

**BOARD OF COMMISSIONERS
MEETING MINUTES
April 26, 2018**

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 26, 2018.

MEMBERS PRESENT

Eugene Foulcard, Chairman
Dr. Nick Accardo, Vie-Chairman
Clegg Caffery, Jr.
Dr. Roland Degeyter
Robert Judice, Jr
Didi Battle

ABSENT

Allan Von Werder

QUEST

Victoria Simoneaux, Financial Advisor
w/Edward Jones
Megan Bourque, Director of HR

ALSO PRESENT

Stephanie Guidry, CEO
Michelle Skillings, CNO
Lanzi Meyers, Legal Counsel
Russell Cremaldi, Legal Counsel
Ron Bailey, CFO
JoEllen Curry, Interim CNO
Lori Leonard, CQO
Tina Petry, Director of HIM
Collette Vaccarella, Director of PFS
Kevin Romero, Director of Marketing/
Business Development
Don Smithburg, QHR VP
Sharon Procell, Exec. Admin. Assist.

I. CALL TO ORDER

With a quorum present, the meeting was called to order by the Chairman, Mr. Eugene Foulcard at 6:09 p.m.

II. PUBLIC COMMENT

NONE

III. OLD BUSINESS

A. Approval of Minutes – March 29, 2018

Ms. Didi Battle moved to approve the minutes of the Board of Commissioners meetings held March 29, 2018 with Mr. Clegg Caffery seconding the motion. The motion carried unanimously.

IV. NEW BUSINESS

A. Discuss and Proposed Change in Retirement Plan Provider

Ms. Victoria Simoneaux presented and discussed a proposed change in a retirement plan provider from Principal to John Hancock Retirement Plan. She explained John Hancock Retirement Plan role in serving Franklin Foundation Hospital; for as having a financial representative, a plan consultant, and the service/support to make the transitioning smooth. Ms. Simoneaux reported on services and features introduced in

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a 457 Plan and 401(a) Plan. She presented for each Plan the estimated plan costs, sampling investment option lineup and supplemental information. She noted, each Plan proposal categorizes under different elements such as a Plan Design, Retirement Readiness, Investment Selection & Monitoring, Managing Administration with Dedicated Services and ERISA & Fiduciary Responsibility. Ms. Simoneaux reported each plan outlines the estimated annualized cost payable by the Plan.

B. Status of Hospitalist RFI Process

Ms. Stephanie Guidry presented a status of Franklin Foundation Hospital Hospitalist RFI Process. She gave a definition of a Hospitalist. Also, she noted that the Hospitals program is a hybrid program that provides on-call coverage utilizing two Internal Medicine Physicians 24/7/365 days per year while they both maintain a private practice. She stated in September 2012 Franklin Foundation Hospital was able to move the contracts under a LINCCA (Low-Income and Needy Care Collaboration Agreement). Ms. Guidry reported the Franklin Foundation Hospital hospitalist's LINCCA contracts are through PHC (LifePoint), FFH's LINCCA partner, under which the hospitalists are contracted directly with, and paid, by, PHC and not the hospital; she explained the expense for the hospital under the LINCCA program model. She noted, as for as the future of LINCCA; which indicated by Gregory D. Frost of Breazeale, Sachse & Wilson, L.L.P, due to several positive developments, LINCCA is here to stay for the indefinite future. Ms. Guidry reported on outcomes from other organizations that were/weren't interested or no response in submitting an RFI. Ms. Guidry indicated that LINCCA will be in place at FFH until further notice.

C. Discuss and Adopt Tax Millage Rates for 2018

Mr. Ron Bailey discussed the Calendar Year 2018 Millage Estimate. Mr. Bailey explained that the CY 2018 millage proceeds are estimated at \$2,175,005 based on Board adoption of the proposed CY 2018 millage rates that total 12.92 mils. He noted the estimate is based on taxable property valued at \$177,676,338 for property within the Hospital's primary service area which is West St. Mary Parish. Mr. Bailey requests the Board to vote on a resolution to adopt tax millage rate for 2018.

The resolution was adopted by the following votes:

YEAS:	Dr. Nick Accardo, Mr. Clegg Caffery, Dr. Roland Degeyter, Ms. Didi Battle, Mr. Robert Judice and Mr. Eugene Foulcard
NAYS:	None
ABSTAINED:	None
ABSENT:	Mr. Allan Von Werder

D. Discuss and Approve

1. Additional Credit Card Account

Mr. Bailey noted that at last month's meeting the Committee was advised that the Hospital's corporate credit card account had been used for fraudulent charges and that the account was closed as a result. Because the Capital One card requires an employee's name on the card, Mr. Bailey requested last

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month that the Committee approve opening a new Capital One card account and to place his name on the card. The Committee approved that request. Because of the problems that result from not having a corporate card available, Mr. Bailey requested that the Committee approve a second commercial credit card account through Whitney Bank; which Whitney Bank requires a resolution. He noted that having the second card would provide an alternative should credit card fraud occur again in the future. Mr. Bailey requested that Board approve the additional commercial credit card.

Mr. Clegg Caffery moved to approve the additional credit card with Dr. Nick Accardo seconding the motion. The motion carried unanimously.

2. Bank Account for Grant Funds

Mr. Ron Bailey requested approval to open a separate bank account for the Full Medicaid Capacity grant funds only. He noted that while the funds are currently in the Hospital's operating account, there are processes in place to track and account for use of those funds. He advised that segregating the grant funds into a separate account would make the accounting and tracking more efficient than the current process. Mr. Bailey replied that the auditors did not recommend or require the Hospital to do so. Mr. Bailey stated this account will require a resolution. Mr. Bailey requested that Board approve the Bank Account for Grant Funds.

Dr. Nick Accardo moved to approve the Bank Account for Grant Funds with Ms. Didi Battle seconding the motion. The motion carried unanimously.

V. MEDICAL STAFF REPORT

A. Credentials & Medical Executive Reports – April 2018

Ms. Lori Leonard reported on behalf of Dr. Donna Tesi. Ms. Lori presented the monthly Credentials and Medical Executive Committee Reports. She stated the Credentials Committee and the MEC reviewed the presented files and found 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 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 reappointments of:

- Dr. Kristi Prejeant – Active – General Surgery
- Dr. William Curran – Active – Emergency Medicine

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Ms. Lori Leonard reported on four (4) reappointments with Virtual Radiology: Dr. Jon Engbretson – Consulting – Virtual Radiology, Dr. Cristina Cavazos – Consulting – Virtual Radiology, Dr. John Nwankwo – Consulting – Virtual Radiology and Dr. Marc Paul – Consulting – Virtual Radiology. She also reported an initial with Oschner Telemedicine: Dr. Ali Anwar – Consulting – Psychiatry.

Ms. Lori Leonard requested the Board to give final approval of the reappointments and the acceptance of the credentialing from the Tele-Radiology group due to a business associate agreement.

Ms. Didi Battle made a motion to approve the Credentialing reappointments of Dr. Kristi Prejeant – Active – General Surgery and Dr. William Curran – Active – Emergency Medicine along with accepting the credentialing from Tele-Radiology group, with Dr. Roland Degeyter seconding the motion. The motion carried unanimously.

Ms. Lori Leonard reported that Medical Staff recommended a revision to the Bylaws that were recommended by the Bylaws Committee addressing the ability for the Affiliate Staff to be appointed and serve on committees. Ms. Lori Leonard requested the Board for approval of revision to the Bylaws.

Ms. Didi Battle made a motion to approve the revision to the Bylaws addressing for the Affiliate Staff to be appointed and serve on committees with Mr. Bobby Judice seconding the motion. The motion carried unanimously.

VI. FINANCE REPORT

A. Finance – March 2018

Mr. Ron Bailey presented the finance report for the month of March 2018.

B. Ratification of minutes and all actions taken at the Finance Committee Meeting April 25, 2018.

Ms. Didi Battle moved to approve the Finance report and ratifications of minutes and all actions taken at the Finance Meeting held on April 25, 2018 with Dr. Nick Accardo seconding the motion. The motion carried unanimously.

VII. QUALITY COMMITTEE REPORT

A. Ratification of minutes and all actions taken at the Quality Committee Meeting – April 26, 2018.

Ms. Didi Battle made a motion to approve ratification of minutes and all actions taken at the Quality Committee meeting on April 26, 2018 with Mr. Clegg Caffery seconding the motion. The motion carried unanimously.

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VIII. MANAGEMENT REPORT

A. Nursing Report – Ms. Michelle Skillings, CNO

Ms. Michelle Skillings reported that Ms. JoEllen Curry is doing a great job getting her acclimated and thanked Ms. JoEllen for all her hard work as Interim CNO. Ms. Skillings stated she's been spending time in the clinical areas working with the staff to become more familiar with the respective departmental workflows. Ms. Skillings reported she's had one on one with some of the providers. She also reported as of March 2018, the Hospital now have data in Press Ganey which compares us to other CAHs in their database instead of the entire database which includes many larger facilities. She noted, in addition to the inpatient HCAHPS, the Hospital is reviewing patient satisfaction results for ambulatory surgery, emergency department and outpatient services. The Hospital will be able to target specific areas for improvements within different areas of the hospital. She stated the key component of this is training the staff and talking to patients about key patient care topics; this helps elevate the overall scores on Press Ganey. She reported the Hospital is preparing for skills fair in all departments later this year. She noted the skills fair will be an opportunity to demonstrate competency.

B. Administrative Report – Ms. Stephanie Guidry, CEO

Ms. Stephanie Guidry reported the Hospital is very excited to have Ms. Skillings here. She noted this is her second week and she's rarely in the office; she been working and/or learning the departments.

Ms. Guidry reported the Hospital had a final CLIA inspection. She stated with lots of long hours and hard work from Ms. Tina Rogers, Lab Manager, and her team has done an amazing job getting the Lab back in order. She reported, finally after several visits from CLIA and finding deficiencies, the final survey showed zero deficiencies; so CLIA will not be back. She noted this was Franklin Foundation Hospital first CLIA survey the hospital ever had. She reported that Joint Commission is coming up in November, the Lab will be ready.

Ms. Guidry reported that Ms. Tina Petry and Ms. Collette Vaccarella have been co-directors of the MOB for the last year. They have done an outstanding job and the MOB is busier than it has ever been. She stated the Hospital is in need of Tina's expertise and as the lead of Joint Commission preparation and Survey as well as the lead on a new software program, Compliance Partners, that will be in place in May. She noted Kevin Romero has agreed to step into the co-director roll with Collette at the MOB. Ms. Guidry reported Tina will continue to be the Compliance Officer and HIM Director and Kevin will continue to be the Director of Marketing as well and the MOB Co-Director; Mr. Romero has a great deal of clinic experience and will be a good fit.

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Ms. Guidry noted that the Board attendance sheet was provided; which was requested by the board for their review. After a discussion of absentees, Mr. Russell stated he will send a report of confirmation on information of absentees required by the Parish Ordinances and Bylaws.

Ms. Guidry stated there are Webinars for the benefit of the Board through QHR. If interested or need assistance contact Ms. Procell for login and password information.

C. Clinic Report – Ms. Collette Vaccarella, Director of Patient Financial Services

Ms. Collette Vaccarella reported on Clinic activities for March 2018. She discussed the clinic appointment activities. She discussed the reduction in overall clinic accounts receivable which was due to higher cash collections in March. Ms. Vaccarella then discussed clinic visits for the month which now include comparison to the same month in the prior year. She noted that clinic visits were up over the prior month and that one clinic provider was out for a week during the month. Mr. Bailey presented the consolidated clinic cost center report noting that net revenue was much lower given the total gross revenue. He explained that the current month contractual adjustments were higher as a result of the increase in cash collections.

**D. QHR Management Report – Mr. Don Smithburg
Deferred to executive session**

IX. EXECUTIVE SESSION

Mr. Clegg Caffery made a motion to go into executive session at 7:05 pm with Ms. Didi Battle seconding.

**A. Strategic Planning
1. FY 2018 Incentive Program**

With no further business to discuss in Executive Session, a motion was made by Dr. Nick Accardo and seconded by Dr. Degeyer to exit Executive Session at 7:45 p.m. The motion carried unanimously.

Dr. Nick Accardo made a motion to amend the agenda to take action on FY 2018 Incentive Program with Ms. Didi Battle seconding the motion. The motion carried unanimously.

Dr. Nick Accardo made a motion to adopt the FY 2018 Incentive Program effective May 1, 2018 with Dr. Roland Degeyer seconding the motion. The motion carried unanimously.

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X. ADJOURN

With no further business to discuss, Mr. Clegg Caffery moved with Mr. Robert Judice seconding the motion to adjourn at 7:50 p.m. The motion carried unanimously.

Eugene Foulcard - Chairman

Stephanie A. Guidry, CEO