

SPECIAL MEETING MINUTES
ST. TAMMANY PARISH HOSPITAL SERVICE DISTRICT NO. 2
d/b/a SLIDELL MEMORIAL HOSPITAL BOARD OF COMMISSIONERS

MONDAY - JANUARY 6, 2025 - 6:00 P.M.
SLIDELL MEMORIAL HOSPITAL FOUNDERS BUILDING
CONFERENCE ROOM (1ST Floor), 1150 ROBERT BLVD., SLIDELL, LA

The meeting of the St. Tammany Parish Hospital Service District No. 2 Board of Commissioners was held on Monday, January 6, 2025

THOSE BOARD MEMBERS IN ATTENDANCE:

Mr. Joseph "Joe" DiGiovanni
Mr. Larry Englande
Dr. Walter "Dub" Lane
Dr. Tommy Morris
Mr. James "Bill" Newton
Dr. Francis Petitto
Ms. Kristen Stanley-Wallace

THOSE BOARD MEMBERS ABSENT: *(* joined via video/teleconference; not counted in quorum)*

Ms. Georgia Johnson
Dr. Robert Mercadel

THOSE ALSO PRESENT: *(* joined via video/teleconference)*

Ms. Sandy Badinger, Chief Executive Officer
Mr. Pat Bolander, Chief Financial Officer
Ms. Kathy Esponge, Senior Executive Assistant
Mr. Gilbert Ganuchau, Chief Legal Officer
Mr. Ray Holmes, Chief Nursing Officer
Dr. Charlane Liles, Vice President Medical Affairs
Ms. Holly Sanchez, Chief Administrative Officer
Mr. Jason Wilson, Chief Operating Officer

Mr. Dayna Hall, Ochsner Manager of Business Operations & Planning -Northshore East and Mississippi Gulf Coast Region
Dr. Alisha Lacour, Ochsner Chief Executive Officer -Northshore and Mississippi Gulf Coast Region
Dr. Richard Leblanc, Ochsner Regional Medical Director -Northshore East and Mississippi Gulf Coast Region
Dr. Timothy Riddell, Ochsner Chief Medical Officer -Northshore, Mississippi Gulf Coast, Baton Rouge, Acadiana, and Rush Regions
Mr. Ken Smith, Ochsner Chief Operating Officer -Northshore and Mississippi Gulf Coast Region

Ms. Stephanie Ferry, Raymond James & Associates
Mr. C. Grant Schlueter, Foley & Judell, LLP

CALL TO ORDER

The meeting was called to order at 6.01 p.m. by Mr. Englande, Chair.

DECLARATION OF QUORUM

Mr. Englande declared a quorum of the Board was present

PRAYER

Mr. Ganuchau delivered the invocation

PLEDGE OF ALLEGIANCE

Mr. Englande led in reciting the Pledge of Allegiance.

RECOGNITION OF GUESTS

Mr. Englande welcomed all guests in attendance

BOARD OF COMMISSIONERS OATH OF OFFICE

- a. **Francis J. Petitto, M.D.** – New appointment as 2025 Medical Staff President/Chief of Staff; oath administered at this meeting to fill one year term commencing January 1, 2025 and ending December 31, 2025. Mr. Englande welcomed him to the Board

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CALL FOR SPECIAL ELECTION / GENERAL OBLIGATION BOND RESOLUTION

Upon discussion led by Mr. Schlueter and market update given on G O Bonds by Ms. Ferry, a motion was made by Dr. Lane and seconded by Mr. DiGiovanni to adopt a resolution ordering and calling a special election to be held in St. Tammany Parish Hospital District No. 2, to authorize the incurring of debt and issuance of bonds thereon, making application to the State Bond Commission; and providing for other matters in connection therewith as presented. The District proposes to reduce the millage rate to 5.99 mills for the 2025 tax roll and to propose \$51,520,000 of general obligation bonds.

There being no comments by the public and after complete discussion, vote by roll call was held as follows.

Affirmative – Yea: Mr. DiGiovanni, Mr. Englande, Dr. Lane, Dr. Morris, Mr. Newton,
Dr. Petitto, Ms. Stanley-Wallace

Negative – No: None

Abstain: None

Absent: Ms. Johnson, Dr. Mercadel

The motion passed.

CAPITAL IMPROVEMENT PLAN / GENERAL BOND RESOLUTION

A motion was made by Dr. Lane and seconded by Dr. Morris to adopt a resolution approving the Capital Improvement Plan, designating purposes for which proceeds of proposed General Obligation Bonds will be budgeted, and otherwise providing with respect thereto as presented.

There being no comments by the public and after complete discussion, vote was held as follows:

Affirmative – Yea: Mr. DiGiovanni, Mr. Englande, Dr. Lane, Dr. Morris, Mr. Newton,
Dr. Petitto, Ms. Stanley-Wallace

Negative – No: None

Abstain: None

Absent: Ms. Johnson, Dr. Mercadel

The motion passed.

EXECUTIVE/STRATEGIC SESSION

There being no comments by the public and there being no further discussion, a motion was made by Mr. Newton and seconded by Ms. Stanley-Wallace for the Board of Commissioners to go into Executive Session in order to receive the records and proceedings of the Hospital Medical Executive/Credentials Committee, reports, statistics, minutes and proceedings of the Hospital/Medical Staff Quality Assurance Committee, standing committees of the Board, and any other related records and documents, pursuant to La. R.S. 42:17, La. R.S. 42:16, and La. R.S. 44:7D, and those items considered key to strategic planning and marketing as provided by La. R.S. 46:1073.

Vote was held as follows:

Affirmative – Yea: Mr. DiGiovanni, Dr. Lane, Dr. Morris, Mr. Newton, Dr. Petitto, Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Ms. Johnson, Dr. Mercadel

The motion passed.

The Board of Commissioners went into Executive Session at 6:13 p.m.

RETURN TO OPEN SESSION

A motion was made by Mr. DiGiovanni and seconded by Ms. Stanley-Wallace for the Board of Commissioners to return to open session.

Vote was held as follows:

Affirmative – Yea: Mr. DiGiovanni, Dr. Lane, Dr. Morris, Mr. Newton, Dr. Petitto, Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Ms. Johnson, Dr. Mercadel

The motion passed.

The Board of Commissioners returned to Open Session at 6:15 p.m.

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MUNICIPAL ADVISOR AGREEMENT

A motion was made by Dr. Lane and seconded by Ms. Stanley-Wallace to approve the Municipal Advisory Agreement by and between St. Tammany Parish Hospital District No. 2 and Raymond James & Associates, Inc. as presented.

There being no comments by the public and after complete discussion, vote was held as follows:

Affirmative – Yea: Mr. DiGiovanni, Dr. Lane, Dr. Morris, Mr. Newton, Dr. Petitto, Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Ms. Johnson, Dr. Mercadel

The motion passed.

ADJOURNMENT

There being no final comments by the public or further discussion, a motion was made by Dr. Morris and seconded by Mr. Newton to adjourn. The motion passed unanimously, and the meeting was *adjourned at 6:16 p.m.*

(original signature on file)
LARRY P. ENGLANDE, SR.
CHAIR

(original signature on file)
WALTER J. "DUB" LANE JR.
SECRETARY

(Minutes approved by Board of Commissioners on January 27, 2025)

The following resolution was offered by WALTER J. "BUB"
LANE, JR. and seconded
by JOSEPH "JOE"
ALBIOVANNI, JR.:

RESOLUTION

A resolution approving the "CAPITAL IMPROVEMENT PLAN", designating purposes for which proceeds of proposed General Obligation Bonds will be budgeted, and otherwise providing with respect thereto.

WHEREAS, the Administration has submitted their report and recommendations concerning capital improvements for St. Tammany Parish Hospital Service District No. 2 (the "District"), together with a recommendation that the foregoing be funded through not exceeding \$51,520,000 of General Obligation Bonds of the District; and

WHEREAS, the Board of Commissioners of St. Tammany Parish Hospital Service District No. 2, now desires to accept and approve said report and recommendations as herein provided and to let the citizens of the District know for which projects the proceeds of said bonds will be budgeted;


NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of St. Tammany Parish Hospital Service District No. 2 (the "Governing Authority"), acting as the governing authority of St. Tammany Parish Hospital Service District No. 2 (the "District"), that:

SECTION 1. This Board of Commissioners hereby approves the "CAPITAL IMPROVEMENT PLAN", a copy of which is annexed hereto as Exhibit "A". In order to provide funding for the Capital Improvement Plan, this Board of Commissioners plans to submit to the voters for their consideration a proposition authorizing the issuance of not exceeding \$51,520,000 of General Obligation Bonds. Upon approval of the bond proposition by the voters, the proceeds thereof shall be applied, to the extent feasible, to the specific projects set forth in said Capital Improvement Plan. Should any bond proceeds remain after providing for the respective projects set forth in the Capital Improvement Plan, such remaining proceeds shall be applied to projects in the District determined and approved by the Board of Commissioners on a priority basis. This Board of Commissioners does hereby commit and pledge itself to so budget such bond proceeds for said respective projects.

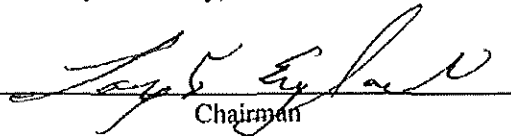
This resolution having ben submitted to a vote, the vote thereon was as follows:

<u>Board Members</u>	<u>Yea</u>	<u>Nay</u>	<u>Absent</u>	<u>Abstaining</u>
Larry P. Englande, Sr.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Joseph DiGiovanni, Jr.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Walter J. Lane	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Georgia M. Johnson	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Francis J. Pettito	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Robert C. Mercadel	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Tommy C. Morris	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
James W. Newton	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Kristen R. Stanley-Wallace	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

And the resolution was declared adopted on this, the 6th day of January, 2025.



Secretary



Chairman

Exhibit A

St. Tammany Parish Hospital Service District #2 (DBA: Slidell Memorial Hospital)

CAPITAL IMPROVEMENT PLAN

1/6/2025

Facilities, Equipment and Technology

Emergency Services

Enhance facility structure to optimize patient flow, increase capacity, enhance privacy, and incorporate better patient-centered design elements and ensuring efficient movement within the space. This includes advanced imaging and other furniture, fixtures and equipment to enhance emergency services

Estimated Costs **\$10,900,000**

Cancer Care

Expand facility for growth of comprehensive cancer services by adding additional exam rooms, upgrades to advanced imaging equipment/technology and other support services

Estimated Costs **\$12,820,000**

Women's and Infant Care

Procure upgraded equipment/technologies and other support services for future Women's and Infant services

Estimated Costs **\$9,000,000**

Pediatric/Primary Access to Care

Create outpatient family centered pediatric and primary care centers to include access to outpatient specialty care. Includes infrastructure and equipment

Estimated Costs **\$15,000,000**

Parking and other Infrastructure projects

Estimated Costs **\$4,000,000**

To include additional parking and other infrastructure projects.

CAPITAL IMPROVEMENT PLAN TOTAL (ESTIMATED COSTS)

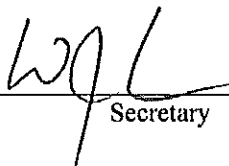
\$51,520,000

STATE OF LOUISIANA

PARISH OF ST. TAMMANY

I, the undersigned Secretary of the Board of Commissioners of St. Tammany Parish Hospital Service District No. 2 (the "Governing Authority"), acting as the governing authority of St. Tammany Parish Hospital Service District No. 2 (the "District"), do hereby certify that the foregoing pages constitute a true and correct copy of the proceedings taken by said Governing Authority on January 6, 2025, approving the "CAPITAL IMPROVEMENT PLAN", designating purposes for which proceeds of proposed General Obligation Bonds will be budgeted, and otherwise providing with respect thereto.

IN FAITH WHEREOF, witness my official signature at Slidell, Louisiana, on this, the 6th day of January, 2025.



Secretary