

BOARD OF COMMISSIONERS

Lady of the Sea General Hospital

Regular Monthly Meeting

April 5, 2022

The Board of Commissioners (BOC) of Lady of the Sea General Hospital (LOSGH) met in regular session on Tuesday, April 5, 2022 at 6:00 p.m., at the Greater Lafourche Port Commission Administration Office.

CALL TO ORDER: BOC Chairman, Charles Mike Callais, called the meeting to order at 6:04 p.m.

ROLL CALL: The Recording Secretary, Kristina Hebert, called roll.

PRESENT:

Charles Mike Callais-BOC Chairperson

John Ordonne-BOC Member

Kip Plaisance-BOC Secretary/Treasurer

(* = Arrived after Roll Call)

ABSENT:

Neil Martin-BOC Vice Chairperson

Mickey Navarre-BOC Member

OTHERS PRESENT:

Denise Allemand, Attorney

Tad Lafont, Chief Clinic Officer

Brennan Black, Partner Foley & Judell Law Firm

Daniel Lorraine, Councilperson

Karen Collins, Chief Executive Officer

Jacquelyn Richoux, Chief Financial Officer

Holly Griffin, Chief Nursing Officer

Bennie Smith, Chief Information Officer

Kristina Hebert, Executive Assistant

HURRICANE RECOVERY REVENUE BONDS: Mr. B. Black presented Lady of the Sea General Hospital's Resolution #402, which states the:

The following resolution was offered by Mr. J. Ordonne and seconded by Mr. K. Plaisance:

RESOLUTION #402

A resolution giving preliminary approval to the issuance of not to exceed Twenty-Five Million Dollars (\$25,000,000) of Hurricane Recovery Revenue Bonds of Lafourche Parish Hospital Service District No. 1; and providing for other matters in connection therewith.

WHEREAS, the Board of Commissioners of Lafourche Parish Hospital Service District No. 1 (the "Governing Authority"), acting as the governing authority of Lafourche Parish Hospital Service District No. 1 (the "Issuer"), desires to incur debt and issue not to exceed Twenty-Five Million Dollars (\$25,000,000) of Hurricane Recovery Revenue Bonds (the "Bonds"), in the manner authorized and provided by Section 1430 of Title 39 of the Louisiana Revised Statutes of 1950, as amended, and other constitutional and statutory authority (the "Act"), for the

purpose of (i) paying any costs associated with the demolition, rehabilitation, repair, reconstruction, renovation, restoration and improvement of the properties and facilities within the Issuer resulting from or related to Hurricane Ida, including constructing a temporary hospital facility and purchasing any furnishings, fixtures and equipment incidental or necessary in connection therewith; (ii) funding a reserve, if required; and (iii) paying the costs of issuance of the Bonds; and

WHEREAS, the Bonds shall be secured by and payable from a pledge of all funds or revenues received or to be received by the Issuer to the extent legally available for the payment of debt service on the Bonds, provided that no such funds or revenues shall be so included which have been or are in the future legally dedicated and required for purposes inconsistent therewith by the electorate, by the terms of specific grants, by the terms of particular obligations issued or to be issued or by operation of law (such amount being the "Available Funds of the Issuer"); and

WHEREAS, it is expressly provided that the full faith and credit of the Issuer shall not be pledged, and there shall be no obligation on the Issuer to levy or increase taxes or other sources of revenue in order to pay debt service on the Bonds or to transfer any funds for the payment of debt service that may result in a violation of any law, ruling, regulation, contract or agreement applicable to the Issuer; and

WHEREAS, the Issuer has no outstanding bonds or other obligations of any kind or nature payable from or enjoying a lien on the Available Funds of the Issuer herein pledged;

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of Lafourche Parish Hospital Service District No. 1 (the "Governing Authority"), acting as the governing authority of Lafourche Parish Hospital Service District No. 1, that:

SECTION 1. Preliminary Approval of Revenue Bonds. Preliminary approval is given to the issuance of not exceeding Twenty-Five Million Dollars (\$25,000,000) of Hurricane Recovery Revenue Bonds of the Issuer, pursuant to the Act, for the purpose of (i) paying any costs associated with the demolition, rehabilitation, repair, reconstruction, renovation, restoration and improvement of the properties and facilities within the Issuer resulting from or related to Hurricane Ida, including constructing a temporary hospital facility and purchasing any furnishings, fixtures and equipment incidental or necessary in connection therewith; (ii) funding a reserve, if required; and (iii) paying the costs of issuance of the Bonds, said Bonds to be secured by and payable from the Available Funds of the Issuer. The Bonds will be issued in one or more series, each of which may be taxable or tax-exempt, shall bear interest at an interest rate not exceeding 5% per annum, and shall mature over a period not exceeding ten (10) years from the date of issuance. The Bonds shall have such additional terms and provisions as may be determined in a subsequent resolution of the Governing Authority.

SECTION 2. State Bond Commission. Application is hereby made to the State Bond Commission, Baton Rouge, Louisiana, for approval of the issuance and sale of the Bonds and for consent and authority to proceed with the issuance and sale of the Bonds as provided above, and Bond Counsel is directed to make application to the State Bond Commission in accordance with the foregoing on behalf of the Issuer. By virtue of applicant/issuer's application for, acceptance and utilization of the benefits of the Louisiana State Bond Commission's approval(s) resolved and set forth herein, it resolves that it understands and agrees that such approval(s) are expressly conditioned upon, and it further resolves that it understands, agrees and binds itself, its successors and assigns to, full and continuing compliance with the "State Bond Commission Policy on Approval of Proposed Use of Swaps, or other forms of Derivative Products Hedges, Etc.," adopted by the Commission on July 20, 2006, as to the borrowing(s) and other matter(s) subject to the approval(s), including subsequent application and approval under said Policy of the implementation or use of any swap(s) or other product(s) or enhancement(s) covered thereby.

SECTION 3. Employment of Bond Counsel. The Issuer finds and determines that a real necessity exists for the employment of special counsel in connection with the issuance of the Bonds, and accordingly, Foley & Judell, L.L.P., of New Orleans, Louisiana, as Bond Counsel, is hereby employed to do and perform work of a traditional legal nature as bond counsel with respect to the issuance and sale of said Bonds. Said Bond Counsel shall prepare and submit to the Issuer for adoption all of the proceedings incidental to the authorization, issuance, sale and delivery of such Bonds, shall counsel and advise the Issuer as to the issuance and sale thereof and shall furnish its opinions covering the legality of the issuance of the Bonds. The fee of Bond Counsel for each series of bonds shall be fixed at a sum not exceeding the fee allowed by the Attorney General's fee guidelines for such bond counsel work in connection with the issuance of such series of revenue bonds and based on the amount of said Bonds actually issued, sold, delivered and paid for, plus "out-of-pocket" expenses, said fees to be contingent upon the issuance, sale and delivery

of said bonds. The Secretary is hereby authorized and directed to execute, and the Issuer hereby agrees to and accepts the terms of, the engagement letter appended hereto. A certified copy of this resolution shall be submitted to the Attorney General of the State of Louisiana for his written approval of said employment and of the fees herein designated, and the Chief Financial Officer is hereby empowered and directed to provide for payment of the work herein specified upon completion thereof and under the conditions herein enumerated.

SECTION 4. **Sale of Bonds.** The Bonds are hereby authorized to be sold to a purchaser, and the Chairman and/or Secretary are hereby authorized to execute a Commitment Letter, in form and substance satisfactory to Bond Counsel to the Issuer, provided the sale of the Bonds is within the parameters set forth in Section 1 hereof

SECTION 5. **Reimbursement.** Prior to the issuance of the Bonds, the Issuer anticipates that it may pay a portion of the costs authorized to be paid from the proceeds of the Bonds from its available funds. Upon issuance of the Bonds, the Issuer reasonably expects to reimburse said expenditures from the proceeds of the Bonds. Any such allocation of the proceeds of the Bonds for reimbursement will be with respect to capital expenditures [as defined in Treasury Regulation 1.150-1(b)] and will be made upon the delivery of the Bonds and not later than 18 months after the later of (i) the date such expenditure was paid or (ii) the date the improvements are placed in service or abandoned, but in no event more than 3 years after such expenditure was paid. This resolution is intended to be a declaration of intent to reimburse in accordance with the provisions of Treasury Regulation 1.150-2.

The foregoing having been submitted to a vote, the vote thereon was as follows:

YEA: Mr. C. M. Callais, Mr. K. Plaisance, Mr. J. Ordonne

NAY: None

ABSENT: Mr. N. Martin, Mr. M. Navarre

And the resolution was declared adopted on this, the 5th day of April, 2022.

/s/Karen Collins
Karen Collins
Secretary

/s/Charles Mike Callais
Charles Mike Callais
Chairman

APPROVAL OF MINUTES: Mr. C. M. Callais presented the minutes from the March 3, 2022 Board of Commissioners Regular meeting. The Board reviewed and approved the minutes as presented.

Upon a motion offered by Mr. K. Plaisance and seconded by Mr. J. Ordonne, the minutes of the March 3, 2022 Regular monthly meeting were accepted as presented.

Voting on the motion was as follows:

AYES: Mr. C. M. Callais, Mr. K. Plaisance, Mr. J. Ordonne

NAYS: None

ABSENT: Mr. N. Martin, Mr. M. Navarre

Motion carried.

AUDIENCE COMMENTS: There were no comments.

INFORMATION ITEMS:

- Mr. C. M. Callais notified the Board Members that Lafourche Parish District Attorney's Office would be hosting an Open Meetings Seminar on Thursday, April 21, 2022 at 6:00

p.m. at the Lockport Community Center. He stated that all Board Members are encouraged to attend.

- Mr. C. M. Callais notified the Board Members that LOS' Tax Millage meeting is scheduled for May 3, 2022 at 6:00 p.m. and will be held at the Greater Lafourche Port Commission Administration Office
- Mr. C. M. Callais reminded Board Members that the annual election of Board Officers would be held during the May Board meeting.

MEDICAL EXECUTIVE COMMITTEE: Ms. B. Smith presented a report on the Medical Executive Committee meeting held on March 21, 2022. Topics discussed as New Business included, February 2022 Quality Council Committee Minutes, Pathology Report, Environment of Care Committee Minutes, COVID-19 Treatment Guidelines, Annual Policy Review, Credentials Review, and Administrative Update. The Medical Executive Committee presented the following recommendations for the Board's consideration:

1. That the following Practitioners be appointed/reappointed and granted privileges as requested in his/her application:

NAME	Appointment	CATEGORY	PRIVILEGE
Christopher Chaisson, CRNA	Reappointment	Courtesy	Certified Registered Nurse Anesthetist
Robert Crochet, CRNA	Reappointment	Courtesy	Certified Registered Nurse Anesthetist
Jacob Richard, CRNA	Reappointment	Courtesy	Certified Registered Nurse Anesthetist
Seth Schouest, CRNA	Reappointment	Courtesy	Certified Registered Nurse Anesthetist
John Jackson, MD	Reappointment	Active	Family Medicine
Sharm El' Buras, MD	Reappointment	Active	Radiology
Namir Khandker, MD	Initial Appointment	Consulting	Tele-Neurology
Tara Kimbrough, MD	Initial Appointment	Consulting	Tele-Neurology

Upon a motion offered by Mr. K. Plaisance and seconded by Mr. J. Ordonne, the above recommendations were accepted as presented.

Voting on the motion was as follows:

AYES – Mr. C. M. Callais, Mr. K. Plaisance, Mr. J. Ordonne

NAYS – None

ABSENT – Mr. N. Martin, Mr. M. Navarre

Motion carried.

QUALITY COUNCIL COMMITTEE: Ms. B. Smith presented a report on the Quality Council Committee meeting held on March 22, 2022. Topics discussed as New Business included, March 2022 Quality Control Accreditation Team Minutes, Pathologist Report, and March 2022 Environment of Care Committee Minutes including the 2021 Environment of Care Annual Report. The Quality Council Committee presented the following recommendations for the Board of Commissioners consideration.

1. That the 2021 Environment of Care Annual Report be accepted as presented.

Upon a motion offered by Mr. J. Ordonne and seconded by Mr. K. Plaisance, the above recommendation was accepted as presented.

Voting on the motion was as follows:

AYES – Mr. C. M. Callais, Mr. K. Plaisance, Mr. J. Ordonne

NAYS – None

ABSENT – Mr. N. Martin, Mr. M. Navarre

Motion carried.

FINANCE COMMITTEE: Ms. J. Richoux presented a report on the Finance Committee meeting held on March 22, 2022. Topics discussed as New Business included, February 2022 Financials, February 2022 Investment Transactions, and February 2022 Capital Acquisitions/Removed Assets. Topics discussed as Human Resources included, Statistics Report, and Vacancy Report. Topics discussed as Building and Grounds included, February 2022 Disposal of Surplus Equipment Report. The Finance meeting concluded with the Chief Executive Officer's Report, and the Chief Financial Officer's Report. The Finance Committee presented the following recommendations for the Board of Commissioners consideration:

1. That the February 2022 Financial Report be accepted as presented.
2. That the February 2022 Investment Transaction Report be accepted as presented.
3. That the February 2022 Capital Acquisition/Removed Assets Report be accepted as presented.
4. That the February 2022 Surplus Equipment Report be approved for disposal.

Upon a motion offered by Mr. J. Ordonne and seconded by Mr. K. Plaisance, the above recommendations were accepted as presented.

Voting on motion was as follows:

AYES: Mr. C. M. Callais, Mr. K. Plaisance, Mr. J. Ordonne

NAYS: None

ABSENT: Mr. N. Martin, Mr. M. Navarre

Motion carried.

BUILDING & GROUNDS COMMITTEE: Ms. J. Richoux presented a report on the Building & Grounds Committee meeting held on March 22, 2022. Topics discussed as New Business included, Teche Property, LOS Dialysis Center, LOS Interim Dialysis Mobile Unit, Interim Hospital, Permanent Hospital, LOSMC-Larose, Lab/Learning Center, Sewage Plant, Rear Storage Building, Additional Rehab Mobile Unit, White Storage Building and General Updates.

CEO TOPICS: Chief Executive Officer, Ms. K. Collins, gave a report on the following topics:

- COVID:
 - Decrease in testing
 - Decrease in hospitalization
 - Positivity rate for Lafourche is $\leq 1\%$
 - Free COVID test and mask are being offered at both LOS Medical Clinics
- LOS will provide free health screenings, masks, and COVID tests at the upcoming Lafourche Chamber of Commerce Employee Appreciation Crawfish Boil and Healthcare Expo
- Progress on temporary hospital
- Teche property purchase
- Progress on dialysis mobile unit and permanent building, gas cards
- Bayou Community Foundation and Bless Your Heart continue to provide gas cards for existing dialysis patients having to travel for treatment
- Progress on medical equipment and technology plan for both the temporary and permanent hospitals
- Progress on permanent hospital
- Progress on additional mobile rehabilitation unit
- Ms. K. Collins attended FEMA Long-term Recovery Management Training
- Ms. K. Collins, Mr. L. Guidry and Mr. T. Lafont were guest for a Bless Your Heart podcast featuring LOSGH's recovery
- FEMA and other funding opportunities
- Update on LOS laboratory

A discussion concerning the reported topics ensued.

- A discussion in regards to the temporary blood drawing area

OLD BUSINESS: No items for discussion.

NEW BUSINESS: No items for discussion.

EXECUTIVE SESSION: Upon a motion offered by Mr. K. Plaisance and seconded by Mr. J. Ordonne, the Board agreed to enter into Executive Session to discuss strategic planning at 6:43 p.m.

Voting on the motion was as follows:

AYES – Mr. C. M. Callais, Mr. K. Plaisance, Mr. J. Ordonne

NAYS – None

ABSENT – Mr. N. Martin, Mr. M. Navarre

Motion carried.

Upon a motion offered by Mr. J. Ordonne and seconded by Mr. K. Plaisance, the Board agreed to end the Executive Session and return to its regular meeting at 7:05 p.m.

Voting on the motion was as follows:

AYES – Mr. C. M. Callais, Mr. K. Plaisance, Mr. J. Ordonne

NAYS – None

ABSENT – Mr. N. Martin, Mr. M. Navarre

Motion carried.

ADJOURNMENT: Upon a motion offered by Mr. K. Plaisance and seconded by Mr. J. Ordonne, the Board agreed to adjourn.

Voting on the motion was as follows:

AYES – Mr. C. M. Callais, Mr. K. Plaisance, Mr. J. Ordonne

NAYS – None

ABSENT – Mr. N. Martin, Mr. M. Navarre

Motion carried and the meeting adjourned at 7:06 p.m.

/s/Charles Mike Callais

Charles Mike Callais

Board of Commissioners Chairman

ATTEST:

/s/Karen Collins

Karen Collins

Chief Executive Officer