**Northwest Louisiana Human Services District (NLHSD) – Region 7**

Minutes of the Special Meeting of Wednesday November 7, 2012 @ 5:30 p. m.

1525 Fairfield Avenue; 5th Floor Conference Room – Shreveport, LA

The special call meeting of the Board of Directors of the NLHSD was held on Wednesday, November 7, 2012@ 5:30 p.m. The meeting was called to order by M. Slaughter @5:45 p.m. The invocation was offered by F. Jones and the Pledge of Allegiance was led by M. Slaughter.

**Roll Call in Attendance:** Jennifer Partain, Morgan Johnson, Margaret Lowery, Fred Jones, Roland Pippin, Wanda Brock, Marcelle Slaughter, Ora Rice, Chris Nolen, Dee Fowler, and Barbara Marshall. Absent: Njeri Camara. DHH staff present: Russell Semon.

Fowler moved to amend the agenda to read: for discussion regarding application of the laws and Code of Ethics as to how they apply to a board member applying for the Executive Director position. Brock seconded the motion. The motion carried.

Slaughter referenced the Code of Ethics: 42:1121 A. 2

Semon reviewed the discussion from our previous meeting regarding requesting an opinion from DHH legal and the Board of Ethics. The first DHH opinion strongly encouraged the board member to request an opinion from the Board of Ethics prior to applying for the position. Since our last meeting Semon learned from the Board of Ethics that Advisory opinions are not issued after the fact since the board member had already submitted an application for the Executive Director position. He stated that it now falls to the Board whether to submit an Agency Head Report to the Board of Ethics. Such reports take a long time. Semon then requested an opinion from a second DHH attorney who stated the Code of Ethics clearly banned board members from applying for the ED position. Semon indicated there are two issues: 1) How does the Board move forward with the selection process, given they have an applicant and application that are not in compliance with the Code of Ethics and 2) What action does the board take to address the apparent violation of the Code of Ethics by this board member. Semon distributed and the board reviewed two Board of Ethics Advisory opinions that were relevant to the issue and also distributed the applicable Code of Ethics section 1121. Fowler indicated a need for the Board to address the Conflict of Interest. Rice agreed there is a direct conflict of interest by this board member.

Jones moved: The NLHSD Board would disregard the board member’s application due to a conflict of interest in our opinion and a violation of the Code of Ethics 42: 1121 A. 2. Fowler seconded the motion. The motion carried unanimously.

Slaughter then voiced a concern with the board member participating in the selection process of the Executive Director. A discussion ensued regarding the letter submitted by the board member calling into question other board members involvement in the issue. Also the concern whether there would be grounds for applicants not selected to question the influence this board member had on the decision to exclude them. It was determined that in order to protect the Board’s reputation, community perception of the process being unbiased, the board member needs to be excluded from participating in the Executive Director hiring process.

A motion by Fowler with a second by Pippin was made stating: Any board member who has submitted an application for the Executive Director position shall be excluded from the Executive Director hiring process. (Code of Ethics 42:1121) The motion carried unanimously.

The Board then moved to discuss “what to do with the violation that has occurred”. Nolen moved: The Board send an Agency Head Report to the Board of Ethics regarding the application for the executive Director by a current board member. (Code of Ethics 42:1121 A. 2) The motion was seconded by Lowery. The motion carried.

Semon commented that the board’s fulfilling their responsibility in self governance, as in this case, was difficult and commended them for their work. He also brought to the Board’s attention that our current By-laws do not have grounds for removal for ethical violations.

Lowery announced that the ED Search committee will be meeting on November 12th at 5:30 at the Hamilton Branch Library on the corner of Bert Kouns and Baird Road. Semon reminded the Committee that all meetings must be posted. He requested a notice be sent to him to post.

With a motion by Johnson and a second by Pippin the meeting was adjourned.

Respectfully Submitted,

Chris Nolen, Substitute Secretary