

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

MONDAY - MARCH 25, 2024 - 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, March 25, 2024.

THOSE BOARD MEMBERS IN ATTENDANCE:

Mr. Joseph “Joe” DiGiovanni
Mr. Larry Englande
Ms. Georgia Johnson *(arrived at 6:07 p.m.)*
Dr. Walter “Dub” Lane
Dr. Matthew McElveen
Dr. Robert Mercadel *(arrived at 6:12 p.m.)*
Dr. Tommy Morris
Mr. James “Bill” Newton
Ms. Kristen Stanley-Wallace

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

None

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 Ganucheau, Chief Legal Officer
Mr. Ray Holmes, Chief Nursing Officer
Dr. James Newcomb, Vice President Medical Affairs
Ms. Holly Sanchez, Chief Administrative Officer

Dr. Richard Leblanc, Ochsner Regional Medical Director -Northshore East and Mississippi Gulf Coast Region
Dr. Timothy Riddell, Ochsner Chief Executive Officer -Northshore and Mississippi Gulf Coast Region
Mr. Ken Smith, Ochsner Chief Operating Officer -Northshore and Mississippi Gulf Coast Region
Ms. Laurie Panzeca, SMH Foundation Executive Director
Mr. Jim Tonglet, SMH Foundation Board Chairman

CALL TO ORDER

The meeting was called to order at 6:04 p.m. by Mr. Englande, Chair.

DECLARATION OF QUORUM

Mr. Englande declared a quorum of the Board was present.

PRAYER

Mr. Ganucheau 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.

NEXT BOARD MEETINGS

The next Board of Commissioners meetings will be held at 6:00 p.m. in the Slidell Memorial Hospital Founders Building Conference Room (1ST Floor), 1150 Robert Blvd., Slidell, LA.

- a. **Special Meeting on April 8, 2024** – held quarterly in conjunction with the OH/SMH JOA Strategy and Oversight Committee
- b. **Regular Meeting on April 29, 2024** – held monthly

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REPORTS AND PRESENTATIONS

Ms. Johnson arrived at 6:07 p.m. and Dr. Mercadel arrived at 6:12 p.m. during the Foundation presentation below.

- a. **SMH Foundation Executive Director – Laurie Panzeca; Chairman – Jim Tonglet**
 - **SMH Foundation Annual Report** – Annual report was presented for 2023 and included information on social media platforms/follower increase, grant awards (15), office volunteers (5), new office associate (1), and special events (Driving Out Cancer Golf Tournament and Rooftop Rendezvous). A summary of financial results, fundraising, investments, and 2023 annual campaign were also presented in addition to the 2024 strategic planning session and new board of trustee members.
- b. **Chief Legal Officer – Gil Ganucheau**
 - **Louisiana Board of Ethics Annual Tier 2.1 Financial Disclosure Statement, Forms 417 and 405** – Reviewed the annual requirements surrounding the filing of Form 417 and Form 405. The deadline for filing, via US mail, fax, or on-line, is May 15, 2024 for calendar year 2023. Fines will occur if not received in a timely manner and it was recommended to Commissioners to keep evidence of submission.
- c. **Chief Executive Officer – Sandy Badinger**
 - **SMH/Ochsner Public Forum** – Reminder was given of the public forum being held on March 28th at 6:30 p.m. in the Slidell Auditorium. Several board members expressed their interest to attend, however, was requested to keep it down to four.
- d. **Board Chair – Larry Englande**
 - **Louisiana Hospital Association Summer Conference Announcement** – This year’s conference will be held on July 22-24, 2024 at the Perdido Beach Resort in Orange Beach, Alabama. Upon review of the conference materials distributed, please consider attending and inform Ms. Esponge by way of completing the questionnaire provided and returning to her by May 1st for registration purposes as well as preferences on optional activities. A dinner for Commissioners, Senior Leaders, and their spouse/guest has also been planned for July 22nd at the Louisiana Lagniappe Restaurant.

LEVY AND COLLECTION OF AD VALOREM TAX RESOLUTION 2024
- ST. TAMMANY PARISH TAX ASSESSOR

A motion was made by Dr. Lane and seconded by Mr. DiGiovanni to adopt a resolution providing for the levy and collection of ad valorem tax (6.75 mils) in St. Tammany Parish Hospital Service District No. 2, to be spread upon the 2024 Assessment Roll of said Parish as presented.

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

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

Negative – No: None

Abstain: None

Absent: None

The motion passed unanimously.

CARDIO-PULMONARY BYPASS PUMPS
PUBLIC BID ACCEPTANCE AND AWARD

A motion was made by Dr. Lane and seconded by Dr. Mercadel to accept the public bid and to award the contract to MBA Medical, Inc. for the project identified as “Cardio-Pulmonary Bypass Pumps (Perfusion System), RFB #24-03-01E” for the contract sum of Two Hundred Thirty Six Thousand Two Hundred Forty One Dollars (\$236,241.00) a piece, with a twelve (12) month warranty, for the acquisition of two (2) pieces of equipment; and for a resolution to authorize the Chairman of the Board, the Chief Executive Officer, the Chief Financial Officer, or any of them, to execute an agreement between the District and MBA Medical, Inc. for the capital equipment expenditure as presented.

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

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

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: None

The motion passed.

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CONTRAST MEDIA INJECTORS
PUBLIC BID ACCEPTANCE AND AWARD

A motion was made by Dr. Lane and seconded by Dr. Mercadel to accept the public bid and to award the contract to ACIST Medical Systems, Inc. for the project identified as “Contrast Media Injectors (Cath Lab), RFB #24-03-02E” for the contract sum of One Hundred Sixty Seven Thousand Four Hundred Eighty Dollars (\$167,480.00) a piece, with a seven (7) year limited warranty, for the acquisition of three (3) pieces of equipment; and for a resolution to authorize the Chairman of the Board, the Chief Executive Officer, the Chief Financial Officer, or any of them, to execute an agreement between the District and ACIST Medical Systems, Inc. for the capital equipment expenditure as presented. There being no comments by the public and after complete discussion, vote was held as follows:

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

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: None

The motion passed.

ANESTHESIA MACHINES

A motion was made by Dr. Lane and seconded by Dr. Mercadel to approve the Anesthesia Machines capital expenditure at a cost not to exceed \$507,255.00 and to authorize the Chairman of the Board, the Chief Executive Officer, the Chief Financial Officer, or any of them, to execute an agreement between the District and GPO vendor selected for said project as presented.

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

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

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: None

The motion passed.

ECONOMIC RENT ANALYSIS REVISION

A motion was made by Dr. Lane and seconded by Ms. Johnson to accept the Economic Ren Analysis Revision with rental rate ranges as presented.

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

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

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: None

The motion passed.

CONSENT AGENDA

A motion was made by Ms. Johnson and seconded by Mr. Newton to approve the Consent Agenda as presented:

- a. Approve Board Meeting Minutes, February 26, 2024 (Regular Meeting)**
- b. Accept Infection Prevention and Control Plan 2024**
- c. Adopt Louisiana Legislator’s Compliance Questionnaire (Audit Period 2023)**
- d. Adopt Sales Tax Exemption Resolution 2024**
- e. Ratify Signed Contracts Received, February 2024**

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

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

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: None

The motion passed.

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EXECUTIVE/STRATEGIC SESSION

There being no comments by the public and there being no further discussion, a motion was made by Mr. DiGiovanni and seconded by Ms. Johnson 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, Ms. Johnson, Dr. Lane, Dr. McElveen, Dr. Mercadel, Dr. Morris,
Mr. Newton, Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: None

The motion passed.

The Board of Commissioners went into Executive Session at 6:46 p.m.

Guest presenters exited the meeting.

RETURN TO OPEN SESSION

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

Vote was held as follows:

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

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: None

The motion passed.

The Board of Commissioners returned to Open Session at 7:24 p.m.

MEDICAL STAFF AND ALLIED HEALTH PROFESSIONAL PRIVILEGES

A motion was made by Dr. McElveen and seconded by Dr. Mercadel to approve the Medical Staff and Allied Health Professional Privileges as presented.

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

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

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: None

The motion passed.

SMH FINANCIAL REPORT

A motion was made by Dr. Lane and seconded by Ms. Johnson to accept the monthly SMH Financial Report as presented.

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

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

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: None

The motion passed.

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**FY 2023 INDEPENDENT AUDIT PREPARATION AND REPORTING PLAN
STATEWIDE AGREED-UPON PROCEDURES “SAUP” REVISION**

A motion was made by Dr. Lane and seconded by Mr. Newton to accept the FY 2023 Independent Audit Reporting Plan for Statewide Agreed-Upon Procedures “SAUP” Revision as presented.

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

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

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: None

The motion passed.

CONSENT AGENDA

A motion was made by Dr. Morris and seconded by Mr. DiGiovanni to approve the Consent Agenda as presented:

- a. Accept Draft of Finance Committee Minutes, March 18, 2024**
- b. Accept Draft of Quality Committee Minutes, March 20, 2024**
- c. Accept Quality Report (Hospital)**
- d. Accept Grievance Summary Annual Report**
- e. Accept Northshore Rehabilitation Hospital Financial Report (“NSR”-Rehab Joint Venture)**
- f. Approve/Accept Prof. Liability/Malpractice Settlement Requests**
 - LHA Trust Funds Claim No. T51X-200823045-40 (*approve*)
 - LHA Trust Funds Claim No. T51X-191123283-40 (*accept/concur*)
 - LHA Trust Funds Claim No. T51X-220424808-20 (*accept/concur*)
- g. Ratify Signed Marketing/Strategic Contracts Received, February 2024**

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

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

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: None

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 Ms. Stanley-Wallace to adjourn. The motion passed unanimously and the meeting was *adjourned at 7:25 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 April 29, 2024)