A Regular Meeting of the Board of Commissioners of St. Tammany Parish Hospital Service District No. 1 was held December 19, 2019 in the Boardroom of St. Tammany Parish Hospital in Covington, Louisiana.

**Members Present**
- Mr. John Evans, Chairman
- Mr. Tom Davis, Secretary/Treasurer
- Mr. James Core, Vice Chairman
- Dr. Merrill Laurent
- Mr. Wilson Bulloch, III
- Ms. Mimi Goodyear Dossett
- Sue Osbon, Ph.D.

**Also Present**
- Ms. Joan Coffman, President and CEO
- Ms. Sharon Toups, Senior Vice President, COO
- Dr. Patrick Torcson, Senior Vice President, CMO
- Ms. Kerry Milton, Senior Vice President, CNO
- Dr. Mike Hill, Vice President, Quality/Utilization Mgmt.
- Ms. Midge Collett, Vice President, Legal Affairs
- Mr. William “Bill” Jones, General Counsel
- Ms. Sandra Dipietro, Senior Vice President, CFO
- Ms. Mimi Gaudet, Recording Secretary
- Ms. Carolyn Adema, Senior Vice President, HR

**Members Absent**
- Ms. Pat Brister

**CALL TO ORDER** The meeting was called to order at 12:30 p.m. by Mr. John Evans, Chairman. A quorum was present. Roll call and Pledge of Allegiance followed.

**PRESENTATION** Ms. Melissa Hodgson, Director of Communication, previewed the new Pediatric Ad Campaigns in partnership with St. Tammany Health System and Ochsner Health System. Immediately following, Mr. Craig Doyle, Vice President of Information Systems, presented the Audio Visual features for the Board Room in the New South Tower.

**CONSENT AGENDA** Motion was made by Mr. Davis, duly seconded by Mr. Core to accept the items presented under the Consent Agenda without deliberation or discussion. Motion Carried Without Dissent.

**OLD BUSINESS**

**St. Ann Lease Revised Resolution** - [Action] Mr. Jones presented a revised resolution relative to the St. Ann Lease. This resolution is identical to the original presented at the Facilities Committee meeting with the addition of the option to purchase the property at fair market value every five years.

- A motion was made by Mr. Core duly seconded by Mr. Bulloch to approve the revised Resolution for the St. Ann Lease as printed. Motion Carried Without Dissent

**NEW BUSINESS**

**2020 Election of Officers & Committee Appointments** - [Action] Mr. Evans opened nominations from the floor for the election of the following Board Officers for the 2020 term: Chairman and Vice Chairman.

- A motion was made by Mr. Core, duly seconded by Dr. Osbon, to nominate Mr. John A. Evans, to the position of Board Chairman for calendar year 2020. The motion was then made, and duly seconded, to close the nominations for Board Chairman. Motion Carried by Unanimous Consent; No Dissent [Mr. John Evans abstained]
- A motion was made by Mr. Davis, duly seconded by Dr. Osbon, to nominate Mr. James Core to the position of Board Vice Chairman for calendar year 2020. The motion was then made, and duly
seconded, to close the nominations for Board Vice Chairman. Motion Carried by Unanimous Consent; No Dissent [Mr. James Core abstained]

Board Committee Appointments for 2020 will remain the same as 2019, a list of the 2020 Board Committee Appointments was submitted for inclusion in the minutes.

EXECUTIVE SESSION Upon motion by Dr. Osbon, duly seconded by Ms. Dossett, the Board entered Executive Session to discuss strategic planning and marketing activities and personnel matters and to receive the records and proceedings of the Hospital’s medical staff, confidential medical records, medical records statistics, Quality Committee and Safety Council minutes and reports, Medical Staff applications for appointments and reappointments, and any other records and documents related thereto, all pursuant to any of the following: (i) LSA-R.S. 42:17 (Exceptions to open meetings), (ii) LSA-R.S. 44:7(D) [Hospital records]; (iii) LSA-R.S. 42:16 (Executive sessions); (iv) The Enhanced Ability to Compete Law (LSA- R.S. 46:1071 et. seq.); or (v) records that relate to the personal privacy of individuals who serve on the Board or at St. Tammany Parish Hospital and are protected by the Louisiana Constitution, Article I, Section 5.

- Motion Carried Without Dissent.

1:09 p.m. Entered Executive Session 3:10 p.m. Returned to Open Session

MOTIONS
1. MOTION TO ACCEPT ALL ITEMS IN THE EXECUTIVE SESSION CONSENT AGENDA. Motion was made by Mr. Core, duly seconded by Mr. Davis, to accept all items as presented in the Executive Session Consent Agenda. Motion Carried Without Dissent

2. MOTION TO ACCEPT THE APPOINTMENTS AND CREDENTIALING OF THE MEDICAL EXECUTIVE COMMITTEE OF DECEMBER 18, 2019. Motion was made Dr. Laurent, duly seconded by Mr. Bulloch, to accept the appointments and credentialing of the Medical Executive Committee of December 18, 2019. Motion Carried Without Dissent

3. MOTION TO ACCEPT ALL OTHER RECOMMENDATIONS OF THE MEDICAL EXECUTIVE COMMITTEE OF DECEMBER 18, 2019. Motion was made by Dr. Laurent, duly seconded by Ms. Dossett, to accept all other recommendations of the Medical Executive Committee of December 18, 2019. Motion Carried Without Dissent

4. MOTION TO ACCEPT THE MINUTES OF THE QUALITY COMMITTEE MEETING OF DECEMBER 5, 2019. Motion was made by Dr. Osbon, duly seconded by Mr. Core, to accept the minutes of the Quality Meeting of December 5, 2019. Motion Carried Without Dissent

5. MOTION TO AUTHORIZE ARCHITECTS TO DEVELOP A PLAN FOR THE 11TH AVENUE SITE, TAKING INTO ACCOUNT THE MATTA PROPERTY, AS RECOMMENDED BY THE FACILITIES COMMITTEE MEETING OF DECEMBER 16, 2019. Motion was made by Mr. Core, duly seconded by Ms. Dossett, authorize architects to develop a plan for the 11th Avenue Site as presented. Motion Carried Without Dissent.
6. MOTION TO AUTHORIZE MANAGEMENT TO CANCEL AGREEMENT WITH STIRLING ON THE MKOVICH PROPERTY, AS RECOMMENDED BY THE FACILITIES COMMITTEE MEETING OF DECEMBER 16, 2019. Motion was made by Mr. Core, duly seconded by Mr. Bulloch, to cancel the agreement with Stirling on the Markovich Property as presented. Motion Carried Without Dissent.

7. MOTION TO AUTHORIZE MANAGEMENT TO EXECUTE STRYKER OPERATING ROOM EQUIPMENT DOCUMENTS PRIOR TO DECEMBER 31, 2019 AS RECOMMENDED BY THE FINANCE/AUDIT COMMITTEE MEETING OF DECEMBER 18, 2019. A motion was made by Dr. Laurent, duly seconded by Mr. Davis, to authorize Management to Stryker Operating Room Equipment prior to December 31st, 2019.
   A roll call vote was taken, and the Motion Carried Without Dissent.
   In Favor of Approval: Messrs. Bulloch, Davis and Evans; Dr. Osbon; Ms. Dossett and Dr. Laurent
   Abstentions: none

8. MOTION TO APPROVE THE 2020 OPERATING BUDGET AND CAPITAL BUDGET, AS PRESENTED AND RECOMMENDED BY THE FINANCE/AUDIT COMMITTEE MEETING OF DECEMBER 18, 2019. A motion was made by Mr. Davis, duly seconded by Dr. Osbon, to approve the 2020 Operating Budget and Capital Budget. Motion Carried Without Dissent.
   A roll call vote was taken, and the Motion Carried Without Dissent.
   In Favor of Approval: Messrs. Bulloch, Davis and Evans; Dr. Osbon; Ms. Dossett and Dr. Laurent
   Abstentions: none

9. MOTION TO EXECUTE THE LAPORETE AUDIT ENGAGEMENT LETTER FOR THE HOSPITAL & FOUNDATION AS RECOMMENDED BY THE FINANCE/AUDIT COMMITTEE MEETING OF DECEMBER 18, 2019. Motion was made by Mr. Davis, duly seconded by Mr. Bulloch to execute the LaPorte Audit Engagement Letter. Motion Carried Without Dissent.

10. MOTION TO APPROVE THE THIRD RESOLUTION TO THE JOINT OPERATING AGREEMENT AS PRESENTED. Motion was made by Mr. Core, duly seconded by Ms. Dossett to approve the Third Amendment to the Joint Operating Agreement as presented. Motion Carried Without Dissent.

11. MOTION TO APPROVE THE FOURTH RESOLUTION TO THE JOINT OPERATING AGREEMENT AS PRESENTED. Motion was made by Mr. Bulloch, duly seconded by Dr. Laurent to approve the Fourth Amendment to the Joint Operating Agreement as presented. Motion Carried Without Dissent.

12. MOTION TO INCREASE THE GENERAL SURGERY CALL PAY RATE TO $750.00 PER DAY DUE TO TRAUMA DESIGNATION. Motion was made by Dr. Laurent, duly seconded by Mr. Bulloch to increase the General Surgery call pay rate due to the high burden of call from the trauma designation.
   A roll call vote was taken, and the Motion Carried Without Dissent.
   In Favor of Approval: Messrs. Bulloch, Davis and Evans; Dr. Osbon; Ms. Dossett and Dr. Laurent
   Abstentions: none
Minutes Approved By:

[Signature]

John Evans, Chairman, Board of Commissioners

1/23/20
Date of Approval