

**BOARD OF COMMISSIONERS
MEETING MINUTES
APRIL 25, 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., April 25, 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
Lanzi Meyers, Legal Counsel
Russell Cremaldi, Legal Counsel
Ron Bailey, CFO
Michelle Skillings, CNO
Lori Leonard, Director of Quality
Jodi Pigg, QHR VP
Collette Vaccarella, Director of Financial
Services
Kevin Romero, Business Development/
Marketing
Sharon Procell, Exec. Admin.

VIA TELEPHONE

Chris Carnahan w/The Carnahan Group

I. CALL TO ORDER

With a quorum present, the meeting was called to order by the Chairman, Mr. Eugene Foulcard at 6:01 p.m.

**II. PUBLIC COMMENT
NONE**

III. EXECUTIVE SESSION

Ms. Didi Battle made a motion to go into Executive Session at 6:03 pm with Mr. Allen Randle, Sr. seconding. The motion carried unanimously.

A. Strategic Planning

With no further business to discuss in Executive Session, a motion was made by Mr. Robert Allain, II and seconded by Ms. Didi Battle to exit Executive Session at 6:18 pm. The motion carried unanimously.

**IV. ACTION(S) TAKEN
NONE**

V. OLD BUSINESS

A. Approval of Minutes – March 28, 2019

Ms. Didi Battle moved to approve the minutes of the Board of Commissioners meeting held March 28, 2019 with Mr. Robert Judice, Jr. seconding the motion. The motion carried unanimously.

**BOARD OF COMMISSIONERS
MEETING MINUTES
APRIL 25, 2019**

VI. MEDICAL STAFF REPORT

Ms. Lori Leonard reported there is no medical staff reporting because there were no approvals and/or acceptance of credentialing to report to Medical Staff Committee. She states that Dr. Degeyter will take care of the rest of other business in his Quality reporting.

VII. NEW BUSINESS

A. Discuss and Approve Resolution Providing for Canvassing the Returns and Declaring the Results of the March 30, 2019 Special Election

Mr. Ron Bailey stated included in your Board packet is the resolution and requirements of the March 30, 2019 election. He reported the special election was approved and that there was a canvass total of 1,183 votes cast In FAVOR OF the millage proposition and a total of 168 votes cast AGAINST the millage proposition and it was determined that there was a majority of 1,015 votes cast IN FAVOR OF the millage proposition set forth. Mr. Bailey requests that the Board approve the Resolution and that of the Canvassing Returns.

Mr. Robert Allain, II made the motion to approve the Resolution for Canvassing the Returns and Declaring the Results of the March 30, 2019 Special Election with Mr. Clegg Caffery, Jr. seconding the motion. The motion carried unanimously.

B. Discuss and Approve Tax Millage Assessment for Calendar Year 2019

Mr. Ron Bailey explained on the hospital needs to adopt the calendar year millage. He stated the 2019 tax roll on all property subject to taxation includes the Millage for 2003 Maintenance Tax 3.000 mills and 2009 Maintenance Tax 9.920 mills brings the total to 12.9 mills. Mr. Bailey requests that the Board approve the establishment rate of the Tax Millage Assessment for Calendar Year 2019.

Ms. Didi Battle made the motion to approve Tax Millage Assessment for Calendar Year 2019 with Mr. Allen Randle, Sr. seconding the motion. The motion carried unanimously.

C. Discuss and Approve Capital Requests

1. Philips Cardiac Monitoring System Upgrade

Ms. Michelle Skillings explained this request is to purchase an upgrade to our Philips cardiac monitoring system. She stated the current central monitoring system will no longer be serviced past 2019. She reported the current telemetry replacements are requiring refurbished equipment due to the age of the technology. Mr. Ron Bailey stated this purchase was included in the approved FY 2019 capital budget at \$166,863 with a purchase price of \$160,383; this will be coming out of restricted grant funds. Ms. Skillings requested that the Board approve the request for the Philips Cardiac Monitoring System upgrade.

Ms. Didi Battle made the motion to approve the Philips Cardiac Monitoring System Upgrade with Dr. Roland Degeyter seconding the motion. The motion carried unanimously.

**BOARD OF COMMISSIONERS
MEETING MINUTES
APRIL 25, 2019**

2. IS Servers for Omnicell

Mr. Ron Bailey explained this request is to purchase and install two (2) new Cisco servers is needed to accommodate the installation of the Omnicell pharmacy system. He stated these servers will replace two (2) virtual servers. He advised this item was not budgeted in the FY 2019 capital budget. He stated to accommodate this project, IS will defer three (3) FY 2019 projects, totaling \$44,750, to FY 2020. He noted the project would then require approval of an additional \$2,218 of funding. Mr. Bailey requests that the Board approve the IS Servers for Omnicell.

Ms. Didi Battle made the motion to approve the IS Servers for Omnicell with Dr. Roland Degeyter seconding the motion. The motion carried unanimously.

3. Lab Refrigerator and Freezer

Ms. Stephanie Guidry stated this request to purchase, delivery and installation of one (1) ThermoFisher Lab refrigerator and one (1) Lab freezer. She explained these units will replace the current units which are over fourteen (14) years old. She also stated these items were included in the approved FY 2019 capital budget at \$19,429 with a total purchase price at \$10,173. Ms. Guidry requests that the Board approve the Lab Refrigerator and Freezer.

Ms. Didi Battle made the motion to approve the Lab Refrigerator and Freezer with Dr. Roland Degeyter seconding the motion. The motion carried unanimously.

4. IS Network Cabling

Mr. Ron Bailey explained this requests is for the purchase and installation of computer network cabling. He stated this project will run data lines to the communications rooms and will improve communications by eliminating network hubs in many departments. He reported this project was carried over from FY 2018 as part of the approved FY2020 Capital budget. He stated the approved capital budget amount was \$8,000. Mr. Bailey requested that the Board approve the IS Network Cabling.

Ms. Didi Battle made the motion to approve the IS Network Cabling with Dr. Roland Degeyter seconding the motion. The motion carried unanimously.

D. Discuss FYTD 2019 Capital Spending

Mr. Bailey presented a detailed listing of the FYTD 2019 Capital Spending. He discussed the status of FY 2018 to FY 2021 capital spending. He stated that projects that were in progress or carried forward from FY 2017 have been completed. He also noted those projects deferred to provide funding for the servers that are required for the installation of the new Omnicell equipment. He also discussed capital spending for items that were not budgeted in the FY2019 capital budget.

**BOARD OF COMMISSIONERS
MEETING MINUTES
APRIL 25, 2019**

VIII. FINANCE COMMITTEE REPORT

A. Finance – March 2019

B. Ratification of minutes and all actions taken at the Finance Committee Meeting – April 25, 2019

Mr. Robert Allain, II moved to approve the Finance reports and ratifications of minutes and all actions taken at the Finance Meeting held on April 25, 2019 with Dr. Roland Degeyter seconding the motion. The motion carried unanimously.

IX. QUALITY COMMITTEE REPORT

A. Ratification of minutes and all actions taken at the Quality Committee Meeting – April 23, 2019 – Dr. Roland Degeyter

B. Organizational Quality Data – Lori Leonard

Ms. Lori Leonard gave a brief overview of Quality Initiatives and presented a report which the focus was on sepsis. Ms. Guidry reported on how important the Quality Report is to the Board and it's required by The Joint Commission; Board is responsible.

Ms. Didi Battle made a motion to approve ratification of minutes and all actions taken at the Quality Committee meeting on April 23, 2019 with Mr. Robert Judice, Jr. seconding the motion. The motion carried unanimously.

X. MANAGEMENT REPORT

A. Administration Report – Ms. Stephanie Guidry, CEO

Ms. Guidry reported on the following:

- For all the month of March, time was focused on the Millage Election
- She thanked Mr. Ron Bailey for all his hard work on the Millage; especially for timely documents

B. Nursing Report – Ms. Michelle Skillings, CNO

Ms. Skillings reported on the following:

- Clinical staffing is very stable
- Still in the process of looking for a Surgery Director
- Setting up the infra-structure of 'shared governance/training of transition of care
- Preparing for Joint Commission – to make sure clinical arenas are ready
- Presented and briefly discussed highlighted areas of the HCAHPS – overall numbers are trending

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

Ms. Collette Vaccarella began the presentation of the clinic report for the month starting with clinic accounts receivable. She discussed the increase in clinic accounts receivable and noted that cash collections were improving. She then discussed clinic visit activity for the month of March 2019 as compared to March 2018. She noted that March 2019 clinic visits were down over the prior year month. Mr. Bailey presented the

**BOARD OF COMMISSIONERS
MEETING MINUTES
APRIL 25, 2019**

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. Jodi Pigg, QHR VP

Mr. Jodi Pigg reported on the new president of Quorum Health Resources, that of Mr. Dwayne Gunter. He stated Mr. Gunter has over twenty-seven (27) years of extensive business leadership experience. He also noted that Mr. Gunter will provide innovative perspective's to the healthcare market. Mr. Pigg stated Mr. Gunter is excited about coming to meet the Board.

XI. ADJOURN

With no further business to discuss, Ms. Didi Battle moved with Dr. Roland Degeyter seconding the motion to adjourn at 7:02 p.m. The motion carried unanimously.

Eugene Foulcard - Chairman

Stephanie A. Guidry, CEO