

**BOARD OF COMMISSIONERS
MEETING MINUTES
APRIL 29, 2021**

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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 29, 2021.

MEMBERS PRESENT

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

ALSO PRESENT

Stephanie Guidry, CEO
Ron Bailey, CFO
Michelle Skillings, CNO
Dr. Kennan Buechter, Chief of Staff
Joyce Andrico, Risk Manager
Collette Vaccarella, Director of Business
Office & Co-Director of Physician Services
Kevin Romero, Director of Marketing/Business
Dev./Co-Director of Physician Services
Sharon Procell, Executive Assistant

ABSENT

Robert Judice, Jr.

Conference Call

Lanzi Meyers, Legal Counsel
Russell Cremaldi, Legal Counsel

GUEST

Judi McCain, VP Productivity & Accounting
Laurie Breedlove, SVP Human Resources w/CHC
Tanya Blondiau, HR Director

I. CALL TO ORDER

With a quorum present, the meeting was called to order by the Board Chairman, Mr. Allen Randle, Sr. at 6:00 p.m.

II. INVOCATION

Mr. Allen Randle, Sr. 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 – March 25, 2021

Mr. Eugene Foulcard moved to approve the minutes of the Board of Commissioners meeting held on March 25, 2021 with Mr. Don T. Caffery, Jr. seconding the motion. The motion carried unanimously.

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VI. MEDICAL STAFF REPORT

A. Credentials & Medical Executive Reports

Dr. Kennan Buechter reported the recommendations of the Medical Executive Committee (the "MEC") to the Governing Board related to Credentialing and Privileging as follows:

Initial Appointments:

- **Ryan LeSaicherre, CRNA – Advance Practice Professional (YPS)**
- **Susan Estrada-Brodmann, MD – Consulting – Anesthesiologist**
- **Jonathan Allen, MD – Consulting – Emergency Medicine**
- **Nsikan St. Martin, MD- Active – Ob/GYN Medicine**

Dr. Buechter requested that the Board approve the Initial Appointments.

Mr. Eugene Foulcard moved to approve the initial appointment of Ryan LeSaicherre, CRNA – Advance Practice Professional, Susan Estrada-Brodmann, MD – Consulting – Anesthesiologist, Jonathan Allen, MD – Consulting – Emergency Medicine, and that of Nsikan St. Martin, MD – Active – OB/GYN Medicine with Dr. Roland Degeyter seconding the motion. The motion carried unanimously.

Dr. Kennan Buechter stated that MEC accepted the changes from Virtual Radiology Telemedicine to add the following:

- **Mary Alfid, MD – Consulting – VRad**
- **Matthew Allison, MD – Consulting – VRad**
- **Robert Miller, MD – Consulting - VRad**

VII. NEW BUSINESS

A. Discuss and Approve:

1. "Provider Relief Funds" by Ms. Judi McCain w/CHC

Ms. McCain's presentation was on "COVID-19 Provider Relief Funds". She gave an overview of the Provider Relief Funds program ("PRF" or "the Program") and the Program's history that included signing into law the Coronavirus Aid, Relief and Economic Security Act ("CARES Act") as part of the Federal government's response to the COVID-19 pandemic. She provided a high-level overview of actions taken and the PRF allocations made in CY 2020. She discussed the post-payment reporting requirements and gave the Board an overview of CHC initiatives related to PRF funds. (See presentation for details).

2. Resolution authorizing the CEO, on behalf of the Hospital, to execute any and all documents, instruments and/or agreements with the State of Louisiana, Federal Government, Louisiana Department of Health as well as contract review, authority of approval, modification, and termination of contracts with outside agencies. – Ms. Stephanie Guidry

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Ms. Guidry stated this resolution would give her required authority to enter into contracts and other such agreements on behalf of the Hospital. She advised that this is an annual renewal. Ms. Guidry requested the Board approve the resolution.

Mr. Robert Allain, II made a motion to approve the Resolution authorizing the CEO, on behalf of the Hospital, to execute any and all documents, instruments and/or agreements with the State of Louisiana, Federal Government, Louisiana Department of Health as well as contract review, authority of approval, modification, and termination of contracts with outside agencies with Mr. Don T. Caffery, Jr seconding the motion. The motion carried unanimously.

3. Resolution approving Stephanie A. Guidry, CEO and Ron Bailey, CFO, on behalf of the Hospital, as authorized to sign on all bank and investment accounts where required.

Mr. Ron Bailey noted that this resolution is to approve Stephanie Guidry, CEO and Ron Bailey, CFO on behalf of the Hospital, as authorized to sign on all bank and investment accounts where required. He stated that at the last Board meeting the Board approved the change to Hancock Whitney Bank. As part of the change, the bank will require signature(s) to open various new accounts. Mr. Bailey requested that the Board approve the resolution.

Ms. Didi Battle made a motion to approve the Resolution approving Stephanie A. Guidry, CEO and Ron Bailey, CFO on behalf of the Hospital, as authorized to sign on all bank and investment accounts where required with Mr. Don T. Caffery, Jr. seconding the motion. The motion carried unanimously.

4. Status of Audit & Cost Report

Mr. Bailey discussed the status of the Hospital's FY 2020 audit and Medicare cost report. He recalled that at the Board meet on April 29, 2021, he advised the Board that he expected to be able to present the results of the FY 2020 audit and the completed Medicare cost report. He explained that the Medicare cost report was completed and had been reviewed by Healthcare Reimbursement Partners ("HRP"), CHC's cost reporting and reimbursement firm. Mr. Bailey advised the Board the filing of the Medicare and Medicaid cost reports resulted in a total of \$1.295 million due to the Hospital split between \$367,000 due from Medicare and approximately \$928,000 due from Medicaid. Mr. Bailey also advised that the audit was nearing completion and would be presented at the next Board meeting on May 27, 2021.

5. Discuss Stimulus Funds & Paycheck Protection Loan

Mr. Ron Bailey discussed the various PRF and CARES Act funds the Hospital received in 2020 that totaled approximately \$10.1 million. He provided the detail of receipts from the various COVID-19 funds noting that the Hospital had approximately \$7.0 million of funds, recorded as restricted cash, that have not been spent. Mr. Bailey also discussed the PRF restrictions on how the funds could be utilized.

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Mr. Bailey then discussed in detail the Paycheck Protection Program (the “PPP”) loan and the application for loan forgiveness. He advised that while the Hospital applied for and received approximately \$2.588 million from the PPP loan program (using the formula and criteria provided by the program to estimate the amount of the loan request), the application for loan forgiveness could only include the amounts actually paid out for allowable costs during the eight-week “covered period” under the terms of the loan. He advised that the Hospital’s spending on allowable costs totaled approximately \$2.066 million compared to the \$2.588 million received. Mr. Bailey advised that if the \$2.066 million spent were forgiven, the Hospital would need to repay the difference between the total loan and the amount forgiven, or approximately \$512,000. Mr. Bailey noted that the Hospital had just over \$96,000 remaining from the original loan so that the Hospital would have to fund approximately \$426,000. He also noted that he was advised by Patterson State Bank, the lender under the PPP, that to date there had been no movement on applications for loan forgiveness for any of their clients that had borrowed \$2.0 million or more under the PPP.

6. Tax Millage Rates for 2021 – May 2021 Board Meeting

Mr. Bailey advised the Board that at the next scheduled meeting on May 27, 2021, he will bring to the Board the resolution to set the calendar year 2021 tax millage rates. He noted that as in the past, he will provide an estimate of the millage proceeds. He noted that thus far the 2020 millage collections have been as expected with lower uncollected balances than expected.

**7. Allevant Post-Acute Care Solutions
Item Tabled**

8. Strategic Planning Retreat

Ms. Stephanie Guidry stated the Hospital is due to plan to have the Strategic Planning Retreat but due to COVID-19, she recommended to the Board that the Strategic Planning Retreat be reschedule for next year.

Mr. Eugene Foulcard made motion to approve having the Strategic Planning Retreat next year with Ms. Didi Battle seconding the motion. The motion carried unanimously.

9. Franklin Foundation Funds

Ms. Stephanie Guidry reported that back in 2014 the Hospital opened an account for the Franklin Foundation with Community Foundation of Acadiana. She noted the account was funded with \$10,000 and has had no activity since it opened. Mr. Raymond Hebert with Community Foundation of Acadiana suggested that the Hospital close the account. After several discussions on what to do with the funds in the account, it was recommended that the Hospital close this account and move the monies into an account that can be used for future scholarships related to the Wellness Center. Ms. Guidry requested that the Board approve closing the account and move to a new account for a designated account/ scholarship fund.

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Mr. Eugene Foulcard made motion to close the Franklin Foundation Funds account and move monies into a scholarship fund with Ms. Didi Battle seconding the motion. The motion carried unanimously.

**10. Board Annual Self-Assessment Survey – Mr. Don Smithburg
Item Tabled**

B. Discuss and Approve Capital Requests

1. Replace Shingle Roofing on 606 Haifleigh St., Franklin, La.

Mr. Bailey discussed advised that this request is for the replacement of the shingle roof on the building located at 606 Haifleigh Street. He stated the building is rented as office space for Dr. Gunda and Dr. McCormick. Mr. Bailey reported that there was a roofing company that was performing work on an adjacent building and mistakenly replaced the shingles on the Hospital's building at 606 Haifleigh St. He noted that while the Hospital has made periodic repairs of roof leaks, the roof replacement was not included in the approved FY 2021 capital budget. Mr. Daniel Landry, Director of Plant Operations, advised the roofing company that as a hospital service district the Hospital could not pay for the work as it was not authorized under the proper procedures required to expend hospital funds. The roofing company offered for the Hospital to pay only for the shingles (without paying for installation labor) in order to obtain the manufacturer's warranty on the shingles. The Hospital agreed to pay for materials only at a cost of \$6,579.00.

2. Upgrade to Trane Tracer SC+ System

Mr. Bailey reported the request is to upgrade the Hospital's current Trane Summit System that provides automated building environmental control to a new Trane internet-based Tracer SC+ system. He stated the new system allows access from a computer, tablet or smart phone in order to monitor and manage system performance. He noted this request was included in the approved FY 2021 capital budget. Mr. Bailey requested that the Board approve the upgrade to Trane Tracer SC+System.

Ms. Didi Battle made a motion to approve the upgrade to Trane Tracer SC+System with Mr. Robert Allain, II seconding the motion. The motion carried unanimously.

3. Topcon Slit Lamp

Mr. Bailey reported this request is for a Topcon SL-D2 tabletop slit lamp for the Emergency Room. He stated this lamp enhances effectiveness when evaluating eye injuries. He noted this request was included in the approved FY 2021 capital budget at \$6,830 but total purchase and shipping is at \$7,530. Mr Bailey requested that the Board approve the Topcon Slit Lamp.

Ms. Didi Battle made a motion to approve the Topcon Slit Lamp with Mr. Robert Allain, II seconding the motion. The motion carried unanimously.

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VIII. FINANCE REPORT

A. March 2021 Financial Report

Mr. Bailey presented the Financial Report for March 2021, noting that this marks the mid-point of Fiscal Year ("FY") 2021. He reported that the Hospital recorded revenues in excess of expenses in the amount of \$64,433 for the month compared to budget of \$110,331.

Mr. Bailey stated that March 2021 results reflect higher outpatient ancillary volumes in some patient services compared to budget as well as compared to February. Also, February was a short month that included the Mardi Gras holiday.

Mr. Bailey discussed the March 2021 operating statement noting total patient revenue of \$3,881,748 was over budget for the month. He stated the March's total revenue was up 18.79% over February and was up 2.04% compared to January 2021.

Mr. Bailey discussed total deductions from revenue that were \$115,117 over budget for the month of March noting that Medicare and Medicaid Adjustments were \$99,071 over budget for the month. He advised also that the Hospital's Medicaid contractual adjustments were over budget for the month by a combined \$245,300 due in part to Medicaid revenues over budget for the month while Medicaid cash receipts for March were up approximately 50.00% compared to the prior month. He explained that this caused a 66.00% increase in Medicaid contractual adjustments compared to the prior month. He noted, as previously discussed, each month's Medicaid adjustments include a reduction of (\$194,197) for FY 2021 budgeted Physician Rate Enhancement Funds ("PREP") UPL program.

Mr. Bailey reported that other operating revenues were (16.33%) under budget for March due to a reduction in the estimated monthly rural UPL (formerly DSH) accrual based on the receipt in March of the first six (6) months of SFY 2021 rural UPL. He advised that because the first payment received represented six months of the state's current fiscal year when the amount was annualized it would be approximately (\$381,908) less than the amount budgeted for FY 2021. He noted that because these funds are not received ratably over the SFY He noted that because distributions are not received each month, and because the final amount is not known until all the funds are received, the monthly accrual was reduced by a conservative (\$27,000) for March. Mr. Bailey said that if, over the next few months, annualized receipts continued to be below the annual budget it would be necessary to further reduce the accrual to match annualized receipts.

Mr. Bailey discussed the balance sheet for March 2021 noting that operating cash at the end of month was \$6,734,645, an increase of \$1,120,587 from the prior month. He reported included in March's operating cash was \$1,309,046 of rural UPL that represents the first six months of SFY 2021, \$356,432 of physician UPL, \$62,558 of Medicaid cost report settlements and \$24,142 of tax millage receipts. In addition, cash collections were much higher than the prior month.

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Mr. Bailey noted days cash on hand in March were 144.9 days compared to 135.0 days of cash at the end of the prior month.

Mr. Robert Allain, II made a motion to approve the March 2021 Financial Report with Mr. Eugene Foulcard seconding the motion. The motion carried unanimously.

IX. QUALITY COMMITTEE REPORT

A. Organizational Quality Data – Ms. Joyce Andrico, Director of Quality

Ms. Joyce Andrico gave a presentation of Quality Data.
(see attached presentation for details)

B. Utilization Management Plan 2021

Ms. Joyce Andrico reported the Utilization Management Plan 2021 has been reviewed with no revisions. She requested that the Board approve the Utilization Management Plan 2021.

Dr. Roland Degeyer made motion to approve the Utilization Management Plan 2021 with Mr. Don T. Caffery, Jr. seconding the motion. The motion carried unanimously.

X. MANAGEMENT REPORTS

A. Administration Report – Ms. Stephanie Guidry, CEO

- Vaccines continue with second doses through mid-May
- Met and toured the Hospital and properties with Tyrone Glover, Congressman Clay Higgins' Field Representative
- Conference call with Rural Hospital Coalition to review several legislative bills
- Suite C is completed, waiting on furnishings
- Lab submitted action plan to the Joint Commission, and it was accepted
- Medical Staff Development Plan in process with CHC
- Thibodaux Regional Medical Center, Greg Stock, CEO in discussion related to specialty coverage in Franklin
- Provided an update on the Wellness Center (see details)
- Conference call in relation to Hurricane Preparedness
- Kevin Romero has resigned, his last day on May 12th
- Bart Folse has been offered Kevin's position and has accepted the offer, he starts May 3rd
- Gave update on physician recruitment
- See CEO report for details

B. Nursing Report – Ms. Michelle Skillings, CNO

- Reduction in COVID-19 activity this past month
- COVID-19 positivity rate is 3.2% for St. Mary Parish
- COVID-19 vaccines administered 5,678
- ED – with NRC Health – educate on opportunities for improvement

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- Med/Surg – Acuity and needs of the patients continue to be high
- Respiratory – team has been very busy with COVID-type patients (utilizing more vapotherm and BiPap)
- Physical Therapy – volumes continue to be steady; 2,000 units of therapy provided procedures in March
- Education – Emergency C-section drills and Identifying/Treating Sepsis
- See CNO report for details

C. Clinic Report – Ms. Collette Vaccarella

Ms. Vaccarella discussed the clinic report for March noting a decrease in clinic accounts receivable compared to the prior month. She discussed clinic visit activity for the month of March 2021 as compared to March 2020 noting that March 2021 clinic visits were up from the prior year. Mr. Bailey presented the consolidated clinic cost center income statement noting that the clinics posted a consolidated loss for the month. Mr. Bailey also discussed the Hospital activity generated by the clinic physicians.

D. Marketing Report – Mr. Kevin Romero, Director of Marketing/Business Development and Co-Director of Physician Services

- COVID-19 Vaccine – Getting the COVID Vaccine is Important!
- Colorectal Awareness – “The Bottom Line” – featuring Dr. Kennan Buechter
- Doctor’s Day – March 30, 2021 – “With Ongoing Gratitude”
- Swing Bed Program – “The Perfect Step Between Hospital and Home”
- “Franklin Foundation Hospital saved my life!” by Mr. Kenny Saintes
- Healthcare HEROES Awards (see details for all the employees)
- Spring 2021 Issue of St. Mary Health is out
- Mr. Kevin Romero presented pictures of the Medical Office Building, Suite C (start build out on Nov. 2020 to the completion on April 2021)
- See presentation for details

Mr. Kevin Romero gave a very nice farewell speech to the Board of Commissioners.

E. CHC Management Report - Mr. Don Smithburg, CHC Sr. VP Hospital Operations
See the CHC Board report for details.

Mr. Robert Allain, II made a motion to accept the Management Reports with Mr. Eugene Foulcard seconding the motion. The motion carried unanimously.

XI. EXECUTIVE SESSION

Mr. Eugene Foulcard made a motion to move into Executive Session at 7:30 p.m. with Mr. Don. T. Caffery, Jr. seconding the motion. The motion carried unanimously.

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A. Strategic Planning

With no further business to discuss in Executive Session, a motion was made by Mr. Robert Allain, II and seconded by Mr. Eugene Foulcard to exit Executive Session at 7:55 p.m. The motion carried unanimously.

XII. ACTION(S) TAKEN

A. FY 2022 Discretionary Incentive Plan

Mr. Eugene Foulcard made a motion to approve the FY 2022 Discretionary Incentive Plan with Dr. Roland Degeyter seconding the motion. The motion carried unanimously.

B. Second Amendment to Employment Agreement

Mr. Robert Allain, II made motion to approve the Second Amendment for an Extension to the Employment Agreement with Mr. Eugene Foulcard seconding the motion. The motion carried unanimously.


Mr. Robert Allain, II made a motion to move back into Executive Session at 8:05 p.m. with Mr. Eugene Foulcard seconding the motion. The motion carried.

A. Strategic Planning

With no further business to discuss in Executive Session, a motion was made by Mr. Robert Allain, II and seconded by Mr. Eugene Foulcard to exit Executive Session at 8:35 p.m. The motion carried unanimously.

XIII. ADJOURN

With no further business to discuss, Mr. Eugene Foulcard moved with Ms. Didi Battle seconding the motion to adjourn at 8:35 p.m. The motion carried unanimously.


Rev. Allen Randle, Sr. - Chairman


Stephanie A. Guidry, CEO