

**BOARD OF COMMISSIONERS  
MEETING MINUTES  
FEBRUARY 28, 2019**

The Board of Commissioners of Franklin Foundation Hospital, Hospital Service District No. 1, St. Mary Parish, met in regular session at 6:00 p.m., February 28, 2019.

**MEMBERS PRESENT**

Eugene Foulcard, Chairman  
Clegg Caffery, Jr.  
Didi Battle  
Allen Randle, Sr.  
Dr. Roland Degeyter  
Robert Judice, Jr  
Robert Allain, II

**ALSO PRESENT**

Stephanie Guidry, CEO  
Dr. Kennan Buechter, Vice-Chief of Staff  
Lanzi Meyers, Legal Counsel  
Russell Cremaldi, Legal Counsel  
Ron Bailey, CFO  
Lori Leonard, Director Quality & Pt. Safety  
Tina Petry, Compliance Officer  
Collette Vaccarella, Director of Financial  
Services  
Kevin Romero, Business Development/  
Marketing  
Sharon Procell, Exec. Admin.

**GUEST**

Gayla Russo, CPA and partner, Langlinais,  
Broussard & Kohlenberg  
Lorna Bourque, Accountant

**I. CALL TO ORDER**

With a quorum present, the meeting was called to order by the Chairman, Mr. Eugene Foulcard at 6:02 p.m.

**II. PUBLIC COMMENT**

NONE

**Mr. Eugene Foulcard recommended that under New Business, letter B Discuss and Approve numbers five (5), six (6) and seven (7) will be moved up to one (1), two (2) and three (3) for the annual Auditors report.**

**III. OLD BUSINESS**

**A. Approval of Minutes – January 31, 2019**

**Mr. Clegg Caffery moved to approve the minutes of the Board of Commissioners meeting held January 31, 2019 with Mr. Robert Judice, Jr. seconding the motion. The motion carried unanimously.**

**IV. MEDICAL STAFF REPORT**

**A. Credentials & Medical Executive Reports – February 2019**

Dr. Kennan Buechter presented the February Credentials and Medical Executive Committee Reports. He stated the Credentials Committee and the MEC reviewed the files presented and found them to have current evidence of adequate professional liability insurance with no malpractice issues. Also obtained were primary source verifications of current LA medical licensure noted without restrictions and there was no evidence of any sanctions or exclusions by Medicaid, Medicare, or other federal

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programs. Based upon review of the qualifications, clinical competences, skills, experience, quality data, requested privileges, peer references, ability, and ongoing professional practice evaluations, the following applicants have been unanimously recommended for appointments of:

Re-Appointments:

- Dr. Scott Conklin – Consulting – Emergency Medicine
- Dr. Bryan Frentz – Active – Orthopedics
- Dr. Kennan Buechter – Active – General Surgery
- Dr. Jaime Boudreaux – Consulting – Radiology
- Dr. Carl Stirling – Active – General Surgery
- Dr. Moses Kitakule – Consulting – Internal Medicine/Pulmonologist

Resignations:

- Dr. Nicole Lafleur – Consulting – Emergency Medicine
- Dr. Roderick Hart – Consulting – Emergency Medicine

Dr. Buechter reported the MEC accepted a Virtual Radiology request to remove Dr. John Nwankwo – Consulting – Virtual Radiology. He also reported that the MEC accepted from Ochsner Telemedicine Schedule 1 requests to add Dr. Vikrant Mittal, Dr. Diana Baralt, Dr. Ewald Horwath, Dr. Sonya Martin and Dr. Jennifer Shippy – as Consulting – Psychiatrists and accepted the request to remove Dr. Odette Anderson and Dr. William Regan – Consulting – Psychiatrists.

Dr. Buechter announced that Dr. Scott Conklin is the Emergency Medicine Staff Director.

Ms. Lori Leonard reported that the MEC discussed the business from Patient Safety/Infection Control and Surgical Services Committees. She stated action items included the review and approval of the Infection Control Review of 2018 and 2019 Plans, Approval of the Emergency Release of Blood and Blood Products Policy and Transfusion Reaction Workup pertaining to Lab, Improvement of Organization Handoff Communication and Transition of Care, Appropriate Use of Universal Protocol in the OR and Improvement of Delays in OR and OR traffic.

Dr. Buechter requested for the Board to give final approval of the re-appointments and the acceptance of the credentialing from Virtual Radiology and Ochsner Telemedicine due to a business associate agreement.

**Ms. Didi Battle made the motion to approve the re-appointments of Dr. Scott Conklin – Consulting – Emergency Medicine, Dr. Bryan Frentz – Active - Orthopedics, Dr. Kennan Buechter – Active – General Surgery, Dr. Jaime Boudreaux – Consulting – Radiology, Dr. Carl Stirling – Active – General Surgery and Dr. Moses Kitakule – Consulting – Internal Medicine/Pulmonologist and accepted the resignations of Dr. Nicole Lafleur and Dr. Roderick Hart – Consulting’s – Emergency Medicine. Also, accepted the request to remove from Virtual Radiology that of Dr. John Nwankwo – Consulting – VRad and accepted the**

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**request from Ochsner Telemedicine to add Dr. Vikrant Mittal, Dr. Diana Baralt, Dr. Ewald Horwath, Dr. Sonya Martin, and Dr. Jennifer Shippy – as Consulting – Psychiatrists and to remove Dr. Odette Anderson and Dr. William Regan – as Consulting – Psychiatrists with Mr. Allen Randle, Sr. seconding the motion. The motion carried unanimously.**

**V. NEW BUSINESS**

**A. Discuss and Approve Capital Requests**

**1. Stryker System 8 Ortho Saw w/attachments**

Mr. Ron Bailey presented the request to purchase new Stryker System 8 OR power tool set. He stated this will replace the current saw which was not working and is obsolete. Ms. Guidry explained that the hospital needed to move on this purchase because patients were scheduled for surgeries. She noted that she contacted Mr. Eugene Foulcard to advise him of the immediate need for the equipment. The purchase price was \$42,204 plus shipping. Mr. Bailey requested that the Board approve the request for the new Stryker System 8 Power Tools.

**Mr. Robert Judice, Jr. made the motion to approve the Stryker System 8 Ortho Saw w/attachments with Mr. Allen Randle, Sr. seconding the motion. The motion carried unanimously.**

**B. Discuss and Approve**

**1. Proposed Merit Increase**

Mr. Bailey advised that the Hospital presented a budget, approved by the Board, which contained a maximum merit increase of three (3) percent. He noted that during budget discussions the intent was to postpone implementing merit increases at least through a quarter to make sure the Hospital was on target. He stated the Hospital has made it through the first quarter and have positive results through the end of January 2019. He noted the Hospital's cash position has improved. Mr. Bailey requested that the Board approve the merit increase for a maximum of up to three (3) percent, retroactive back to October 2018. Mr. Bailey advised that the estimated cost of the retroactive increase was approximately \$50,000.

**Ms. Didi Battle moved to approve the Proposed Merit Increase and to retro back to October 2018 with Mr. Robert Judice, Jr. seconding the motion. The motion carried unanimously.**

**2. Discuss Year 2018 Retirement Plan Contribution**

Mr. Ron Bailey discussed the Calendar Year 2018 retirement plan contribution of two (2) percent under the Hospital's defined contribution plan. He reported that the contribution total is \$206,053.

**3. Resolution Authorizing Purchase of Immovable Property**

Ms. Stephanie Guidry reported she received the appraisals on the Elaine Luke Young property at \$78,000 and on Chez Hope, Inc. property, which includes a building on the property, at \$118,000. Mr. Russell Cremaldi stated he prepared the written resolutions for purchasing both properties.

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Mr. Guidry stated the purchase of properties will come out of the restricted funds. Ms. Guidry requests that the Board approve the Resolution Authorizing Purchase of Immovable Property.

**Mr. Bret Allain, II made a motion to accept the resolution for Ms. Stephanie Guidry to purchase Elaine Luke Young property for a cash amount not to exceed \$78,000 with Mr. Allen Randle, Sr. seconding the motion. The motion carried unanimously.**

**Mr. Bret Allain, II made a motion to accept the resolution for Ms. Stephanie Guidry to purchase the Chez Hope, Inc. property for a cash amount not to exceed \$118,000 with Mr. Clegg Caffery seconding the motion. The motion carried unanimously.**

4. Lafayette General Health System Clinical Affiliation Agreement

Ms. Guidry reported on the Lafayette General Health System Clinical Affiliation Agreement. She gave a summary of the agreement, noting that if the Hospital wanted to collaborate with Lafayette General Health System, they could provide specific training, auditing, opportunities to educate employees and/or medical staff in improving the skills of those providing care and improving overall hospital performance. She stated there is no compensation for this agreement. She added the agreement was submitted for legal review and was approved by Ms. Lanzi Meyers. Ms. Guidry requests that the Board approve the Lafayette General Health System Clinical Agreement.

**Ms. Didi Battle moved to approve the Lafayette General Health System Clinical Agreement with Mr. Robert Judice, Jr. seconding the motion. The motion carried unanimously.**

5. Fiscal Year 2018 Audited Financials

Ms. Gayla Russo, CPA and partner with Langlinais Broussard & Kohlenberg CPAs (“LBK”), presented the Fiscal Year (“FY”) 2018 Audit report. Ms. Russo stated that her firm’s responsibility is to express an opinion on the financial statements based on their audit. Ms. Russo reviewed the statement of net position, the statement of revenues, expenses, and changes in fund net position and statement of cash flows for FY 2018. She discussed her firm’s opinion on the Hospital’s financial statements taken as a whole. She stated her firm issued a clean opinion that indicates that the Hospital’s financial statements do not contain any material miss-statements. She noted that a clean opinion is the best that could be expected from the audit.

Ms. Russo discussed the main line items on the Statement of Position (the balance sheet) noting that cash and cash equivalents was up \$1.9 million over the prior year. She noted this was due to the Physicians UPL, cost report settlements and increased net patient revenue was up. She reported that amounts due from third party payors had decreased significantly from \$1 million in FY 2017 to \$579,632 in FY 2018; she noted that this was a good decrease as it was due primarily from the MCOs settling prior year cost reports.

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Ms. Russo reported that assets whose use is limited (restricted assets) was up to \$9.5 million in FY 2018 compared to \$7.6 million in FY 2017. The increase is due to receipts from the Full Medicaid Capacity grant. She reported the total assets were \$35.627 million in FY 2018 compared to \$33.123 million in FY 2017 and were mainly due to increases in cash.

Ms. Russo discussed several items in the liabilities section of the statement, noting Amounts due to third party payors were \$1.3 million in FY 2018 compared to \$574,395 in FY 2017. She stated there are several reasons for the increase. She noted that based on the FY 2018 cost reports the Hospital owed Medicare just under \$283,000 and \$60,000 to Medicaid and Medicaid MCOs. In addition, the Hospital has recorded DSH liabilities, resulting from prior year DSH audits, of just under \$883,000 in anticipation that the Louisiana Department of Health will request reimbursement. She next discussed the components of net position and finished by noting a significant increase to \$26.772 million in FY 2018 compared to \$24.380 million in the prior year.

Ms. Russo briefly discussed the Statement of Revenues, Expenses and Changes in Net Position (the income statement) noting that the Hospital's net position was up slightly \$2,392,171 in FY 2018 compared to a \$2,365,986 in prior year.

6. Fiscal Year 2018 Cost Report

Ms. Russo reported a summary of the FY 2018 Medicare cost report. She stated that the Hospital will owe just under \$283,000 back to Medicare for overpayment in FY 2018.

Next she discussed the FY 2018 Medicaid and Medicaid MCO cost reports noting that the Hospital will owe just under \$61,000 in total to Medicaid and the Medicaid MCOs.

7. Fiscal Year 2018 La. Legislative Auditor Agreed-Upon Procedures

Ms. Russo presented the independent accountants' report on applying agreed-upon procedures ("AUPs") as prescribed for government entities by the Louisiana Legislative Auditor. She discussed the areas of focus by the Legislative Auditor. Ms. Russo discussed the main areas of the report and noted that management had provided a response to each item that required a response. She noted that there was only one finding in the FY 2018 report compared to fifteen (15) findings in FY 2017, the first year of the requirement. Ms. Falcon noted that the FY 2018 finding was due to a new requirement.

Ms. Russo concluded her discussion of the AUPs. She thanked the Hospital for allowing LBK to conduct the Fiscal Year 2018 work.

Ms. Russo and Ms. Bourque then exited the meeting.

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Mr. Foulcard stated what an exceptional job that Ms. Guidry, Mr. Bailey and the entire staff have done.

**Ms. Didi Battle moved to approve the Fiscal Year 2018 Audited Financials, Fiscal Year 2018 Cost Report and the Fiscal Year 2018 Legislative Auditor Agreed-Upon Procedures with Dr. Roland Degeyter seconding the motion. The motion carried unanimously.**

**VI. FINANCE COMMITTEE REPORT**

**A. Finance – January 2019**

**B. Ratification of minutes and all actions taken at the Finance Committee Meeting – February 28, 2019**

**Ms. Didi Battle moved to approve the Finance reports and ratifications of minutes and all actions taken at the Finance Meeting held on February 28, 2019 with Mr. Allan Randle, Sr. seconding the motion. The motion carried unanimously.**

**VII. QUALITY COMMITTEE REPORT**

**A. Ratification of minutes and all actions taken at the Quality Committee Meeting – February 22, 2019**

**Ms. Didi Battle made a motion to approve ratification of minutes and all actions taken at the Quality Committee meeting on February 22, 2019 with Mr. Robert Judice, Jr. seconding the motion. The motion carried unanimously.**

**VIII. MANAGEMENT REPORT**

**A. Administration Report – Ms. Stephanie Guidry, CEO**

Ms. Guidry reported on the following:

- Continuing to work on the Millage Election; voting is March 30<sup>th</sup> and early voting on March 16<sup>th</sup>.
- Information of the Millage Campaign election can be found on the Hospital's Facebook page; we have sent mail outs, posted on bill boards, did radio spots and did speaking engagements.
- The Hospital sent out invitations to community leaders, and all Board members, to attend a reception on March 14<sup>th</sup> to help share the accomplishments of Franklin Foundation Hospital over the last ten (10) years.
- Had a call with QHR on the Mock Joint Commission Survey – scheduled tentatively for the end of March 2019.
- Preparing for The Joint Commission - scheduled for October but they can come anytime.
- Kelsey Morris, Nurse Practitioner – she is shadowing Dr. Coppage while the Hospital is getting her credentialed through insurance providers.

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**B. Nursing Report – Ms. Michelle Skillings, CNO**

Ms. Skillings reported on the following:

- Nursing Staffing is stable with 0% turnover rate for Oct., Nov., and Dec. 2018
- A full time OB night nurse position has been filled
- One of our emergency room registered nurses, Ms. Kristine Trapp, just completed the required training to be certified as a SANE-Sexual Assault Nurse Examiner. Ms. Trapp is the only SANE trained nurse in St. Mary Parish. Later she will be getting board certified as a SANE nurse.
- On Feb. 20, 2019 met with all the nurse managers and reviewed the Press Ganey scores and developed an action plan for continued improvement of the scores.
- Feb. 26, 2019 met with Ms. Alyssa Avet, outreach specialist, for first time moms that may need support.
- The Patient Call Manager system has been reinstated. This is a Studer Group system used for calling patients 2 to 3 days after discharge to follow up on their discharge plan and how the patient is doing. It leads to opportunity to assist with questions and concerns post-discharge and helps with the transition of care back to home. The program assists with reducing return admissions and helps to improve Press Ganey scores.
- Dr. Scott Conklin has been named by the Schumacher Group as the Emergency Room Medical Director for Franklin Foundation Hospital.
- There has been an increase in flu and strep throat seen through the emergency room.
- The Hospital has seen 1,300 patients through our emergency room so far this month so we are in line for a record month for our emergency room. Any time volumes are this high the Hospital has a higher percentage of patient leaving without being seen.
- Our emergency room conversion rate continues to be low currently 2.5 percent for the month of December. The national average is between 6-7 percent. Education continues for nursing, emergency room providers and hospitalists regarding what types of patients the Hospital can safely care for at Franklin Foundation Hospital.

**C. Clinic Report – Ms. Collette Vaccarella, Co-Director of Clinics**

Mr. Bailey began the presentation of the clinic report for January 2019 beginning with clinic accounts receivable. Ms. Collette Vaccarella then discussed clinic visit activity for the month of January 2019 as compared to January 2018. She noted that January 2019 clinic visits were up over the prior year's month. Mr. Bailey presented the consolidated clinic cost center report noting that the clinics posted a consolidated loss for the month. Mr. Bailey also discussed the Hospital activity generated by the clinic physicians.

**D. QHR Management Report – Mr. Don Smithburg, QHR VP  
NO REPORT**

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**IX. EXECUTIVE SESSION**

Ms. Didi Battle made a motion to go into executive session at 6:55 pm with Mr. Clegg Caffery seconding. The motion carried unanimously.

- A. Strategic Planning
- B. Consideration of Compensation for Key Personnel

With no further business to discuss in Executive Session, a motion was made by Ms. Didi Battle and seconded by Mr. Robert Judice, Jr. to exit Executive Session at 7:18 p.m. The motion carried unanimously.

Mr. Bret Allain, II made a motion to expand the agenda under Action(s) Taken to add Compensation for Key Personnel with Mr. Robert Judice, Jr. seconding the motion. The motion carried unanimously.

**X. ACTION(S) TAKEN**

- A. Compensation for Key Personnel

Mr. Bret Allain, II made a motion to approve Compensation for Key Personnel at fifteen (15%) percent retro back to January 1, 2019 with Mr. Robert Judice, Jr. seconding the motion. The motion carried unanimously.

**XI. ADJOURN**

With no further business to discuss, Mr. Robert Judice, Jr. moved with Mr. Allen Randle, Sr. seconding the motion to adjourn at 7:20 p.m. The motion carried unanimously.

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Eugene Foulcard - Chairman

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Stephanie A. Guidry, CEO