

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

THURSDAY - DECEMBER 21, 2023 - 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, December 21, 2023.

THOSE BOARD MEMBERS IN ATTENDANCE:

Dr. Cyril Bethala
Mr. Joseph “Joe” DiGiovanni
Mr. Larry Englande
Ms. Georgia Johnson
Dr. Robert Mercadel (*arrived at 6:05 p.m.*)
Dr. Tommy Morris
Mr. James “Bill” Newton
Ms. Kristen Stanley-Wallace

THOSE BOARD MEMBERS ABSENT:

Dr. Walter “Dub” Lane

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 Sponge, Senior Executive Assistant
Mr. Gilbert Ganucheau, Chief Legal Officer
Dr. Matthew McElveen, Vice President Medical Affairs-SMH Physicians Network
Dr. James Newcomb, Vice President Medical Affairs

Ms. Jennifer Berger, SMH Business Development
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. Jimmy G. Strickland, Parish Councilman, District 14
Ms. Marisa Stubbs, SMH Business Development

CALL TO ORDER

The meeting was called to order at 6:00 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.

RECOGNITION OF COMMISSIONER – CYRIL V.K. BETHALA, M.D.

Mr. Englande and Ms. Badinger recognized Commissioner Cyril V.K. Bethala, M.D. and on behalf of the Board of Commissioners, Senior Leadership Team, hospital staff, and medical staff, presented him with personalized plaque in recognition of his outstanding service to Slidell Memorial Hospital’s Board of Commissioners as the Medical Staff President (Chief of Staff) for 2023.

Dr. Mercadel arrived at 6:05 p.m.

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BOARD OF COMMISSIONERS OATH OF OFFICE

The following Oath of Office was administered by Mr. Ganucheau, Chief Legal Officer.

- a. **Matthew D. McElveen, M.D.** – New appointment as 2024 Medical Staff President/Chief of Staff to fill one year term commencing January 1, 2024 and ending December 31, 2024. No introduction was needed and Dr. McElveen was welcomed to the Board.

NEXT BOARD MEETING

The next regular monthly Board of Commissioners meeting is scheduled for Monday, January 29, 2024 at 6:00 p.m. in the Slidell Memorial Hospital Founders Building Conference Room (1st Floor), 1150 Robert Blvd., Slidell, LA.

REPORTS AND PRESENTATIONS

- a. **Chief Legal Officer – Gil Ganucheau**
 - **SMH Annual Training Reminder** – With the deadline being December 31st, time is running out to complete the Louisiana Ethics and the Preventing Sexual Harassment training courses. Most Commissioners have completed some but were encouraged to reach out to Mr. Ganucheau if in question.
 - **Louisiana Board of Ethics Annual Hospital Service District Disclosure Statement, Form 404** – Review of the Louisiana Code of Ethics requirement was led relative to the annual filing of Form 404 Disclosure Statement on or before January 30, 2024 by Commissioners and Chief Executive Officer. If no immediate family members are employed by the Hospital and nothing else to report, filing is not required.
- b. **Chief Executive Officer – Sandy Badinger**
- c. **Board Chair – Larry Englande**
 - **Upcoming Board of Commissioners Election of Officers/Committee Appointments** – Remember given of both the election of officers and committee assignments coming up at the January 29, 2024 Board meeting so please contact Mr. Englande if interested in serving on a particular committee in advance of assignments being made.
 - **Louisiana Hospital Association Winter Healthcare Leadership Symposium** – Reminder given of symposium being held at the Renaissance Baton Rouge Hotel on January 30-31, 2024. Contact Ms. Espagne if you would like to be registered for this event.

CONSENT AGENDA

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

- a. **Approve Board Meeting Minutes**
 - **November 30, 2023** (*Regular Meeting*)
 - **December 19, 2023** (*Special Meeting w/SOC*)
- b. **Ratify Signed Contracts Received in November 2023**

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

Affirmative – Yea: Dr. Bethala, Mr. DiGiovanni, Ms. Johnson, 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 Dr. Mercadel and seconded by Dr. Morris 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:

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Affirmative – Yea: Dr. Bethala, Mr. DiGiovanni, Ms. Johnson, 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 6:12 p.m.

Guests were invited to remain for beginning of executive session then exited the meeting shortly thereafter.

RETURN TO OPEN SESSION

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

Vote was held as follows:

Affirmative – Yea: Dr. Bethala, Mr. DiGiovanni, Ms. Johnson, 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 6:47 p.m.

SMH FINANCIAL REPORT

A motion was made by Ms. Stanley-Wallace and seconded by Mr. DiGiovanni 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: Dr. Bethala, Mr. DiGiovanni, Ms. Johnson, Dr. Mercadel, Dr. Morris, Mr. Newton,
Ms. Stanley-Wallace
Negative – No: None
Abstain: Mr. Englande (Chair)
Absent: Dr. Lane
The motion passed.

FY 2024 - OPERATING/CAPITAL BUDGET

A motion was made by Ms. Stanley-Wallace and seconded by Mr. Newton to approve the FY 2024 Operating/Capital Budget as presented.

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

Affirmative – Yea: Dr. Bethala, Mr. DiGiovanni, Ms. Johnson, 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 Mr. DiGiovanni to approve the Consent Agenda as presented:

- a. **Accept Draft of Finance Committee Minutes, December 18, 2023**
- b. **Accept Draft of Quality Committee Minutes, December 20, 2023**
- c. **Accept Quality Report (Hospital)**
- d. **Accept Louisiana Home Care Financial Report**
- e. **Accept Northshore Rehabilitation Hospital Financial Report (“NSR”-Rehab Joint Venture)**
- f. **Accept Policy Change Listing (effective December 27, 2023)**
- g. **Approve Marketing/Strategic Contracts for December 2023 and Ratify Signed Marketing/Strategic Contracts Received in November 2023**

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

Affirmative – Yea: Dr. Bethala, Mr. DiGiovanni, Ms. Johnson, 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 Dr. Mercadel to adjourn. The motion passed unanimously and the meeting was *adjourned at 6:49 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 29, 2024)