

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

THURSDAY - NOVEMBER 21, 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 Thursday, November 21, 2024.

THOSE BOARD MEMBERS IN ATTENDANCE:

Mr. Joseph “Joe” DiGiovanni
Mr. Larry Englande
Ms. Georgia Johnson
Dr. Walter “Dub” Lane
Dr. Matthew McElveen
Dr. Robert Mercadel
Dr. Tommy Morris
Mr. James “Bill” Newton
Ms. Kristen Stanley-Wallace

THOSE BOARD MEMBERS ABSENT:

None

THOSE ALSO PRESENT:

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. Charlane Liles, Vice President Medical Affairs
Dr. James Newcomb, Vice President Medical Affairs
Mr. Jason Wilson, Chief Operating Officer

Ms. Veronica Aviles, Ochsner Administrative Fellow -Northshore and Mississippi Gulf Coast Region
Mr. Dayna Hall, Ochsner Manager of Business Operations & Planning -Northshore East and Mississippi Gulf Coast Region
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. Aisha Pujadas-Walsh, Ochsner Compliance Manager

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 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 December 2, 2024** – held quarterly in conjunction with the OH/SMH JOA Strategy and Oversight Committee
- b. **Regular Meeting on December 19 2024** – held monthly

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REPORTS AND PRESENTATIONS

a. Chief Legal Officer – Gil Ganucheau

- **SMH Annual Training Reminder** – Reminder given of several required courses to be completed by 12/15/24 via the Workday Learning site. To date, only one commissioner is 100% complete. Ms. Badinger also stated that all of the compliance type courses, including preventing sexual harassment and ethics training are looked at during audit for each calendar year.

b. Chief Executive Officer – Sandy Badinger

- **Chamber Innovation Award (Surgical Services & Patient Tower)** – Recognition award was received by the Hospital highlighting the tremendous progress made in cutting-edge technologies and enhancing patient care.
- **St. Tammany Corporation** – Participated in recent healthcare sector meeting for St. Tammany Parish and what we are doing and how we are partnering amongst ourselves, with the community, with the school board, and other education institutions.
- **Economic Development District Board Appointment** – Informed everyone of her recent appointment to represent the eastern side of the Parish.
- **Leapfrog Scores** – Hospital Safety Grades for Fall 2024 was recently released and the East Campus moved from a “B” to an “A”. and Main Campus, although still a “B”, is right on the cusp of achieving an “A”. This progress highlights our shared commitment to providing the best possible care to every patient, every day, across all our campuses.

c. Board Chair – Larry Englande

- **Board of Commissioners Education Conference/Retreat Follow Up** – Please return evaluation form to Ms. Sponge as we would like your feedback for future conference planning.
- **Louisiana Hospital Association Winter Healthcare Leadership Symposium** – Announcement was made of the symposium taking place on February 4-5, 2025 at the Renaissance Baton Rouge Hotel. Upon review of the agenda please advise Ms. Sponge if interested in attending.

BOARD AND BOARD COMMITTEE MEETING SCHEDULE 2025

A motion was made by Ms. Johnson and seconded by Mr. Newton to approve the Board and Board Committee Meeting Schedule for the calendar year 2025 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:

The motion passed.

**ANNOUNCEMENT OF PUBLIC MEETING FOR
SPECIAL ELECTION / G.O. BOND CONSIDERATION**

Upon reading the below announcement of public meeting, a motion was made by Dr. Lane and seconded by Mr. DiGiovanni to consider and take action with respect to announcing that the Board of Commissioners of St. Tammany Parish Hospital Service District No. 2, plans to consider adopting a resolution ordering and calling a special election to be held in St. Tammany Parish Hospital Service District No. 2, to authorize the issuance of general obligation bonds at its meeting on Monday, January 6, 2025 at 6:00 p.m. at the Slidell Memorial Hospital Founders Medical Building Conference Room, 1st Floor, 1150 Robert Blvd., Slidell, Louisiana as presented.

Announcement of Public Meeting

Notice is hereby given at its meeting to be held on Monday, January 6, 2025 at 6:00 p.m. at its regular meeting place, the Slidell Memorial Hospital Founders Medical Building Conference Room, 1st Floor, 1150 Robert Blvd., Slidell, Louisiana, the Board of Commissioners of St. Tammany Parish Hospital Service District No. 2, plans to consider adopting a resolution ordering and calling an election to be held in St. Tammany Parish Service District, No. 2 to authorize the issuance of general obligation bonds.

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There being no comments by the public and after complete discussion, including timeline and advertisement of public meeting announcement in official journal (*St. Tammany Farmer*) on December 4, 2024, 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:

The motion passed.

SMH IMAGING CENTER MRI REPLACEMENT PROJECT
EQUIPMENT APPROVAL

A motion was made by Dr. Lane and seconded by Dr. Morris to approve the SMH Imaging Center MRI Replacement Project Equipment at a cost no to exceed \$2,705,645.00 (two machines) and to authorize the Chairman of the Board, the Chief Executive Officer, the Chief Financial Officer, or either of them, to execute an agreement between Slidell Memorial Hospital and GPO vendor selected for equipment purchases of 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)

The motion passed.

SMH IMAGING CENTER MRI REPLACEMENT PROJECT
PUBLIC BID AUTHROIZATION FOR CONSTRUCTION COMPONENT

A motion was made by Dr. Lane and seconded by Ms. Stanley-Wallace to authorize public bid for the Construction Component of the SMH Imaging Center MRI Replacement 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)

The motion passed.

CONSTRUCTION CONTRACT CHANGE ORDER REQUEST RESOLUTION
DONAHUE FAVRET CONTRACTORS, INC. / 11 UNIT-SMH MAIN CAMPUS

A motion was made by Dr. Lane and seconded by Dr. Mercadel to adopt a resolution to authorize and direct the issuance of a change order to Donahue Favret Contractors, Inc. to accomplish the construction necessary to convert the 1100 Unit rooms of the Hospital (SMH Main campus) to single occupancy rooms and associated construction in an amount not exceed 10% of the original contract cost; and to authorize the Chairman of Board and/or the Chief Executive Officer to execute the Change Order and such documents 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. Lane, Dr. McElveen, Dr. Mercadel, Dr. Morris,
Mr. Newton, Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

The motion passed.

CONSENT AGENDA

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

- a. **Approve Board Meeting Minutes**
 - **October 28, 2024** (*Regular Meeting*)
 - **November 8, 2024** (*Education Conference/Retreat*)
- b. **Accept Medical Staff Committee Appointments 2025**
- c. **Ratify Signed Contracts Received in October 2024**

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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)

The motion passed.

EXECUTIVE/STRATEGIC SESSION

There being no comments by the public and there being no further discussion, a motion was made by Ms. Stanley-Wallace 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)

The motion passed.

The Board of Commissioners went into Executive Session at 6:25 p.m.

Guest presenter exited the meeting after making presentation early in executive session.

RETURN TO OPEN SESSION

A motion was made by Mr. Newton 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)

The motion passed.

The Board of Commissioners returned to Open Session at 7:23 p.m.

COMPLIANCE REPORT

A motion was made by Ms. Johnson and seconded by Ms. Stanley-Wallace to accept the semi-annual Compliance 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)

The motion passed.

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)

The motion passed.

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SMH FINANCIAL REPORT

A motion was made by Dr. Lane and seconded by Ms. Stanley-Wallace 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)

The motion passed.

**SMH IMAGING CENTER MRI REPLACEMENT PROJECT
BUDGET APPROVAL FOR CONSTRUCTION COMPONENT**

A motion was made by Dr. Lane and seconded by Dr. Morris to approve the budget for the Construction Component of the SMH Imaging Center MRI Replacement 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)

The motion passed.

457(F) PLAN ADMINISTRATION – 2025 NEW PLAN RESOLUTION

A motion was made by Dr. Lane and seconded by Ms. Johnson to adopt the 457(f) New Plan 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. Lane, Dr. McElveen, Dr. Mercadel, Dr. Morris,
Mr. Newton, Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

The motion passed.

EXECUTIVE COMPENSATION AND BENEFITS PLAN

A motion was made by Dr. Lane and seconded by Dr. Mercadel to approve the Executive Compensation and Benefits Plan, effective December 29, 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. Lane, Dr. McElveen, Dr. Mercadel, Dr. Morris,
Mr. Newton, Ms. Stanley-Wallace

Negative – No: None

Abstain: Mr. Englande (Chair)

The motion passed.

CONSENT AGENDA

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

- a. Approve Draft of Master Facility Plan Committee Minutes, November 11, 2024**
- b. Accept Draft of Finance Committee Minutes, November 18, 2024**
- c. Approve Draft of Executive Committee Minutes, November 18, 2024**
- d. Accept Draft of Quality Committee Minutes, November 20, 2024**
- e. Accept Master Facility Plan Report**
- f. Accept Quality Report (Hospital)**
- g. Accept Louisiana Home Care Financial Report**
- h. Accept Northshore Rehabilitation Hospital Financial Report (“NSR”-Rehab Joint Venture)**
- i. Approve Marketing/Strategic Contracts for November 2024 and Ratify Signed Marketing/Strategic Contracts Received in October 2024**

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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)

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. Johnson 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 December 19, 2024)