



# HEALTH EDUCATION AUTHORITY OF LOUISIANA

FUNDING FOR BIOMEDICAL RESEARCH, HEALTHCARE AND HEALTH EDUCATIONAL INSTITUTIONS

Health Education Authority of Louisiana Board of Trustees  
Meeting Minutes  
October 25, 2018  
1:00 pm

A meeting of the Health Education Authority of Louisiana (HEAL) Board of Trustees was held on Thursday, October 25, 2018 at 1:00 pm at the Claiborne Building, 1201 North 3<sup>rd</sup> Street, Baton Rouge LA. Ms. Genevieve Pope, Interim Chair presided.

**HEAL Board Members Present**

Ms. Genevieve Pope, Interim Chair  
Ms. Raegan Carter, Treasurer  
Ms. Zazell Dudley

**HEAL Board Members Absent**

Ms. Gwendolyn Hamilton, Secretary  
Mr. Charles New

**Staff**

Mr. Nathan Fontaine, Administrative Program Specialist  
Ms. Vanessa McKee, Administrative Assistant  
Mr. Rick McGimsey, Executive Counsel, Division of Administration  
Mr. Mark Falcon, Special Counsel, Division of Administration

**Speaking Guests**

Mr. Tom Cole, Louisiana Legislative Auditors Office

**Other Guests**

Ms. Kathy Steelman, Louisiana Legislative Auditors Office  
Ms. Shamel Johnson, Division of Administration  
Ms. Kerri Traxler, Division of Administration

The meeting was called to order by Ms. Genevieve Pope, Interim Chair at 1:13 pm.

Roll call was done, 3 of 5 seated board members are present and a Quorum was declared.

### **Election of Officers**

Madam Chairwoman called for the election of officers but Mr. Rick McGimsey stated that the only vacant position is for the Board Chair and that position is appointed by the Governor who has not acted yet. So such no elections need be held.

### **April 19, 2018 and April 26, 2018 Meeting Minutes**

Madam Chairwoman presented the Minutes from the April 19, 2018 and April 26, 2018 meetings to the Board and asked for a motion to accept as written. Ms. Reagan Carter motioned to accept with Ms. Zazell Dudley seconding. A voice vote is called and the motion passed unanimously.

### **Public Comment**

Madam Chairwoman opened the floor to public comments.

No guests come forward.

### **HEAL Budget for FY 18**

Madam Chairwoman asked Ms. Vanessa McKee to present the current financial position. Ms. McKee reviewed the balance of the checking accounts, 9 CDs held at Whitney Bank and reviewed its regular outstanding bills that are due. Mr. McGimsey explained the matter of the Invoice from Division of Administration (DOA) and how it is related to the Cooperative Endeavor Agreement. Mr. McGimsey explained that HEAL has already received the income check from Standard Parking and was awaiting the bond refund check from Tulane. Mr. McGimsey asked that since there isn't enough money in the checking accounts to pay the DOA invoice in full that HEAL make a partial payment until the CDs mature. Madam Chairwoman asked and received confirmation that there are other expenses pulling from the checking account on a regular basis. Mr. McGimsey suggested a partial payment of \$100,000.00 so as to keep the checking account solvent.

Ms. Dudley motioned to make a partial payment of \$100,000.00 to DOA with Ms. Carter Seconding. A voice vote is called and the motion passed unanimously.

### **APCOA Parking Garage Payment Update**

Ms. McKee presented the quarterly statement from Standard Parking regarding the income collected. Ms. Carter asked about the “metered parking” line item and Ms. McKee states that this covers the open air lots as well as parking meters that Standard Parking runs.

### **LLA Update and Audit**

Mr. Tom Cole of the LA Legislative Auditors Office (LLA) updated the Board in regards to the FY 17 Audit. Stated that it is substantively completed, it just needs to be presented to the Board by someone from the office of Pinell & Martinez, CPAs to be considered complete. Mr. Cole states that they would not release the audit to the public until it had been presented to the Board. Also stated that any time after November 7 the CPAs would be available to present the audit. Mr. Cole presents the Contract between Pinell & Martinez and the LLA for the Boards information as well as an engagement letter between HEAL and Pinell & Martinez to be signed by Madam Chairwoman regarding the FY 18 audit. Included was a list of information needed by the auditors to begin their work. Madam Chairwoman asked about a resolution from the Board to authorize the audit but Mr. Cole says that the signed letter of engagement would suffice.

### **CPA Contract**

Mr. McGimsey presented the engagement letter from Luther Speight, CPA to act as the agency book keeper. Madam Chairwoman presented an added provision that Luther Speight would be paid an hourly rate if, in the absence of an executive director, his office would have to complete extra work resolving issues in preparing the bills for accounting. Ms. Dudley motioned that the engagement be accepted with Ms. Carter seconding. A voice vote was called and the motion passed unanimously.

### **Employee Status**

Mr. Mark Falcon, Special Counsel from the Division of Administration’s Office presents an update on the employee hiring initiative. He states that Ms. McKee will begin work in the Human Resources division in Baton Rouge on November 5 but placement search is still ongoing for Mr. Nathan Fontaine though there is a lead with the Flood Authority. Madam Chairwoman inquired about who will handle matters like payroll and Mr. Falcon responds that HR is aware that Ms. McKee might get called away to New Orleans or be asked to do some work outside of HR for HEAL.

### **Signature Authority and Trustee and Employee Training**

Mr. Falcon presented that the HEAL board and staff are required to annually complete the mandataroy training on the Code of Governmental Ethics and sexual harassment which are available on the state website for this year. He informed the board that they have untill

December 31 to complete the training courses for this year and Ms. McKee would send the board links to the training classes.

Regarding Signature Authority Madam Chairwoman asks if she needed any specific resolution to authorize payroll and Mr. McGimsey says that no specific authority beyond her role as Interim Chair was needed.

### **Collection of Overpayment Made to Former Executive Director**

Mr. Falcon presented a letter to the HEAL board that demands that Mr. Jacob Johnson, former Executive Director, return \$14,508.00 overpayment he received when he separated from HEAL. Madam Chairwoman asked if it were possible to recoup some or all of that money from Mr. Johnson's Deferred Compensation account rather than sending a demand letter for a cash payment. Ms. McKee explained that she had contacted Deferred Comp and was told that HEAL has one year from the date of payment to reverse the transaction, though due to market fluctuations, there could be the possibility that not all of the \$14,508.00 would be recouped. Ms. Carter asks if Mr. Johnson was aware that the agency would be asking for the money back and is informed that he has not been directly contacted regarding it. Madam Chairwoman stated that she would prefer to recoup from Deferred Comp. Mr. Falcon asked that if that route fails or they are not able to recoup all of the money, that a letter be sent to Mr. Johnson asking for all of or the remainder be remanded to the agency with the knowledge that failure to do so would result in legal action. Ms. Carter motioned that we recoup the money owed from Deferred Comp and if that fails or we are unable to recoup all of the money, then a letter would be sent to Mr. Johnson asking for the whole amount or the remaining money owed, Ms. Dudley seconds. A voice vote was called and the motion passed unanimously.

### **Litigation Update**

Mr. McGimsey presents and informed the board that the Writ to the Supreme Court was submitted after the April 26<sup>th</sup> Board meeting but it was denied in September. He stated that he is hoping to get the case dismissed and expressed a desire to rebuild a working relationship with APCOA and Standard Parking. He stated that he has not had contact with Mr. Henry Kinney or his office in the last month but there was a likelihood that they would need Mr. Kinney's signature on a motion to dismiss.

### **CEA Update**

Mr. McGimsey stated that he will meet with the Standard Parking people within the next month on moving forward on management and care of the garage. Ms. Carter asked if the current operators of the garage handles everything and she was informed that Standard Parking does in fact currently handle all of the maintenance and operation of the garage.

Mr. McGimsey stated that Mr. Matt Kern of Jones Walker, LLC was to present information regarding the status of any and all outstanding applications for HEAL bonds; however, he had other meeting obligations he was not able to reschedule and was unable to be here to present.

Ms. McKee asks for a two minute recess to discuss last minute matters that might require an agenda amendment.

Mr. McGimsey and Mr. Cole asked that the board remit payment to the LLA for the FY17 audit as they wanted to have the auditors begin the FY18 as soon as possible. Madam Chairwoman motioned that the payment of \$5020.00 be remanded to the LLA with Ms. Dudley seconding. A voice vote was called and the motion passed unanimously.

### **Adjournment**

Madam Chairwoman called for any other business and seeing none adjourned the meeting at 2:17pm.

### **Certification**

I, the undersigned, hereby certify that the above is a true, full, complete and correct copy of the minutes and resolutions adopted on motion duly made and seconded at a meeting of the members of the Board of Trustees of the Health Education Authority of Louisiana held on the 25<sup>th</sup> day of October, 2018, at which meeting a quorum of the members were present and acted throughout and that a copy of the foregoing is duly entered upon the minute book of the Health Education Authority of Louisiana, and is now in full force and effect, and has not been amended, changed, modified, rescinded or repealed in any way.

WITNESS MY SIGNATURE, this 25<sup>th</sup> day of October, 2018:

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Ms. Genevieve Pope, Interim Chair