mr. Chapman and Mr. DiFatta, and that for the record, his understanding was that the HSD is not expected to give the money back and like Mr. Chapman, he felt that the wording was to ensure that the money would be used to build a hospital and not anything else.

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

**YEAS:** Cavnac, Chapman, DiFatta, Dysart

**NAYS:** NONE

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**ABSENT:** NONE

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

And the motion was declared **ADOPTED** on the 26th day of August, 2009.

#4

On motion of Mr. DiFatta, seconded by Mr. Cavignac, it was moved to authorize the HSD Chairman to acquire the domain name for the HSD as "STBHSD.com"

Mr. Chapman said that he would prefer .gov or .org instead of .com since .com indicated commercial.

The Chairman, Mr. Landry advised the board that ST. Bernard Parish government uses .net

Mr. Chapman said that he wanted to be consistent with parish government.

On substitute motion of Mr. Chapman, seconded by Mr. Cavignac it was moved to authorize the Chairman to acquire "Stbhsd.net" as the official domain name for the HSD for 3 years.

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

**YEAS:** Cavignac, Chapman, DiFatta, Dysart

**NAYS:** NONE

**ABSENT:** NONE

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

And the motion was declared **ADOPTED** on the 26th day of August, 2009.

#5

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

Mr. Wendling said that he had site plan and topographical plan from the surveyor, and that Mr. Dysart was assisting him with regard to the re-subdivision. He has met with public works staff for the Parish, and that the surveyor needs to add the tracts for the lot, and there was a previous subdivision for an oil well that needed to be added on the survey. He thinks he can finalize collecting all the data by the end of the week. The application for the Meraux Foundation is prepared and ready to submit when the data above is collected. He further said that on September 22, 2009, the item is on the planning commission docket for approval. Final report for soils for the structural engineer should be complete within a week. The wetlands mitigation "FONZI" is the next step to get the CDBG monies moved to our account. We are about a month away for the mitigation to actually occur.

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Mr. Wendling further said that the designs schematic will be ready on Friday, August 28, 2009 with options and alternates to be priced out to determine an initial construction price. He said the preliminary equipment list has been prepared.

Mr. Cavnac asked about the elevator location in relation to the ICU unit. Mr. Wendling said that they were working on that issue. Mr. Cavnac was concerned about the route from the elevator to the ICU for emergency transfers.

Mr. Chapman asked about the impact of the death of "Trip" Glanker delaying the project. Mr. Wendling answered that he felt as if there was enough depth in GSP to be able to handle it, but there will be a short term drop off. Mr. Chapman then asked about the title search and asked if Mr. Wendling needed a motion for the title search.

Mr. DiFatta asked Mr. Wendling to explain how the environmental process was affected by the "FONZI" Mr. Wendling said that the FONZI has to go to a public hearing and at the end of those 30 days, you must report to the LRA that any issues that were brought up, you must satisfy those concerns, and write a letter of no harm to public areas to the LRA then two weeks later, if the LRA doesn't object, then the entire CDBG funds become available for our use.

Mr. DiFatta asked about the topographical survey and the elevations of the site above sea level for the impact on the design process.

Mr. Wendling has the legal description and will send it to the Frilot group for the title search to begin.

On motion of Mr. Chapman, seconded by Mr. Dysart, it was moved to allow the Frilot group to begin the title search work.

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 26th day of August, 2009.

#6

On motion of Mr. Cavnac, seconded by Mr. Chapman, it was moved to discuss the committees and plans for their involvement.

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Mr. Wendling advised that he is moving forward with the committees and that he will begin moving forward with those workgroups. Orientation meetings will take place on the design schematics with the groups to bring them up to speed.

The Chairman, Mr. Landry advised Mr. Wendling to not waste any time in beginning work with those committees so that the members don't lose interest in participation.

No action necessary.

#7

On motion of Mr. DiFatta, seconded by Mr. Cavnignac, it was moved to approve the issuance of Healthcare Attorney RFQ.

Mr. DiFatta advised that he felt an attorney knowledgeable in healthcare matters should be explored, and that in all matters relative to healthcare issues, he wanted to secure the services of a specialist in this area. He felt like we already have general counsel but needed a specialist.

Mr. Chapman wondered if we should meet with the Frilot firm to decide if we should have the Frilot group retain the specialist and work through them. Further, Mr. Chapman questioned whether or not it was necessary at this time to do so.

The Chairman, Mr. Landry said that he had a conversation with Mr. Mole from the Frilot group and that Mr. Mole indicated that he had no problem with us securing the specialized services of a healthcare attorney. Further, he stated that he did not think it would be a good idea to use the eventual manager's attorneys, because if we were in an adversarial position with the managers in the future that he did not want a conflict to arise out of sharing those attorneys. Mr. Landry then advised the board that Mr. Mole was in agreement with those sentiments.

Mr. Dysart said that he did not see anywhere in the RFQ the wording of specialist, and he was concerned that we were not properly advertising.

Mr. Cavnignac advised that the copy of the RFQ that was in front of the board was erroneously placed in the packet, and that there was specific language in the corrected version. Mr. Cavnignac then read from the corrected version the changes, including the grading scale changes.

Mr. Cavnignac said that scope of work item A will read "special counsel to the HSD" and not general  
Item B(a) reads "special legal advice as pertains to healthcare issues"  
Item D(a) reads "knowledge and experience in the interpretation of the special laws as they relate to rural hospital service districts and hospital operations/finances.

The ranking changed to reflect the above with 35 and 20 for A and B respectively. Item C and E ranking was scratched because we have general counsel. Item F was also scratched.

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On motion of Mr. DiFatta, seconded by Mr. Cavnignac, it was moved to approve the issuance of the Healthcare attorney RFQ with the amendments which Mr. Cavnignac read above.

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

**YEAS:** Cavnignac, Chapman, DiFatta,

**NAYS:** Dysart

**ABSENT:** NONE

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

And the motion was declared **ADOPTED** on the 26th day of August, 2009.

#8

On motion of Mr. DiFatta, seconded by Mr. Cavnignac, it was moved to approve the issuance of the Independent Construction Cost Estimator RFP

Mr. Dysart said that he was concerned about hiring another consultant and asked for the cost of this consultant. He further stated that he was concerned that there was duplicity in this area.

Mr. Cavnignac said that we can't go back and get more money like the parish can on FEMA projects.

Mr. Chapman expressed the concerns of the consultants being bonded.

Mr. Wendling said that these consultants will be invaluable in terms of ensuring that the project cost will come in at what the estimations will be.

Mr. DiFatta said that felt that the independent estimator will help keep the A&E in line with the designs and estimations of cost and feasibility and should help us to keep within the budget threshold.

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

**YEAS:** Cavnignac, Chapman, DiFatta

**NAYS:** Dysart

**ABSENT:** NONE

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

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And the motion was declared **ADOPTED** on the 26th day of August, 2009.

#9

On motion of Mr. Cavnac, seconded by Mr. DiFatta, it was moved to approve the issuance of Exterior Envelop Consultant RFP.

The Chairman, Mr. Landry, advised asked Mr. Wendling if it was in the budget and how much did Mr. Wendling think it would cost. Mr. Wendling answered approximately \$25,000 for both questions. Mr. Wendling was then asked to explain what the Envelop Consultant would do.

Mr. Wendling said that they would come out in the field, and would do a model mockup of the building and train the contractor on the appropriate way to assemble certain segments of the project.

Mr. Dysart asked Mr. Wendling to explain the level of expertise a respondent would have, and questioned if their expertise was any greater than that of the A&E team.

Mr. Wendling said that they specialize in this area as opposed to a general engineer. Mr. Wendling then advised that most engineers are not specialists in this area.

Mr. Chapman said that he felt that we were hiring people to keep the people we already hired under observation to ensure they perform properly. Mr. Wendling agreed. He also asked when the consultants would get engaged, and Mr. Wendling said they would be engaged in the middle of the design.

Mr. DiFatta said that the school board also had problems with moisture where classes were interrupted and did not want to see that happen to the hospital.

Dr. Paul Verrette asked if the consultant would be responsible for the quality of the work. He further stated that the former hospital had these problems and he did not want to see the new hospital have these problems and that he supported this consultant.

Mr. Wendling said that these consultants carry insurance.

Public comment from Ms. Jeanne LaGarde spoke in favor of it and noted that the council chambers had moisture intrusion problems which may have been avoided if such a consultant would have been used.

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 26th day of August, 2009.

#10

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

Mr. Wendling said they will make sure systems are not over or under designed. Further he stated that this consultant will make sure that the efficiency of the systems and balancing thereof are proper. Not just for HVAC, but for pumps, water and valves, everything except medical gas systems.

The Chairman, Mr. Landry asked if this was in the budget, and how much would this cost. Mr. Wendling said it was in the budget for approximately \$175,000 and that it would probably cost the same. Mr. Landry asked why we need this. Mr. Wendling said it was to make sure that the system can achieve maximum performance.

Mr. Cavnac asked Mr. Wendling what was the cost benefit of using this type of consultant. Mr. Wendling said usually they will pay for themselves.

Mr. Noble said there are also long term operational cost controls that will produce benefits also in addition to the installation cost savings.

Mr. DiFatta said that we could use this in phases and we could pick and choose which phase we would proceed with. Mr. DiFatta said we are only committing to the first phase.

Mr. Wendling said that the breakdown will identify the fee for each service, and that decisions can be made on which services we may pick.

The Chairman, Mr. Landry, asked if the RFP was simply to give a selection of services so that the HSD may pick and choose, and Mr. Wendling and Mr. Noble both said yes.

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

**YEAS:** Cavnac, Chapman, DiFatta

**NAYS:** Dysart

**ABSENT:** NONE

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

And the motion was declared **ADOPTED** on the 26th day of August, 2009.

(#14)

The Chairman, Mr. Landry without objection suspended the rules and moved item #14 of the agenda up to the present time.

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On motion of Mr. DiFatta, seconded by Mr. Cavnignac, it was moved to recognize Carrie Beth Lasley with CHART to discuss pre-disaster mitigation.

Ms. Lasley then informed the HSD about the grant program available to provide for pre-disaster mitigation. She further said that the base elevation of about 8 feet will be what the hospital would have to protect against. She then committed to work with Mr. DiFatta, Treasurer on the submission of grants to participate in the pre-disaster mitigation program. She said flood barriers such as a flood wall could be used. Other barriers such as water balloons around the perimeter of the hospital could be utilized, as well as dry flood proofing, involving sealing off the facility and making it water tight. Waterproof materials for construction of the first floor may also be utilized for this. She recommended at least having a shelf plan for this mitigation in the future.

Ms. Lasley informed the HSD that 3 people from CHART were in our service until June of next year.

The Chairman, Mr. Landry entertained a motion to have the finance committee and the Hammes group to work together with CHART.

On Motion of Mr. Chapman, seconded by Mr. DiFatta, it was moved to instruct and allow the finance committee and Hammes to work with the CHART group to obtain any and all grant funds for pre-disaster mitigation funds.

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 26th day of August, 2009.

Public comment from Ms. Alberta Lewis wherein she questioned about the "greening" used in the hospital construction, suggested the HSD consider this in the design, and asked whether or not grants were available for this.

#11

On motion of Mr. Chapman, seconded by Mr. Cavnignac, it was moved to approve advertising for HSD secretary.

Mr. Chapman said that he felt we needed someone to keep all the records in order.

Mr. Dysart expressed that he wanted to have a job description available for the position. He further mentioned that in the past we had talked about sharing someone in parish government.

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Mr. DiFatta also expressed that he wanted to have a job description that the HSD could agree on.

The Chairman, Mr. Landry, said that he would develop a job description and send it via e-mail to all the board members for input and approval of same. In the meantime, he said he would like to advertise for the position in the event that a staff member could not be shared between the HSD and parish government.

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

**YEAS:** Cavignac, Chapman, DiFatta, Dysart

**NAYS:** NONE

**ABSENT:** NONE

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

And the motion was declared **ADOPTED** on the 26th day of August, 2009.

#12

On motion of Mr. DiFatta, seconded by Mr. Cavignac, it was moved to discuss the funding for MOB

Mr. DiFatta said that the MOB is important and wanted to have the MOB built before the hospital was open. He said that the recruitment of physicians and staff needs to occur before the hospital opens. He wanted to make sure that we were not putting the MOB in front of the hospital but we need to put it in conjunction with. Mr. DiFatta mentioned that he is still pursuing the USDA and federal funds.

The Chairman, Mr. Landry, said that we need to avoid using CDBG funds with the MOB because of "program income" restrictions with the CDBG funds as per conversations with Kendall Magee. He recommended if the HSD received additional CDBG funds, that those funds be put into the hospital, and perhaps moving the tax credits and HIRSA grants to the MOB. Mr. Landry further stated that he was going to work with Kendall Magee to put a request in for \$10 million of State Capital Outlay Funds.

Dr. Paul Verrette agreed that the Hospital project must not be slowed down, and mentioned that Secretary of DHH Alan Levine also mentioned the importance of building the MOB. He did not want to understate the importance of funding the MOB. He feels that the hospital will financially fail if we do not build the MOB.

No action necessary.

#13

On motion of Mr. DiFatta, seconded by Mr. Cavignac, it was moved to approve RFQ for a real estate consultant regarding land use.

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Mr. DiFatta said it would be important for the HSD to look at the land use, which he feels the HSD is blessed to get for free. He wants to make sure that the land and the usage of it will be looked at closely with regards to all aspects of the land donation and did not want to overlook everything with regards to the land. He is not comfortable spending money for a hospital on land that the HSD doesn't own yet.

The Chairman, Mr. Landry, also said that he agreed with Mr. DiFatta that we should already have in writing the documents that guarantee that the land is irrevocable to the HSD. Mr. Landry then suggested that this item be tabled until after the discussions of land negotiations later in the agenda. Without objection this item was deferred to be addressed after said discussions later in the meeting.

#14

Item 14 was moved to an earlier position on the agenda by the Chair.

#15

Item 15 was removed due to duplicity by the Chair.

#16

On Motion of Mr. Cavnac, seconded by Mr. DiFatta, it was moved to approve the issuance of a management RFP.

Mr. Cavnac said that he has made all the corrections consistent with Mr. Magee's recommendations. He then went over all the changes and corrections of the RFP, and recommended approval of the issuance.

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 26th day of August, 2009.

#17

There was no old business discussed.

#18

On motion of Mr. DiFatta seconded by Mr. Cavnac it was moved to discuss New Business  
Mr. DiFatta wanted to enter into the record an invoice for \$108.00 payable to the St. Bernard Voice newspaper for the public notice for the fiscal agent bid.

On motion of Mr. DiFatta seconded by Mr. Chapman it was moved to approve the payment of the \$108.00 invoice to the St. Bernard Voice.

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

**YEAS:** Cavignac, Chapman, DiFatta, Dysart

**NAYS:** NONE

**ABSENT:** NONE

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

And the motion was declared **ADOPTED** on the 26th day of August, 2009.

More new business:

Mr. DiFatta asked the Chairman to request an accounting from Mr. Taffaro regarding the \$600,000 account.

#19

On motion of Mr. DiFatta, seconded by Mr. Cavignac it was moved to go into Executive Session to discuss the land donation negotiations.

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

**YEAS:** Cavignac, Chapman, DiFatta, Dysart

**NAYS:** NONE

**ABSENT:** NONE

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

And the motion was declared **ADOPTED** on the 26th day of August, 2009.

The Chairman, Mr. Landry - without objection - moved the meeting back into regular session.

On motion of Mr. Dysart seconded by Mr. Chapman it was moved to authorize the Chairman, Mr. Landry, to execute any and all documents in order to execute the re-subdivision of the land for the HSD

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

**YEAS:** Cavignac, 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 26th day of August, 2009.

Mr. DiFatta moved to indefinitely table item #13 and the motion was assumed by the Chairman without objection.

There being no further business for discussion, the Chairman, Mr. Landry declared the meeting adjourned at 10:21 p.m. on the 26<sup>th</sup> day of August, 2009.

*Wayne J. Landry*

Wayne J. Landry  
Recording Secretary (Temporary)

*Wayne J. Landry*

Wayne J. Landry  
Chairman