

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

**THURSDAY - JULY 20, 2023 - 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 Thursday, July 20, 2023.

**THOSE BOARD MEMBERS IN ATTENDANCE:**

Mr. Joseph “Joe” DiGiovanni  
Mr. Larry Englande  
Ms. Georgia Johnson  
Mr. James “Bill” Newton  
Ms. Kristen Stanley-Wallace

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

Dr. Cyril Bethala  
Dr. Walter “Dub” Lane  
Dr. Robert Mercadel  
Dr. Tommy Morris

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

Ms. Sandy Badinger, Chief Executive Officer  
Mr. Pat Bolander, Chief Financial Officer  
Ms. Claire Chitwood, Chief Operating Officer  
Ms. Kathy Esponge, Senior Executive Assistant  
Mr. Gilbert Ganucheau, Chief Legal Officer  
Mr. Ray Holmes, Interim Chief Nursing Officer  
Dr. Matthew McElveen, Vice President Medical Affairs-SMH Physicians Network  
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  
Dr. Timothy Riddell, Ochsner Chief Executive Officer -Northshore and Mississippi Gulf Coast Region \*

**CALL TO ORDER**

The meeting was called to order at 6:10 p.m. by Mr. Englande, Chair.

**DECLARATION OF QUORUM**

Mr. Englande declared a quorum of the Board was now 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 28, 2023 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**

- **STPHSD No. 2 (SMH) Nominating Committee and Appointing Authority Representatives** – A listing of current representatives for these two groups were shared with the Board.
- **Annual Training** – Reminder given of several required courses to be completed by 8/31/23 via the OLN education portal. A couple of others will be added before the end of the year, including Ethics and Sexual Harassment type courses which will need completion by 12/31/23. Instructions to access the OLN portal were handed out and can also be obtained via your Nasdaq Boardvantage Portal under Miscellaneous Info folder.

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**b. Chief Executive Officer – Sandy Badinger**

- **Spirit of Leadership Awards** – Several senior leaders will be attending the Ochsner’s annual award event being held on July 21<sup>st</sup> in New Orleans. SMH has been nominated and are a finalist for the ICU Integration Project, which was one of three projects named as award finalist of the year.
- **The Ness Center at Northlake** – This comprehensive outpatient clinic, located on the Northlake Behavioral Health System campus in Mandeville, provides various treatments for a wide range a mental health and substance use disorders. SMH has become a partner in a 6-month pilot program supporting the Slidell Police Department, Slidell Fire District 1, Coroner’s office, and the Center in this new mental health and crisis program whose goal is to get individuals with mental health issues to necessary care as quickly as possible to prevent suicides and overdose deaths. The emergency number for National Suicide Prevention Lifeline (NSPL) is “988”, which has been active in Louisiana since July 2022, will contact you with a local contact center with a live specialist training in emotional support, crisis intervention, and suicide prevention. You can also receive referrals to local behavioral health agencies/facilities.

**c. Board Chair – Larry Englade**

- **Louisiana Hospital Association Summer Conference** – Reminder given of the conference that begins on Monday, July 24<sup>th</sup> and dinner arranged for attendees on same evening. This is a great conference with a lot of good content provided by speakers from various backgrounds.
- **Board Education Retreat Reminder** – Upon review of responses received, the decision was made to hold the off-site Board Education Conference/Retreat on Friday, October 27<sup>th</sup> at the Southern Hotel in Covington with a planned dinner to include spouses on Thursday, October 26<sup>th</sup>. If there are any subjects you would like to be addressed on the agenda being formed, please let Ms. Badinger know.

**CONSENT AGENDA**

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

- a. Approve Board Meeting Minutes, June, 26, 2023**
- b. Accept Quarterly Unaudited Finance Statement Highlights (Per Act 562/365)**
- c. Ratify Signed Contracts Received in June 2023**

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

Affirmative – Yea: Mr. DiGiovanni, Mr. Englade, Ms. Johnson, Mr. Newton, Ms. Stanley-Wallace

Negative – No: None

Abstain: (Chair)

Absent: Dr. Bethala, Dr. Lane, Dr. Mercadel, Dr. Morris,

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, Mr. Englade, Ms. Johnson, Mr. Newton, Ms. Stanley-Wallace

Negative – No: None

Abstain: (Chair)

Absent: Dr. Bethala, Dr. Lane, Dr. Mercadel, Dr. Morris,

The motion passed.

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

*Dr. Riddell and Dr. Leblanc exited the meeting after giving Ochsner Update and Physician Recruitment Report during early part of executive session.*

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**RETURN TO OPEN SESSION**

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

Vote was held as follows:

Affirmative – Yea: Mr. DiGiovanni, Mr. Englande, Ms. Johnson, Mr. Newton, Ms. Stanley-Wallace  
Negative – No: None  
Abstain: (Chair)  
Absent: Dr. Bethala, Dr. Lane, Dr. Mercadel, Dr. Morris,  
The motion passed.

**The Board of Commissioners returned to Open Session at 7:03 p.m.**

**OHS/SMH JOINT OPERATING AGREEMENT FINANCIAL REPORT**

A motion was made by Mr. Newton and seconded by Ms. Stanley-Wallace to accept the monthly OHS/SMH Joint Operating Agreement Financial Report as presented.

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

Affirmative – Yea: Mr. DiGiovanni, Mr. Englande, Ms. Johnson, Mr. Newton, Ms. Stanley-Wallace  
Negative – No: None  
Abstain: (Chair)  
Absent: Dr. Bethala, Dr. Lane, Dr. Mercadel, Dr. Morris,  
The motion passed.

**SMH FINANCIAL REPORT**

A motion was made by Mr. Newton and seconded by Ms. Stanley-Wallace to accept the monthly SMH Financial Report as presented.

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

Affirmative – Yea: Mr. DiGiovanni, Mr. Englande, Ms. Johnson, Mr. Newton, Ms. Stanley-Wallace  
Negative – No: None  
Abstain: (Chair)  
Absent: Dr. Bethala, Dr. Lane, Dr. Mercadel, Dr. Morris,  
The motion passed.

**CONSENT AGENDA**

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

- a. Accept Draft of Finance Committee Minutes, July 17, 2023**
- b. Accept Draft of Quality Committee Minutes, July 19, 2023**
- c. Accept Quality Report (Hospital)**
- d. Accept Louisiana Home Care Financial Report**
- e. Accept Northshore Extended Care Hospital Financial Report (“NSECH”-Skilled/LTAC Joint Venture)**
- f. Accept Northshore Rehabilitation Hospital Financial Report (“NSR”-Rehab Joint Venture)**
- g. Accept Community Benefits Summary**
- h. Approve Marketing/Strategic Contracts for July 2023**

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

Affirmative – Yea: Mr. DiGiovanni, Mr. Englande, Ms. Johnson, Mr. Newton, Ms. Stanley-Wallace  
Negative – No: None  
Abstain: (Chair)  
Absent: Dr. Bethala, Dr. Lane, Dr. Mercadel, Dr. Morris,  
The motion passed.

**ITEMS FOR DISCUSSION AND FINAL COMMENTS**

Mr. Englande extended his thanks to the entire team on a smooth and successful integration of SMH Main and SMH East earlier this month.

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**ADJOURNMENT**

There being no final comments or further discussion, a motion was made by Ms. Johnson and seconded by Mr. DiGiovanni to adjourn. The motion passed unanimously and the meeting was *adjourned at 7:05 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 28, 2023)*