

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

**MONDAY - JULY 29, 2024 - 6:00 P.M.**  
**SLIDELL MEMORIAL HOSPITAL FOUNDERS BUILDING**  
**CONFERENCE ROOM (1<sup>ST</sup> 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, July 29, 2024.

**THOSE BOARD MEMBERS IN ATTENDANCE:**

Mr. Joseph “Joe” DiGiovanni  
Mr. Larry Englande  
Ms. Georgia Johnson (*arrived at 6:27 p.m.*)  
Dr. Matthew McElveen  
Dr. Robert Mercadel  
Dr. Tommy Morris  
Mr. James “Bill” Newton  
Ms. Kristen Stanley-Wallace

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

Dr. Walter “Dub” Lane

**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

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Dr. Richard Leblanc, Ochsner Regional Medical Director -Northshore East and Mississippi Gulf Coast Region  
Mr. Ken Smith, Ochsner Chief Operating Officer -Northshore and Mississippi Gulf Coast Region

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

**CALL TO ORDER**

The meeting was called to order at 6:03 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 MEETING**

The next regular monthly Board of Commissioners meeting is scheduled for Monday, August 26, 2024 at 6:00 p.m. in the Slidell Memorial Hospital Founders Building Conference Room (1<sup>st</sup> Floor), 1150 Robert Blvd., Slidell, LA.

**REPORTS AND PRESENTATIONS**

- a. **Chief Legal Officer – Gil Ganucheau**  
Annual education instructions will be coming soon.

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**b. Board Chair – Larry Englande**

• **Louisiana Hospital Association Summer Conference**

**Report to SMH Board** (Per Act 365; R.S. 46:1098.7 (24)(a)) – Attended by Commissioners Mr. DiGiovanni, Mr. Englande, Ms. Johnson, and Ms. Stanley-Wallace; also attended by several senior leaders (Ms. Badinger, Mr. Bolander, Mr. Ganuchau, Mr. Holmes, and Ms. Sanchez). All of the presentations made at the conference have been uploaded to the Board’s portal for referencing.

*Ms. Johnson arrived at 6:27 p.m. towards the end of the discussion regarding the G.O. Bond Reimbursement agenda topic.*

**GOVERNMENTAL OBLIGATION (G.O.) BOND REIMBURSEMENT RESOLUTION**

Upon discussion led by Mr. Schlueter, a motion was made by Dr. Mercadel and seconded by Dr. Morris to declare the official intent of St. Tammany Parish Hospital Service District No. 2 to reimburse itself with the proceeds of one or more tax-exempt bond financings for expenditures; and providing for other matters in connection therewith, as presented.

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

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

Negative – No: None

Abstain: Ms. Johnson

Absent: Dr. Lane

The motion passed.

*Dr. Mercadel exited the meeting at 6:35 p.m.*

**INTRA-AORTIC BALLOON PUMP SYSTEM  
PUBLIC BID ACCEPTANCE AND AWARD**

A motion was made by Mr. DiGiovanni and seconded by Mr. Newton to accept the public bid(s) and to award the contract to Interflex, LLC for the capital equipment identified as “Intra-Aortic Pump Systems, RFB #24-07-01E” for the contract sum of Three Hundred Thirty Two Thousand Seventy Two Dollars (\$332,272.00) 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 Interflex, LLC; to appoint said Contractor as agent of the District when purchasing materials to be used in the construction of said project; to authorize execution of “Designation of Construction Contractor as Agent of Governmental Entity and Exemption Certificate” for the subcontractors, identified by Contractor and approved by Slidell Memorial Hospital, involved in construction of said project; and to authorize execution of such documents and to have such additional authority as necessary and appropriate to accomplish the intent of this resolution 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. McElveen, Dr. Morris, Mr. Newton, Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane, Dr. Mercadel

The motion passed.

*Dr. Mercadel returned to the meeting at 6:37 p.m.*

**SMH HEART CENTER STRUCTURAL ROOF REPAIRS  
PUBLIC BID AUTHORIZATION**

A motion was made by Mr. DiGiovanni and seconded by Dr. Mercadel to authorize issuance of Public Bid for the SMH Heart Center Structural Roof Repairs 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. McElveen, Dr. Mercadel, Dr. Morris, Mr. Newton,  
Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane

The motion passed.

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**ORTHOPEDIC DRILLS (Surgical Services, SMH Main/East)**

A motion was made by Mr. DiGiovanni and seconded by Dr. McElveen to approve the Orthopedic Drills capital expenditure at a cost not to exceed \$579,465.98 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 Slidell Memorial Hospital 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. McElveen, Dr. Mercadel, Dr. Morris, Mr. Newton,  
Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane

The motion passed.

**BRUKER MALDI-TOF ANALYZER (Laboratory)**

A motion was made by Mr. DiGiovanni and seconded by Dr. McElveen to approve the Bruker Maldi-TOF Analyzer capital expenditure at a cost not to exceed \$235,975.00 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 Slidell Memorial Hospital 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. McElveen, Dr. Mercadel, Dr. Morris, Mr. Newton,  
Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane

The motion passed.

**SMH EAST ASU EXPANSION EQUIPMENT**

A motion was made by Mr. DiGiovanni and seconded by Ms. Johnson to approve the SMH East ASU Expansion Equipment capital expenditure at a cost not to exceed \$250,550.00 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 Slidell Memorial Hospital 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. McElveen, Dr. Mercadel, Dr. Morris, Mr. Newton,  
Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane

The motion passed.

**QUARTERLY UNAUDITED FINANCIAL STATEMENT HIGHLIGHTS (Per Act 562/365)**

A motion was made by Mr. DiGiovanni and seconded by Mr. Newton to accept the Quarterly Unaudited Financial Statement Highlights (Per Act 562/365) 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. McElveen, Dr. Mercadel, Dr. Morris, Mr. Newton,  
Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane

The motion passed.

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**CONTRACTS**

A motion was made by Mr. DiGiovanni and seconded by Ms. Johnson to ratify the Contracts Received/Signed in June 2024 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. McElveen, Dr. Mercadel, Dr. Morris, Mr. Newton,  
Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane

The motion passed.

**BOARD MEETING MINUTES – June 24, 2024**

A motion was made by Ms. Johnson and seconded by Dr. Morris to approve the Board of Commissioners Regular Meeting Minutes for June 24, 2024 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. McElveen, Dr. Mercadel, Dr. Morris, Mr. Newton,  
Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane

The motion passed.

**COOPERATIVE ENDEAVOR AGREEMENT – THE SLIDELL LIONS CLUB**

A motion was made by Ms. Stanley-Wallace and seconded by Dr. Morris to approve the Cooperative Endeavor Agreement with The Slidell Lions Club 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. McElveen, Dr. Mercadel, Dr. Morris, Mr. Newton,  
Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane

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. 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. McElveen, Dr. Mercadel, Dr. Morris, Mr. Newton,  
Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane

The motion passed.

**The Board of Commissioners went into Executive Session at 6:48 p.m.**

*Guest presenters exited the meeting.*

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**RETURN TO OPEN SESSION**

A motion was made by Ms. Johnson and seconded by Mr. Newton for the Board of Commissioners to return to open session.

Vote was held as follows:

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

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane

The motion passed.

**The Board of Commissioners returned to Open Session at 7:20 p.m.**

**SMH HEART CENTER STRUCTURAL ROOF REPAIRS  
BUDGET APPROVAL**

A motion was made by Mr. DiGiovanni and seconded by Ms. Stanley-Wallace to approve the budget for the Heart Center Structural Roof Repairs 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. McElveen, Dr. Mercadel, Dr. Morris, Mr. Newton,  
Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane

The motion passed.

**SMH FINANCIAL REPORT**

A motion was made by Mr. DiGiovanni and seconded by Dr. Morris 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. McElveen, Dr. Mercadel, Dr. Morris, Mr. Newton,  
Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane

The motion passed.

**LOUISIANA HOME CARE OF SLIDELL FINANCIAL REPORT**

A motion was made by Mr. DiGiovanni and seconded by Ms. Stanley-Wallace to accept the monthly Louisiana Home Care of Slidell Financial 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. McElveen, Dr. Mercadel, Dr. Morris, Mr. Newton,  
Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane

The motion passed.

**NORTHSHORE REHABILITATION HOSPITAL FINANCIAL REPORT**

A motion was made by Mr. DiGiovanni and seconded by Mr. Newton to accept the Northshore Rehabilitation Hospital Financial Report (“NSR”-Rehab Joint Venture) 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. McElveen, Dr. Mercadel, Dr. Morris, Mr. Newton,  
Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane

The motion passed.

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**CONTIGUOUS PROPERTY ACQUISITION AUTHORIZATION RESOLUTION**

A motion was made by Dr. Mercadel and seconded by Dr. Morris to authorize acquiring contiguous properties from the property owner/seller for a price not to exceed appraised Fair Market Value; and to authorize the Chairman of the Board of Commissioners and/or the Chief Executive Officer, Sandy T. Badinger, to execute such documents and to have such additional authority as necessary and appropriate to accomplish the intent of this resolution 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. McElveen, Dr. Mercadel, Dr. Morris, Mr. Newton,  
Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane

The motion passed.

**CONSENT AGENDA**

A motion was made by Dr. Morris and seconded by Ms. Stanley-Wallace to approve the Consent Agenda as presented:

- a. Accept Draft of Quality Committee Minutes, July 17, 2024**
- b. Accept Clinical Contracts Annual Report**
- c. Accept Quality Report (Hospital)**

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

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

Negative – No: None

Abstain: Mr. Englande (Chair)

Absent: Dr. Lane

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 7:28 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 August 26, 2024)*