

MINUTES OF THE **ST. BERNARD PARISH HOSPITAL SERVICE DISTRICT MEETING HELD ON WEDNESDAY, OCTOBER 7, 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, October 7, 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 7:15 p.m. and continued with calling the roll.

There were present: Mr. Wayne J. Landry (Chairman), Mr. George Cavignac, Mr. Ron Chapman, Mr. Jim DiFatta, Mr. Danny Dysart.

There were absent: None

Also present were: Phil Wendling, Jessica Daw, and Tom Noble from Hammes Co., Joe Mole & Eddie Rantz of Frilot Law Firm-attorney's hired for HSD.

Mr. Landry delivered the invocation

Mr. Cavignac led the Pledge of Allegiance.

#1

Without objection, the minutes were unanimously approved of the 9/23/2009 HSD meeting.

Without objection, the letter from Grisham Partners & Smith was placed on the record.

#2

Without objection, the Chairman, Mr. Landry suspended the rules and combined agenda items 2 and 3 together. Agenda Items 2 & 3 were to go into executive session to select an independent CPA Auditor and to select a NMTC (New Market Tax Credit) Consultant Group.

Upon returning from Executive Session, Mr. Landry asked if there were any motions concerning the selection process. Mr. Chapman made a motion to get more information regarding the NMTC Consultants before making a final selection. The motion was seconded by Mr. Cavignac and without objection Mr. Landry said HSD would delay selection.

Mr. Landry asked if there were any motions concerning the CPA firm. Mr. DiFatta made a motion to select LaPorte, Sehrt Romig & Hand to provide audit services requested under the RFP. Mr. Cavignac seconded the motion of Mr. DiFatta.

Mr. Landry explained to the public that HSD interviewed the candidates for both CPA Auditor and NMTC. Mr. Landry also explained that there was a grading system used to make the selection. Mr. Landry stated that the recommendation was for Laporte.

Then Chairman, Mr. Landry then asked for the vote on the acceptance of Laporte as the CPA Auditor.

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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 7th day of October, 2009.

#4

Agenda Item #16

Without objection the Chairman, Mr. Landry suspended the rules and moved item #16 on the agenda to the current position, in order to accommodate Mr. Joe Mole and Eddie Rantz of Frilot. The motion was to discuss Meraux Foundation easement documents.

Mr. Landry addressed Mr. Mole to ask status of where HSD was in respect to the documents.

Mr. Mole replied that donation document had been given to both the HSD and MF. The donation documents seem to have no problems, but there may be some fundamental issues concerning the servitude documents. Mr. Mole said he had been waiting for MF to get back with him. Mr. Mole stated he needed some more guidance from the board concerning the servitude documents. There are a few items to be ironed out before final draft. Mr. Mole said he is optimistic that the servitude document would be fairly simple, but there are questions to be answered:

1. Who will maintain the passage?
2. Who will incur the cost of building the road?
3. Will the road be donated to the parish?

Mr. Landry then asked Mr. Mole if HSD did not own the property, did HSD have the authority to dedicate the property to the parish.

Mr. Rantz responded that HSD would have to work that out with MF and the servitude owners in a cooperative effort.

Mr. Landry asked if that clarity should be one of the items addressed in the servitude document.

Mr. Rantz replied that we would want to work that out with the MF prior to finalizing documents.

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Mr. Landry replied that working that out with MF first made sense. Mr. Landry also clarified that if we donated to the parish, HSD would just not be responsible for the maintenance at that point.

Mr. Rantz and Mr. Mole confirmed that would be the only benefit of the donation. Mr. Landry then said he would want that particular item to be spelled out in the document.

Mr. Landry had a question for Mr. Dysart regarding signage, exclusive use vs. non-exclusive use, and could HSD use CDBG funds.

Mr. Dysart responded by saying that Mr. Mole and Mr. Rantz were suggesting that the servitude leading into the hospital would ultimately be dedicated to the parish. Mr. Mole confirmed that "hopefully" that was MF intentions and would agree to, and a simple sit down could probably give clarity as to what their intentions were. Mr. Mole then said there was another issue he failed to mention and referred to an email that he received (and maybe Mr. DiFatta saw) which said if the passage was going to be solely for the hospital as opposed to any other development that the MF wanted to do would and what would be the impact. Mr. Dysart said that he did not think that was contemplated, what is contemplated is that this is going to be a boulevard leading off of Judge Perez and it is going to be a public access to access whatever other areas are developed within that tract. He went further to state that he, Mr. Rantz, and Mr. Mole met with MF a month ago with regard to donation and he and Mr. Mole would draft the donation document themselves. It was late last week when document got to MF. Mr. Dysart said that at the HSD meeting a month ago, it was decided that the draft had to be approved by the board. It was delayed two weeks, and he said a motion was made by him for all changes to be synthesized through the chairman. Mr. Dysart stated that the "tweaked" document was received by MF last Thursday (Oct 1st).

Mr. Dysart also wanted to state for the record that he had not heard any objections with respect to the donation, but MF did have concerns that there could have been an alternate site. Mr. Dysart referenced Item#22 on the agenda which was a Motion to discuss Council Resolution **SBPC#558-10-09**, a resolution to make available the Prince of Peace campus/Torres Park to the HSD as an alternate site for the HSD Project.

The comments Mr. Dysart got back from MF was that they would not respond until there was determination on that issue.

Mr. Mole said they would draft the easement and servitude documents, but there are still some issues that need to be addressed with MF with HSD's authority prior to drafting the document.

Mr. Dysart clarified that easement was just temporary while construction is taking place just so HSD can have authorization to get on and off the property and ultimately at some point there will be dedication to SBPG for maintenance. Mr. Dysart only discussed with MF approx. a month ago was the donation of property which was prepared by Mr. Mole and given to MF last week which simply gives ownership to HSD. Mr. Dysart said he wanted to clarify the rumors of HSD not owning the property and wanted to make sure that legally HSD had ownership of the property and Mr. Mole clarified by confirming that HSD would have ownership. Mr. Dysart also wanted to clarify that the language in the donation documents also stated that HSD would have the option within 10 years the HSD could acquire an additional 8.5 acres. Mr. Dysart reaffirmed that MF had reservations about Item#22 and there were concerns with where the HSD board

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was going with an alternate site. HSD should send direction to MF so negotiations can continue. Mr. Dysart said he believed this should have been done already within the last month.

Mr. Mole agreed that the reason there were reservations about moving forward was because of the reservations the MF had regarding an alternate site for the hospital. Mr. Dysart said he understood.

Mr. Mole stated that there was one other issue regarding the servitude, until easement is dedicated to the parish, who was maintaining it, and keeping it insured for liability. Mr. Dysart replied and addressed Mr. Wendling of Hammes Co. that in the past there was oil well drilling and trucks/heavy equipment had to have access to the property prior to this project. He asked Mr. Wendling if there needed to be some sort of agreement until easement is perfected.

Mr. Wendling agreed that there needed to be an agreement with MF and there were some issues with the Wetlands locations.

Mr. Landry stated that was not relevant to our easement problem at this time.

Mr. Cavnag asked if this easement was strictly to do with the construction phase.

Mr. Mole said donation and easement go together. Mr. Cavnag then asked if we had non-exclusive use we did not want to exclusively pay for infrastructure underneath of the road and if MF would use the road also, would MF be willing to share the expense.

Mr. Rantz stated that those issues were not addressed at the last meeting. The servitude was a side item and exclusivity and costs were not discussed. Mr. Cavnag responded that he would be more comfortable if both documents (servitude and donation) were signed and taken care of all at once. Mr. Cavnag asked if Mr. Rantz and Mr. Mole needed further direction from the board to make sure both of those documents would be executed together.

Mr. Rantz stated he understood what HSD was looking for. Mr. Mole said we would iron out the details with HSD's authority.

Mr. Cavnag asked if Mr. Mole or Mr. Rantz was privy to the outcome of the LaDOTD meeting that took place that morning. Mr. Mole and Mr. Rantz replied that they were not. Mr. Cavnag then asked Mr. Wendling to brief them on the meeting without any objection from the chairman.

Mr. Landry then stated what he was told by Mr. Wendling that LaDOTD they do not want another ingress/egress separate and apart from intersection that is currently in place and it is another issue with MF to alter the plan.

Mr. Wendling stated that LaDOTD will issue a letter to state the following:

1. Under no circumstances will they allow another traffic light on Judge Perez Drive.
2. Their recommendation "strongly recommend" HSD access should adjoin with Wal-Mart.

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Mr. Landry asked who was present at that meeting. Mr. Wendling stated that the following individuals were present Nita Hutter, state representative, Michael Stack, director of LaDOTD, Steve Strength of LaDOTD, Gresham Smith & Partners (GSP), and the civil engineer from GSP, and 2 representatives from RCP.

Mr. Landry asked if Mr. Rantz and Mr. Mole understood where this was going. They shook their heads yes in response.

Mr. DiFatta stated that at the last meeting he asked Mr. Dysart if Frilot firm (Mr. Mole & Mr. Rantz) was preparing our easement documents and Mr. Dysart responded at that time that they were. The issues lie with the easement document obligating the hospital for a considerable amount of money. The donation document is fine and is acceptable, but easement doc would obligate HSD no less than 1.3 million dollars for egress/ingress. The contention is that the free land is not free. We need to resolve this issue if we do not have exclusive rights to that easement. Mr. DiFatta also stated that HSD should not bare 100% of the costs and liabilities associated with the road and provide a "hold harmless" agreement to MF. Now it is a cost factor. Where did the concept come from that HSD would incur all costs? Mr. DiFatta asked Mr. Rantz if it was arbitrarily decided to add in that HSD would be 100% responsible for the costs involved.

Mr. Rantz responded that generally the owners of the servitude/land do not bare costs or responsibilities, but because of these high costs, it's possible to negotiate with MF.

Mr. DiFatta said he was in agreement to negotiate. Mr. DiFatta agreed that the sooner we iron out the agreement, the better for everyone involved. For any reason at all if we decide to move the site, it is crucial to not spend money twice. The MF should look at the donation of what they are offering not taking it personally that we have another possible site. The easement needs to be worked out to everyone's satisfaction.

Mr. Mole states that no matter where you put the hospital, there will still be costs for ingress/egress. The question of owning the property being more economical, once hospital is built, it would be better if SBPG owned it, so that there are no maintenance and insurance responsibilities.

Mr. Chapman asked Mr. Wendling what complications are involved in changing ingress/egress. Mr. Wendling stated HSD would have to file an amendment for the wetlands mitigation. Most of mitigation is in that road area. No re-study needed. Mr. Wendling stated that he did not have a time frame for how soon the amendment could be completed and accepted.

Mr. Landry stated that his problem with the documents is that the donation document should have been done a long time ago. We should not execute donation doc without having proper documentation to access the land. The set back is so far and we need to agree where the ingress/egress is. The reason the cost is 1.3 million plus is because we are so far off the highway. The wetland mitigations cost is 100% our responsibility, the cost of building the road is 1.3 million, and yet we are offered a non-exclusive right. Mr. Landry stated the ability to transfer to the parish is most important not the ownership. If there is no exclusive use for HSD, there should be a shared cost with MF. If other commerce would be using the road, HSD should not be paying for road exclusively. If MF was just donating the land, we should be beyond this by now. Now that LaDOTD has stated the ingress/egress needed to be moved, there will be

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more hurdles to cross- more wetlands mitigation. As far as MF being concerned that HSD had another offer of land, HSD wanted to make sure it had an alternate site/back up plan. HSD has not heard back from MF. All other issues are irrelevant. HSD has several funding entities such as grants and federal funds plus taxpayer's monies being used to pay for this road and HSD's responsibility is to spend the monies wisely. Using the road for other commerce is a problem when the road is not just being used for the hospital. We do not want to be in the position to spend all monies on that road and then having the responsibility to maintain it for someone else's use.

Mr. Mole stated that his belief was that the MF would not be shocked that these points came up.

Mr. Dysart asked Mr. Wendling if the road was contemplated in the project from day one.

Mr. Wendling confirmed that it was since the MF offered the site.

Mr. Dysart then stated Mr. DiFatta gave the figure of 1.3 million which Mr. Dysart stated he had not heard until today. His understanding was that the road would cost approximately 400,000.00.

Mr. Wendling stated that after design development from GSP for the 390 feet set back (servitude on road) and utility extension is approximately 780,000.00.

Mr. Dysart then asked Mr. Wendling if he agreed that with respect to the original projection that Hammes Co. made for cost of the roadway leading to the hospital was somewhere around 400,000.00. Mr. Wendling confirmed that was correct for the roadway itself.

Mr. Dysart then asked Mr. Wendling that with respect to the funding of the roadway, it was expressed to this board by Kendall McGee that CDBG monies would be used to construct the road. Mr. Wendling confirmed that was correct and stated it was budgeted. Mr. Dysart went on to say that it should come to no one's surprise on this board for the last 8 months since donation was made available by MF, that the funding that was to be used for project, a portion of that funding that was projected by the Hammes Co.- 400,000.00 was going to be used to put that road in from Judge Perez Dr. to the hospital. Mr. Dysart asked Mr. Wendling if that was correct.

Mr. Wendling stated that was not correct because the roadway itself is only one piece of the project. The utilities have to be considered and the 390 foot set back.

Mr. Dysart interrupted and said he was only speaking about the roadway because the utilities were a new part of the project right? Mr. Wendling said no. The street leading in and the access sets back 390 feet. What was contemplated and budgeted was the street and utility lines that run off of Judge Perez Dr and back to our site. The difference in cost comes from the 390 feet to run the utilities and put in the roadway which is approximately 780,000.00. It was actually budgeted higher, but with the recent schematic designs done by GSP, not Hammes Co., who gave actual numbers, which we is now being discussed, is because of the distance of the 390 feet off the road.

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Mr. Dysart wanted to reconfirm that this was previously budgeted. Mr. Wendling stated that is was, and Mr. McGee commented on it several times and that CDBG funds could be used for the roadway. Mr. Dysart then asked if the 1.3 million that came from the Flint Group and HRSA grant could be used for the roadway.

Mr. Wendling said yes. Mr. Dysart went on to say that no one on the board should say they did not contemplate or understand that the roadway was going to put in as part of the project and it would ultimately mean they were not paying attention for the past several months.

Mr. Wendling said he was not answering that question. Mr. Dysart said he did not blame him for not wanting to answer. Mr. Dysart went on to say that Mr. DiFatta misled the public by saying the roadway cost was 1.3 million, when in fact the roadway was going to cost somewhere between 400,000.00-700,000.00. He went on to say that Mr. DiFatta was disingenuous and it is another dis-service to the parish of St. Bernard to be misled. He also stated that HSD got the donation from MF, and several members of this platform went to the state (Facilities & Capitol Outlay) to express HSD wanted the 17 million that the state was offering. He went on to say that the state wanted to know if HSD had a piece of property and the members said they did. Technically speaking no donation could have been accepted in February of 09 because a re-subdivision had to be done and that just happened a month ago. Mr. Dysart, Mr. Mole and Mr. Rantz met the following day with MF to discuss particulars of donation so the document could be put into place so that property would transfer to HSD. The next day at a meeting with HSD it was decided that no document would go before MF without consent from the board itself. Two weeks went by and nothing happened. It was at that time that Mr. Dysart thought it was best to have all concerns voiced through the chairman and Mr. Landry could then relay the information to MF. Mr. Dysart said he appreciated Mr. Landry's efforts because in less than 2 weeks the document was presented to MF. Mr. Dysart said that the board knew better than to expect of him to have the document done a month ago being that the re-subdivision had not taken place. After the re-subdivision everyone should have been on the same page and groundbreaking should be happening around the 1st of the year. Instead we're talking about things like sharing costs/easements...etc. The public has the right to know that these items were budgeted since day one. We should be getting together with MF ASAP to get particulars done and move forward with the documents being done and the hospital being built. Mr. Dysart reiterated that "disingenuous" was the word he used to describe Mr. DiFatta and that he meant it.

Mr. Cavnac responded by stating that at some point he agreed with Mr. Dysart. There is no surprise to this board that this is problematic to fully pay for the servitude of the roadway and HSD not have exclusive use. In fact, since December, Mr. Landry, himself and other board members spoke to you (Mr. Dysart) in reference to this problem. Mr. Cavnac reminded Mr. Dysart that he was the sole negotiator for the board by request of the MF, and if Mr. Dysart needed the email referencing this to refresh his memory, Mr. Cavnac would provide a copy.

Mr. Dysart interrupted by saying that was not true and that Mr. Cavnac made himself the negotiator.

Mr. Landry reminded Mr. Dysart that Mr. Cavnac had the floor.

Mr. Cavnac reminded Mr. Dysart that the taxpayer's paid for his micro-phone and he did indeed have the floor. Mr. Cavnac stated that the board is not being disingenuous. The board realizes that it is in the

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budget, what the board has been saying for the past 8-9 months is that the board “wishes” is that it was not in the budget. It was budgeted because there was no movement in the negotiations for 9 months. There are other sticking points that the attorneys (Frilot) just got finished saying were not big hurdles to get through. Mr. Cavnignac went further to state that he did not understand why Mr. Dysart was treating the project manager as a “hostile witness” and why since Mr. Dysart was an attorney himself, why these other sticking points could not be worked out. Mr. Cavnignac agreed with Mr. Landry that we should be moving forward in getting this done. There should not be a problem if MF is being “benevolent”. Mr. Cavnignac further stated that he was grateful for the donation, but was ready for MF to get the documents signed. The problems with the roadway are not necessarily to do with the budget as previously stated by Mr. Dysart, but to do with the servitude movement encroaching on the re-subdivision that the MF just did for the commercial tracts in front of the hospital which they tried to “piggy back” on our hospital re-subdivision which was disallowed and at this time has been re-tabled. Mr. Cavnignac stated he would like to see the board give the direction to the attorneys to wrap this up and get it done. Item #22 (another possible land option) should not affect MF donation of property one way or the other. Mr. Cavnignac said that when being argumentative turns into obstructionism, he will have to object. He went on to say that other board members should be able to voice their concerns when it comes to spending tax payer’s money and to call Mr. DiFatta disingenuous for voicing his concerns is not proper.

Mr. DiFatta responded by stating that name calling is counter-productive. Mr. DiFatta wanted to correct Mr. Dysart. He stated that at no time did he contemplate spending the money for the road. What was said is that if HSD has a non-exclusive right to the road, others should be sharing in the cost. If that is disingenuous, then he will continue to be that way until the hospital is built. Mr. DiFatta also stated that the 1.3 million dollars that it will cost to build the road also included design costs from the architects as well. The set back of the hospital has caused more spending because there is more road to build than if the hospital were right on the highway. HSD should still discuss sharing the costs with MF.

Mr. Chapman stated he knew the costs were included in the budget and welcomes the idea of negotiating with MF to get shared costs, but stated that 700,000.00 is not a bad deal for 11.5 acres of land. Mr. Chapman wants the hospital built without any further obstacles and stated that he would welcome MF sharing the costs, but even if MF did not share costs, he still wants the hospital built regardless of what MF is willing to do or not do.

Mr. Landry asked Mr. Rantz when HSD was first provided with the easement document. Mr. Rantz replied that it was drafted in early September.

Mr. Landry stated that he was disappointed with the board’s aggressive and adversarial behavior, and he wants to move forward in the future without aggressiveness.

Mr. Landry stated to Mr. Rantz that at no time did he ever think HSD would not have to build a road, but he did not think HSD would be building a road for someone else. Mr. Landry could not have known what was happening with the easement because the document was just drafted in September. In February or March neither Mr. Landry nor the board could have known what was going on with the easement based upon it being drafted just last month. It would be impossible to take title to the property without re-subdivision. Mr. Landry knew it had to be re-subdivided. There was just no reason in the meantime for something else to

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be drafted and perfected during the past several months. Mr. Landry stated that alternative sites would not be necessary had all documentation been in place for a "clean" donation. Mr. Landry agreed with Mr. Chapman that the amount of 750,000.00 is not a bad deal, but there is another location with more land available at a cheaper cost at present. We shouldn't be spending money to benefit a private entity.

Mr. Landry had a conversation with Pat Forbes earlier in the day and the state is concerned as to why HSD does not have more secure documents/title to the property. Capitol outlays may be held up due to the fact that we do not have secure documents.

Mr. Rantz stated they were never directed by the board to negotiate easement, but that he would contact MF first thing in the morning to try and begin negotiating with MF.

Mr. Landry asked how the language of "non-exclusive use" got into the documents currently. Mr. Rantz answered that it was an initial generic servitude document. Mr. Landry stated that without objection the direction from the board would be to present the easement document to MF and see where they stand. Ownership is not the sticking point; the sticking point would be the ability of HSD to transfer the donation to the parish.

Mr. Dysart objected. Mr. Dysart went on to say that HSD should not be negotiating as a board of directors in public. HSD should be doing something that makes proper business sense. If negotiations are going to be done, we should not be going back to MF asking for exclusive use.

Mr. Landry stated that HSD is not going back to MF; we never approached them about easement in the first place. The attorneys just clarified that they would contact MF in the morning to begin the negotiation process.

Mr. Dysart said roadway should not be asked for exclusive use. Why wouldn't be asking MF to share the cost of the easement. Why are we asking for exclusive use? It does not seem logical. Mr. Dysart does not see how this will speed up the process. The meeting Mr. Dysart had with MF was just including donation, not easement.

Mr. Rantz said that this was the 1st they heard about a new egress/ingress (because of the recent LaDOTD report/meeting) and would address that and the easement documents with MF.

Mr. Dysart then asked if HSD should contact Senator Crowe or possibly Governor Jindal to have reconsideration on the LaDOTD report.

Mr. Landry replied that Nita Hutter is the chairman of the transportation development who was present at the meeting earlier that morning.

Mr. Landry asked if councilman were present at that meeting.

Mr. Wendling stated that Craig Taffaro was present at that meeting. MF was not at the meeting but LaDOTD was willing to meet with MF to discuss the issues.

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Mr. Dysart stated that for the purpose of easement documents, it did not matter if that was for the present site or not. Mr. Dysart went on to say that HSD is looking for some sort of document in agreement with MF whether it's exclusive or non-exclusive.

Mr. Rantz said he would contact MF and there was no reason to delay the other topics previously discussed.

Mr. Landry stated that the state is anticipating HSD having closure on the documents so HSD could continue and move on to the next step in the process.

Mr. DiFatta stated that easement can go to MF and HSD would pay all the costs as long as HSD had exclusive use, or share the costs if it was non-exclusive. Mr. DiFatta wanted to clarify what instruction HSD was giving to Mr. Rantz in relation to the negotiations.

Mr. Landry stated he would contact Mr. Rantz with further instruction if necessary.

#5

Agenda Item's 4, 5, 6 & 7

On the motion by Mr. Dysart and seconded by Mr. Cavnac, there was a combining of Item #'s 4, 5, 6 and 7 in order to pull a vote for accepting of the following RFP's.

Construction Cost Estimating

1. Faithful & Gould, New Orleans, LA
2. Balis & Company, Albuquerque, NM

Exterior Envelope

1. Wynn L. White consultant Engineers; Baton Rouge, LA
2. Heitmann & Associates; Chesterfield, MO
3. IBA Consultants; Boca Raton, Florida
4. Wiss Janney Elstner Associates; Irving, TX

Building Commissioning

1. Smith Seckman Reid; Nashville, TN
2. Stan & Associates; Dayton, OH
3. Skanska USA Building Inc.; Blue Bell, PA
4. Engineering Economics; Golden, CO

Hospital Management

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1. Brick Mountain Logistics/Pacer; Miami Lakes, FL
2. Franciscan Missionaries of Our Lake; Arabi, LA

Then Chairman, Mr. Landry then asked for the vote on the acceptance of all RFP submittals.

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 7th day of October, 2009.

Mr. Landry addressed Mr. Wendling and stated that all RFP's be sent to the Facilities & Construction Workgroup meeting without objection from the board so that 2 things could be accomplished.

1. Recommend 1 of the respondents to the board.
2. Evaluate whether or not HSD truly needs said service proposed.

Mr. Landry also recommended that the proposals for Hospital Management be taken home and reviewed individually, and re-visit at the next meeting.

Mr. Wendling reminded the board that the evaluation sheet for Hospital Management was in each member's packet.

#6

Agenda Item #8

On the motion of Mr. DiFatta, seconded by Mr. Chapman, it was moved to put out for bid a RFP for landfill site package.

Mr. Wendling stated that this was the first stage of Phase I for the project. This will include grubbing of the site, and after the soil report came back, it became evident that there will now be a surcharge on the site for a certain period of time. Structural modifications to the estimate will be necessary.

Then Chairman, Mr. Landry then asked for the vote on putting RFP out for landfill site package.

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

YEAS: Cavnac, Chapman, DiFatta, Dysart

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NAYS: NONE

ABSENT: NONE

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

And the motion was declared **ADOPTED** on the 7th day of October, 2009

#7

Agenda Item #9

By Motion of the Chairman, Mr. Landry, Item #9 which was previously addressed in Item #8 was removed from the agenda without objection.

#8

Agenda Item #10

On the motion of Mr. Chapman, and seconded by Mr. Cavnac to approve proposed project sign.

Mr. Wendling stated there was an example of the sign in board member's packets.

Mr. Landry recommended that the logo for HSD be placed on the sign (fleur de lis with caduceus).

Mr. Landry then asked Mr. Wendling if the item needed to be voted on. Mr. Wendling stated yes as Hammes Co. would be spending HSD money to erect the signage on the project site (after site is secured).

Mr. DiFatta asked what the sign was going to cost.

Mr. Wendling responded that he did not cost at that time, but would get that information back to the board. It has been budgeted.

Motion was made by Mr. DiFatta to approve sign, seconded by Mr. Chapman.

Then Chairman, Mr. Landry then asked for the vote on approving proposed project sign.

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 7th day of October, 2009

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#9

Agenda Item #11

On the motion of Mr. Chapman, seconded by Mr. DiFatta, it was moved to pay invoice for Hammes Co. for August in the amount of \$43,003.34

Mr. DiFatta stated the invoice for Hammes Co. was reviewed in the last Finance Workgroup Mtg. and it was agreed upon by the group to pay the invoice in full.

Then Chairman, Mr. Landry then asked for the vote on approving payment of Hammes Co. Invoice.

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 7th day of October, 2009

#10

Agenda Item #12

On the motion of Mr. DiFatta, seconded by Mr. Chapman, it was moved to pay invoice for Gresham Smith & Partners \$254,240.02.

Mr. Dysart wanted to be sure we were proper protocol was being followed for the payment of GSP invoice. Mr. Landry confirmed that proper protocol was being followed.

Then Chairman, Mr. Landry then asked for the vote on approving payment of GSP Invoice.

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 7th day of October, 2009

#11

Agenda Item #13

By Motion of the Chairman, Mr. Landry, Item #13 was removed off the agenda with no objection.

#12

Agenda Item #14

On the motion of Mr. Cavnac, seconded by Mr. Chapman, it was moved to adopt **Resolution 59-09**, to authorize Finance Chairman to secure up to \$2 Million Dollars in Bridge loan financing for the Hospital Project.

Mr. Dysart wanted to know the purpose, and how will HSD repay it.

Mr. Landry stated that the bridge loan would "cash flow" the CDBG money. It is CDBG money up front.

Mr. DiFatta stated these monies would tie HSD over prior to receiving any funding requests. Monies would be used to pay contractors up front and then HSD would reimburse the loan with CDBG money. This is not to be misconstrued as borrowing additional funds.

Then Chairman, Mr. Landry then asked for the vote on approving Finance Chairman to secure loan.

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 7th day of October, 2009

#13

Agenda Item #15

On motion of Mr. Chapman, seconded by Mr. DiFatta, it was moved to discuss protocol for Executive Secretary/Pay/Employee benefits-including pension and employee policies and procedures.

Mr. DiFatta stated Gretchen Henry had accepted the position as the HSD Secretary and SBPG has agreed to work with HSD in a cooperative effort to continue to pay Ms. Henry and maintain her benefits. SBPG

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would bill HSD bi-weekly, and then HSD would simply pay the invoice to reimburse SBPG. Mr. DiFatta stated that he would have liked Frilot Firm to review this cooperative agreement for correct protocol.

On motion of Mr. DiFatta, seconded by Mr. Cavnignac, it was moved to send protocols for secretary to Frilot for review.

Then Chairman, Mr. Landry then asked for the vote on having protocols for new Secretary reviewed by Frilot.

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 7th day of October, 2009.

On motion of Mr. Cavnignac, seconded by Mr. Chapman, it was moved to adopt the following resolution:

RESOLUTION HSD #60-09

A RESOLUTION REQUESTING THAT THE EXECUTIVE SECRETARY OF THE HOSPITAL SERVICE DISTRICT BE PROVIDED WITH A CELLULAR PHONE THAT SHALL BE PURCHASED UNDER THE ST. BERNARD PARISH COUNCIL BUDGET AND REIMBURSED FROM THE HSD.

WHEREAS, it is imperative that the Executive Secretary for the HSD be accessible to multiple entities regarding the Hospital project, and;

WHEREAS, it is vital to keep the project moving forward that said secretary can schedule meetings, appointments, and deliver emails from various points of contact, and;

WHEREAS, it is in the best interest of HSD members and it's committees to have constant communication to the official recording secretary for the Hospital Service District of St. Bernard Parish, State of Louisiana, and;

WHEREAS, this purchase will fall under the St. Bernard Parish Council, the Governing Authorities budget, and will be reimbursed back to said budget from the Hospital Service District.

BE IT RESOLVED, that the St. Bernard Parish Hospital Service District respectfully requesting that the executive secretary of the hospital service district be provided with a cellular phone.

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BE IT FURTHER RESOLVED, that said phone is to be purchased under the St. Bernard Parish Council budget and reimbursed from the Hospital Service District.

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 7th day of October, 2009.

#14

Agenda Item#17

By Motion of the Chairman, Mr. Landry, Item #13 was removed off the agenda with no objection.

#15

Agenda Item #18

By Motion of the Chairman, Mr. Landry, Item #18 was removed off the agenda with no objection.

#16

Agenda Item #19

On motion of Mr. DiFatta, seconded by Mr. Cavignac, it was moved to discuss an update on HRSA.

Mr. DiFatta stated that per discussion last Thursday (9-30-09) Mike Flint of the Flint Group gave some direction as when the HRSA and other grant funding would commence and be used. Planning and design work could be drawn on as soon as FONZI letter was received. The environmental would have to be complete in order to draw on HRSA funding.

Mr. Landry asked Mr. Wendling about the FONZI letter. Mr. Wendling stated that it was submitted and there was a 2 week trial period to wait for public opinion, and then there is another week or so.

Mr. Landry asked if there was documentation of the meetings.

Mr. Wendling stated that possibly Mr. McGee did being that he conducts the public meetings.

Mr. Landry requested documentation for auditing purposes to show that the meetings were taking place. Mr. Wendling stated he would take care of that request.

No action necessary

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#17

Agenda Item #20

By Motion of the Finance Chairman, Mr. DiFatta, Item #20 was removed off the agenda with no objection

#18

Agenda Item #21

On motion of Mr. DiFatta, seconded by Mr. Cavnac, it was moved to discuss Council Resolution **SBPC#556-10-09**, a resolution to reallocate \$6 Million of CDBG funds from the Village Square Land acquisition to the HSD to assist in financing a MOB.

Mr. Cavnac stated that HSD was committed to getting monies together for the MOB. This allocation was a necessity and he further wanted to thank the council for voting to accept the resolution.

Mr. DiFatta also wanted to personally thank the council for voting to accept the resolution.

Mr. Dysart brought up a feasibility study for the MOB and asked if that was the direction HSD wanted to go in.

Mr. Landry stated he was looking for the direction of the board. Mr. Landry was in favor of the feasibility study if the money was in place. He also stated that there was a possibility of the Public Health Unit (PHU) being incorporated with the MOB. Ideally for the feasibility study, the PHU would have a separate rear entrance and could possibly be qualified as a federally qualified health care center, and reduce the Emergency Room visits and help the hospital on the operational side by sending those patients through the PHU.

- 15,000 Square Feet for the PHU
- 15,000 Square Feet for the Administrative Services
- 25-30,000 Square Feet for rest of MOB

Mr. Wendling asked if this replaced the clinic.

Mr. Landry said that it did not and then asked Wanda Townsend the current managing director of the PHU to say a few words to the public.

Ms. Townsend stated she appreciated all that was being done to incorporate PHU with the new MOB.

Mr. Landry stated he is trying to consolidate the PHU with the MOB. Mr. Landry went further to say that the PHU could take advantage of the land being acquired by the HSD and the PHU would not have any additional costs with a land purchase/location. PHU and HSD could enter into a cooperative endeavor agreement (CEA) and mutually benefit.

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Mr. Cavnag asked Ms. Townsend if she presented a proposal of what type of space the PHU is looking for.

Ms. Townsend said she met with President Taffaro and gave all data based on what type of space and client base the PHU had and what it currently has now.

Mr. Landry then stated he would like a motion from someone on the board to commission a feasibility study.

On motion of Mr. Dysart, seconded by Mr. Chapman, it was moved to draft an RFP for a feasibility study for the MOB.

Mr. Cavnag said he had no problem with that, he simply wanted clarity on whether the feasibility study was necessary.

Mr. Landry said that in the past RFP's were customary.

Then Chairman, Mr. Landry then asked for the vote on drafting a RFP for the feasibility study for the MOB.

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

YEAS: Cavnag, Chapman, DiFatta, Dysart

NAYS: NONE

ABSENT: NONE

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

And the motion was declared **ADOPTED** on the 7th day of October, 2009.

#19

Agenda Item #22

By Motion of the Chairman, Mr. Landry, Item #22 was removed off the agenda with no objection.

#20

Agenda Item #23

No action necessary.

#21

Agenda Item #24

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

Mr. DiFatta stated there was a bill from Times Picayune for RFP's. Total charges \$256.99.

Discussion ensued; on a substitute motion by Mr. DiFatta, seconded by Mr. Cavignac to pay Times Picayune bill in the amount of \$256.99

Then Chairman, Mr. Landry then asked for the vote on paying the Times Picayune Bill.

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 7th day of October, 2009

Mr. Wendling then gave an update on HSD Project.

Mr. Wendling stated that Hammes Co. is having round 2/3 of design/development meetings. The Surcharge documents will be ready to go out on October 30, 2009, along with final 404 application to go to Army Corps of Engineers also on the 30th of this month.

Mr. Wendling stated that there was a meeting today with Corps, the Corps has no objection with using existing culvert behind the clinic, can not go any further into the wetlands. MF will have to be part of those easement documents as well. Mr. Wendling stated that councilman Fred Everhardt made him aware that Entergy has declined to help HSD with the burying of electrical lines across site, possibly discuss with someone higher at Entergy to get electrical lines buried.

Mr. Wendling also reminded the board of 2 RFP's coming in:

1. Legal Services due on 10-13-09
2. Grant Consultants due on 10-20-09

There being no further business for discussion, the Chairman, Mr. Landry declared the meeting adjourned at 11:12 p.m. on the 7th day of October, 2009.

Gretchen H. Henry

Gretchen H. Henry
Recording Secretary

Wayne J. Landry

Wayne J. Landry
Chairman