

MINUTES OF THE **ST. BERNARD PARISH HOSPITAL SERVICE DISTRICT MEETING HELD ON WEDNESDAY, JUNE 16th, 2010 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, June 16, 2010 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 7:12 p.m. and continued with calling the roll.

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

There were absent: None

Also present were: Phil Wendling of Hammes Co.; Frank Folino and Harriet Percy of FMOL

Mr. Landry delivered the invocation.

Mr. DiFatta led the Pledge of Allegiance.

#1

Agenda Item #1

On motion of Mr. Cavignac, seconded by Mr. Chapman, it was moved to approve the minutes of the 5/25/10, 5/26/10, 6/2/10, 6/4/10, and 6/8/10 HSD meetings

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 16th day of June, 2010.

#2

Agenda Item #2

On motion of Mr. Cavignac, seconded by Mr. DiFatta it was moved to accept RFP for Accounting Services for the HSD.

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

YEAS: Cavignac, 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 16th day of June, 2010.

#3

Agenda Item #3

Original Motion:

Motion to authorize the Chairman to approve the Hammes Pro-Forma.

Without objection Mr. Landry amended the Motion to read:

Motion to authorize the Chairman to accept and circulate the Hammes Pro-Forma to the NMTC attorneys/team as soon as it is received.

On Motion of Mr. Cavnac, seconded by Mr. Dysart it was moved to accept and circulate the Hammes Pro-Forma to the NMTC attorneys/team as soon as it is received.

Mr. Landry stated that the Pro-Forma was supposed to arrive to the office today, but did not and since this study and report is a very important part of the closing to NMTC, Mr. Landry felt it was important to distribute the copies expeditiously as soon as they arrived.

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 16th day of June, 2010

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Agenda Item #4

On Motion of Mr. DiFatta, seconded by Mr. Cavnac it was moved to authorize the Chairman to approve the NMTC Structure.

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Mr. Jason Akers of Foley Judell spoke to the board to bring them up to date on the timeline for the NMTC transactions.

Discussion Ensued

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 16th day of June, 2010.

Without objection, the Chair suspended the rules and moved Item #9 to the current position.

#5

Agenda Item #9

On motion of Mr. DiFatta, seconded by Mr. Chapman it was moved to amend the land donation documents with Meraux Foundation to satisfy NMTC requirements and allow our attorneys to approve whatever language is added and to engage said attorneys to present changes to the Meraux Foundation.

Mr. Dysart recommended that Jason Akers and Jack Stolier review whatever language was added to the documents for this amendment with the Meraux Foundation before forwarding the document for review to Meraux Foundation.

Mr. Landry agreed that he also wanted Jack Stolier and Jason Akers' input on the language that would be inserted to amend the land donation documents.

Without objection, Mr. Landry added the language "after our attorneys approve the language" on item #9.

Mr. Akers replied that he wanted to have approval from the board before he engaged in any discussions with Meraux Foundation.

Without objection, Mr. Landry added the language "to engage said attorneys to present changes to Meraux Foundation"

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

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

And the motion was declared **ADOPTED** on the 16th day of June, 2010.

Mr. Jerry Christianson of CBO Financial requested the timeline structure for the transaction that Mr. Akers had provided.

Mr. Landry stated that he could come up and get an additional copy.

#6

Agenda Item #5

On motion of Mr. Cavnac, seconded by Mr. DiFatta it was moved to approve MOB Programming for hospital administrative space and clinic.

Mr. Wendling went over the packet that was distributed to the board members.

Mr. Landry stated that he did not believe the board would be willing to take on a clinic without a federally funded grant to take on the clinic. Mr. Landry did not feel comfortable going forward knowing the HSD would assume more debt. Mr. Landry wanted to know what the deadline would be if he determined he would pull the clinic out of the design phase.

Mr. Wendling replied that he would need to know in the next week or so in order to allow the architect to continue to move forward.

Mr. Landry asked Mr. Folino if FMOL would be willing to run the clinic and Mr. Folino answered "probably not".

Mr. Dysart asked if Mr. Folino's answer was based on the wishes of the FMOL Board.

Mr. Folino stated that was correct.

Mr. Dysart asked if Mr. Folino would look into it further and Mr. Folino stated that he would.

Discussion Ensued.

Mr. Landry requested a motion to table item #5

On Motion of Mr. Dysart, seconded by Mr. Chapman it was moved to table the approval of MOB Programming for hospital and administrative space and clinic.

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 **TABLED** on the 16th day of June, 2010.

#7

Agenda Item #6

On motion of Mr. Dysart, seconded by Mr. Cavignac it was moved to authorize the Chairman to execute the MOB A&E Contract with Sizeler Thompson Brown as soon as it is approved by Kendall Magee. Without objection, Mr. Landry amended the item to add in the language "as soon as it is approved by Kendall Magee"

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 16th day of June, 2010.

#8

Agenda Item #7

On motion of Mr. Cavignac, seconded by Mr. Chapman it was moved to the HSD Logo.

Mr. Dysart asked if logo was looked at by the various committees/community workgroups.

Mr. Cavignac brought the logo into the Conference Room while the community workgroup was in there, and the board was going to wait for the workgroup's opinion.

Mr. Chapman stated that he also felt the workgroup should have some input.

Mr. Cavignac stated that after a unanimous opinion and vote, the workgroup chose logo #2 (fleur de lis with EKG heart rhythm done in teal and black)

On Motion of Mr. Cavignac, seconded by Mr. Chapman it was moved to accept logo #2 as the official Hospital logo.

Mr. DiFatta asked the community workgroup members if they felt the logo was redundant by using the acronym (SBPH) and then spelling out the "St. Bernard Parish Hospital" underneath.

Mr. Wendling stated on behalf of the Community Workgroup, he will get with the architect tomorrow to do some variation on the wording.

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On Motion of the Chair and without objection it was moved to "table" item #7 until the architects gave some alternatives to wording.

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 **TABLED** on the 16th day of June, 2010.

#9

Agenda Item #8

On motion of Mr. Dysart, seconded by Mr. Chapman it was moved to execute the Mitigation Participation Agreement/Contract between Paradis Mitigation Bank sponsoring Chevron (Seller), and St. Bernard Parish Hospital Service District (HSD/ Permittee) in order to satisfy regulation with the USACOE and for Permittee to pay Seller \$46,000.00, to be paid by HRSA per said contract.

Mr. Landry stated that Mike Flint has not gotten clearance to include this contract as a HRSA reimbursable item. Mr. Flint will get confirmation tomorrow and make Mr. Landry aware if this can be a paid HRSA expense.

Mr. Chapman stated that he was disappointed that the HSD Board was paying \$46,000.00 to an outside entity (Chevron/St. Charles Parish) in mitigation as opposed to being able to invest these monies in our own Parish.

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 16th day of June, 2010.

#10

Agenda Item #10

On motion of Mr. Cavignac, seconded by Mr. DiFatta it was moved to approve SignExpress Invoice #2698 in the amount of \$4315.00 as recommended by the Finance Workgroup.

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Mr. DiFatta stated the board shopped the expense of the sign and this particular vendor had the cheapest price for the size sign the board agreed was appropriate.

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 16th day of June, 2010.

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Agenda Item #11

On Motion of Mr. DiFatta, seconded by Mr. Dysart it was moved to approve surveyor to locate exact position and depth of the high pressure gas line through entire HSD property with elevations every 20ft – Estimated cost approximately \$5000.00 as recommended by Facilities Construction/Finance Workgroups.

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 16th day of June, 2010.

#12

Agenda Item #12

On Motion of Mr. Dysart, seconded by Mr. Chapman it was moved to authorize Chairman to solicit general liability insurance per state law.

Mr. Landry stated that state law does allow the HSD to shop for General Liability and that based upon his meeting with both the board should hold off before making any decisions on either of these two respondents.

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Mr. Landry stated that 3 solicitations would go out to see what responses were returned just on General Liability (GL) coverage.

Mr. Dysart agreed that shopping the insurance was best considering that the respondents had a fee structure that seemed somewhat unreasonable considering what the district was in need of at this time. Mr. Dysart also recommended going through a local agent to get pricing for the GL.

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 16th day of June, 2010.

#13

Agenda Item #13

On Motion of Mr. DiFatta, seconded by Mr. Cavignac it was moved to approve GSP Invoice #0640486 in the amount of \$38,150.45 as recommended by the Finance Workgroup.

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 16th day of June, 2010.

#14

Agenda Item #14

On Motion of Mr. DiFatta, seconded by Mr. Chapman it was moved to approve St. Bernard Voice Invoice # 3657 in the amount of \$42.50 as recommended by the Finance Workgroup.

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

YEAS: Cavignac, 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 16th day of June, 2010.

#15

Agenda Item #15

On Motion of Mr. DiFatta seconded by Mr. Chapman it was moved to approve Times Picayune Invoice in the amount of \$249.67 as recommended by the Finance Workgroup.

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 16th day of June, 2010.

#16

Agenda Item #16

On Motion of Mr. DiFatta seconded by Mr. Cavignac it was moved to approve Hammes Invoice#10907A-13 in the amount of \$43,118.29 as recommended by the Finance Workgroup.

Mr. Chapman asked Mr. Wendling when Hammes Co. would stop being paid.

Mr. Wendling replied December 2011.

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 16th day of June, 2010.

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#17

Agenda Item #17

On Motion of Mr. DiFatta, seconded by Mr. Chapman it was moved to approve Sullivan, Stolier and Resor Invoice #52622 in the amount of \$20,861.75 as recommended by the Finance Workgroup

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 16th day of June, 2010.

#18

Agenda Item #18

On Motion of Mr. DiFatta seconded by Mr. Cavnac it was moved to approve Environ Invoice #'s 280225 & 281862 in the amount of \$6250.00 as recommended by the Finance Workgroup.

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 16th day of June, 2010.

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Agenda Item #19

Old Business

No Action Necessary

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#20

Agenda Item #20

New Business

Mr. Landry made the board members aware that a FMOL Manager's Report was enclosed in each board members packet for review.

No Action Necessary

There being no further business for discussion, the Chairman, Mr. Landry declared the meeting adjourned at 9:00 p.m. on this 16th day of June, 2010.

Gretchen H. Henry

Gretchen H. Henry
Recording Secretary

Wayne J. Landry

Wayne J. Landry
Chairman