

**BOARD OF COMMISSIONERS
MEETING MINUTES
NOVEMBER 14, 2019**

The Board of Commissioners of Franklin Foundation Hospital, Hospital Service District No. 1, St. Mary Parish, met in regular session at 5:00 p.m., November 14, 2019.

MEMBERS PRESENT

Robert Allain, II, Vice-Chairman
Eugene Foulcard
Clegg Caffery, Jr.
Dr. Roland Degeyter
Didi Battle
Robert Judice, Jr.

ALSO PRESENT

Stephanie Guidry, CEO
Ron Bailey, CFO
Russell Cremaldi, Legal Counsel
Michelle Skillings, CNO
Joyce Andrico, Director of Quality
Sam Brown, QHR AVP
Kevin Romero, Director of Marketing/Business
Dev./Co-Director of Physician Services
Collette Vaccarella, Director of Business
Office & Co-Director of Physician Services
Tina Petry, Compliance Officer
Sharon Procell, Executive Assistant

MEMBERS ABSENT

Allen Randle, Sr., Chairman

I. CALL TO ORDER

With a quorum present, the meeting was called to order by the Vice-Chairman, Mr. Robert Allain, II, at 5:05 p.m.

II. INVOCATION

Mr. Eugene Foulcard opened the meeting with a prayer.

III. PLEDGE OF ALLEGIANCE

Members recited the "Pledge of Allegiance".

IV. PUBLIC COMMENT

NONE

V. OLD BUSINESS

A. Approval of Minutes – October 31, 2019

Mr. Eugene Foulcard moved to approve the minutes of the Board of Commissioners meeting held October 31, 2019 with Mr. Robert Judice, Jr. seconding the motion. The motion carried unanimously.

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VI. MEDICAL STAFF REPORT

A. Credentials & Medical Executive Reports – November 2019

Ms. Stephanie Guidry reported on behalf of Dr. Shard Gunda. She discussed the recommendations of the Medical Executive Committee to the Governing Board related to Credentialing and Privileging as follows:

Initial Appointment:

- **Jonathan Carrere, MD – Courtesy – Ophthalmology Medicine**

Reappointments:

- **Thomas Falterman, MD – Consulting - Emergency Medicine**
- **David Fontenot, MD – Consulting – Radiology**
- **Boyd Snell grove, MD – Consulting - Radiology**

MEC accepted Telemedicine request to reappoint:

- **Allen Mossoi, MD – Consulting – Virtual Radiology**

Mr. Eugene Foulcard moved to approve the Initial appointment of Dr. Jonathan Carrere – Courtesy – Ophthalmology and the Reappointments of Dr. Thomas Falterman, MD – Consulting – Emergency Medicine, Dr. David Fontenot – Consulting – Radiology, Dr. Boyd Snellgrove – Consulting – Radiology and accepted the Telemedicine reappointment of Dr. Allen Mossoi – Consulting – Virtual Radiology with Dr. Roland Degeyter seconding the motion. The motion carried unanimously.

B. Policies to be approved

- 1. Dysphasia Patients – Thicken Liquids**
- 2. Alcohol Withdrawal Assessment/CIWA-Ar**
- 3. Patient Consent to Medical Treatment or Surgical Procedure**
- 4. Patient Safety Plan**

Ms. Michelle Skillings reported on the policies that the Medical Executive Committee approved. She requested that the Board approve the policies. (see attached)

Mr. Robert Judice, Jr. moved to approve the policies as written Dysphasia Patients – Thicken Liquids, Alcohol Withdrawal Assessment/CIWA-Ar, Patient Consent to Medical Treatment or Surgical Procedures and Patient Safety Plan with Mr. Eugene Foulcard seconding the motion. The motion carried unanimously.

VII. NEW BUSINESS

A. Discuss and Approve

1. Update FY 2020 Capital Budget

Mr. Ron Bailey presented the Updated FY 2020 Capital Budget. The budget was revised to include an additional \$39,916 for an ultrasonic cleaner for Surgery. He advised that his item was an infection control requirement by The Joint Commission.

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2. Request Reimbursement from Restricted Funds

Mr. Bailey requested that the Board approve reimbursement from the Full Medicaid Capacity Grant funds for purchases that would be discussed in executive session. He noted that the next regularly scheduled Board meeting is not until January 30, 2020. As such he requested that the Board approve the reimbursement so that operating cash would be reimbursed for the purchases.

Ms. Didi Battle moved to approve the request reimbursement from Restricted Funds with Dr. Roland Degeyter seconding the motion. The motion carried unanimously.

VIII. FINANCE REPORT

A. Finance – October 2019

B. QHR Trend Reports

C. Investment Reports

Mr. Bailey presented the Financial Report for October 2019, the first month of Fiscal Year 2020. He began with a discussion of the operating indicators and financial class percentages as they compared to the month's budget. Mr. Bailey then discussed the Statement of Revenues and Expenses where he noted that the Hospital recorded revenues in excess of expense of \$51,490 for the month compared to budgeted revenues in excess of expenses of \$120,027.

Mr. Bailey reported on the October 2019 operating statement noting that total patient revenue was \$122,314 over budget for the month while total deductions from revenue were \$106,841 over budget for the month. Mr. Bailey discussed Medicare and Medicaid Adjustments that approximated the budget for the month. He stated the Medicare estimated contractual adjustments are calculated using the QHR Medicare model and other data. Mr. Bailey reported overall Medicare contractual adjustments were under budget which were offset by approximately \$50,000 of Medicaid denied claims which are being reviewed by the Hospital's Business Office. He reported that also included in Medicaid and Medicare Adjustments is a reduction of (\$194,196) which represents the current month accrual of the gross FY 2020 Physician Rate Enhancement Funds ("PREP") UPL program.

Mr. Bailey then reported that operating cash at the end of October 2019 decreased from the prior month. He stated that October's operating cash activity included renewal of the Hospital's general and medical malpractice policies and included prepaid group health insurance premiums.

Mr. Bailey stated other receivables increased by \$512,606 due to accrual of physician UPL, rural UPL (formerly "DSH") and Full Medicaid Capacity Grant funding each at the FY 2020 budget amount.

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Mr. Bailey stated days' cash on hand in October were 123.4 days (QHR trending 3-month average) compared to 142.5 days of cash at the end of September.

Mr. Bailey presented the QHR Trend and the Investment Reports. Mr. Bailey requested that the Board approve the Finance Reports of October 2019.

Mr. Eugene Foulcard moved to approve the Finance report of October 2019 with Mr. Robert Judice, Jr. seconding the motion. The motion carried unanimously

IX. QUALITY COMMITTEE REPORT

No Report

X. MANAGEMENT REPORT

A. Administration Report – Ms. Stephanie Guidry, CEO

- ✚ Had an Employee Appreciation Awards ceremony; went very well and employees were very appreciative
- ✚ Had an on-site interview with Dr. Agoro, Internal Medicine candidate. He visited with Dr. Degeyter, Dr. McPherson and Dr. Baesler; received positive feedback from each.

B. Nursing Report – Ms. Michelle Skillings, CNO

- ✚ Continue to work on Joint Commission follow up; which most were done while they were here
- ✚ Ms. Lynn Martel, interim Director of Surgery, last day is Dec. 22, 2019
- ✚ Focusing on education for as catherization, wound care, sepsis, etc.

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

Ms. Vaccarella began the presentation of the clinic report for the month starting with clinic accounts receivable. She discussed an increase in clinic accounts receivable. She then discussed clinic visit activity for the month of October 2019 as compared to October 2018. She noted that October 2019 clinic visits were down over the prior year 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.

Mr. Kevin Romero gave an update on what's going on at Franklin Women's Health Clinic. He noted that the tentative schedule for Dr. Craig Gauthier with and/or a Nurse Practitioner at will be Monday, Wednesday and one-half day on Thursday. He stated that Ms. Anita Crutchfield, an employed nurse practitioner, will be at the Clinic on Fridays. Mr. Romero reported that she will have a collaborative agreement with Dr. Craig Gauthier.

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D. QHR Management Report - Mr. Sam Brown, QHR

Mr. Sam Brown presented the QHR Consulting and Support Deployment Plan. He briefly discussed key areas of support.

See attached report

XI. EXECUTIVE SESSION

A motion was made by Mr. Eugene Foulcard to move into Executive Session at 5:45 pm with Mr. Clegg Caffery seconding the motion. The motion carried unanimously.

A. Strategic Planning

B. Advisory & Consulting Contracts

With no further business to discuss in Executive Session, a motion was made by Mr. Robert Judice, Jr. and seconded by Mr. Eugene Foulcard to exit Executive Session at 6:40 pm. The motion carried unanimously.

XII. ACTION(S) TAKEN

A. Advisory & Consulting Contract

Mr. Robert Allain, II made a recommendation to table the Advisory & Consulting Contract and for Ms. Lanzi Meyers, Legal Counsel, to do a legal summary of the Contracts and bring the summaries to the next Board meeting. It was noted that since there is no regularly scheduled meeting in December that a Special Meeting will be called.

Mr. Robert Judice, Jr. made the motion to accept the recommendation with Mr. Clegg Caffery, Jr. seconding the motion. The motion carried unanimously.

B. Land Purchase(s)

Mr. Clegg Caffery, Jr. made a motion for resolutions to purchase land with such purchase costs not to exceed the appraised amounts on each property as listed below:

1. Lot 1F(b) – not to exceed \$42,000
2. Lot 2F(b) – not to exceed \$42,000
3. Lot 4F(b) – not to exceed \$42,000
4. Lot 11F - not to exceed \$81,000 and Lot 11E – not to exceed \$63,500 = \$144,500
5. Lot 7-E – not to exceed \$62,500
6. Lot 9-E – not to exceed \$32,000

Ms. Didi Battle seconded the motion. The motion carried unanimously.

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C. Incentive Compensation

Ms. Lanzi Meyers, Legal Counsel, stated the Board agreed to some minor adjustments to the Executive Incentive Compensation plan starting with the Growth section – Board Decision - Go or No Go on the Wellness Center to be completed by July 1, 2020 and for a percentage change, from 10% to 15%, under Quality – Sepsis Protocol which is to have the two (2) quality items combined to achieve total of 5%.

Dr. Roland Degeyter made the motion to accept the Incentive Compensation plan as Ms. Lanzi Meyers stated with Ms. Didi Battle seconding the motion. The motion carried unanimously.

XIII. ADJOURN

With no further business to discuss, Mr. Robert Judice, Jr. moved with Ms. Didi Battle seconding the motion to adjourn at 6:50 p.m. The motion carried unanimously.

Rev. Allen Randle, Sr. - Chairman

Stephanie A. Guidry, CEO