

Health Education Authority of Louisiana Board of Trustees  
Meeting Minutes  
October 5, 2016  
12:15pm

A meeting of the Health Education Authority of Louisiana Board of Trustees was held on Wednesday October 5, 2016 at 12:15pm at the HEAL office, 300 LaSalle Street, New Orleans, LA. Mr. Kurt Weigle, Interim Chair presided.

**HEAL Board Members Present**

Mr. Kurt M. Weigle, Interim Chairman  
Ronald J. French, M.D., Secretary  
Jay Shames, M.D.  
Juan Gershanik, M.D.  
Ms. Eileen Mederos, R.N.  
Ms. Carroll W. Suggs  
Mr. Walter Flower, III

**HEAL Board Members Absent**

Mr. M. Cleland Powell, III, Treasurer  
Dolleen Licciardi, M.D.

**Guests**

Mr. Henry Kinney, Board Counsel, Kinney, Ellinghausen, Richard & DeShazo  
Mr. Aaron Maples, Board Counsel, Kinney, Ellinghausen, Richard & DeShazo  
Mr. Luther Speight, Accountant, Luther Speight & Company

**Staff**

Mr. Jacob C. Johnson, HEAL Executive Director  
Ms. Vanessa McKee, Administrative Assistant  
Mr. Nathan Fontaine, Administrative Program Specialist

The meeting was called to order by Mr. Kurt Weigle at 12:20pm.

Roll call was held and Quorum was declared.

### **Approval of Agenda**

Ms. Eileen Mederos made a motion to have a second Executive Session for matters pertaining to “to review LLA Investigative Performance Reports”. Dr. Ronald J. French seconds the motion. A roll call vote was held and the vote was unanimous. Mr. Weigle motions that the executive sessions be moved up to after the financial reports with Dr. French seconding. Mr. Weigle asks for a motion to accept the amended agenda, Dr. French so motions with Ms. Carroll Suggs seconding. The vote was unanimous.

### **Review and Approval of August 3, 2016 HEAL Board Minutes**

Ms. Mederos wanted to make some amendments to the August 3 minutes. In the Holy Cross Bond Issuance section, clarification was added about the reasoning behind Mr. Cleland Powell abstaining from the two votes. Counsel will provide supporting statements regarding the abstention in writing to the board. In the Financial Statements section, clarification about a question on the SSA contracts was made accurately pointing out that Ms. Suggs brought up SSA and Mr. Weigle asked about the payment. Mr. Weigle motioned that the amended minutes be accepted with Dr. French seconding. The vote was unanimous.

### **Financial Statements**

Mr. Luther Speight presents the revised 6/30/16 Revised Financial statements. Pointed to the changes made because of the SSA contract payment issues. Mr. Weigle tabled discussion on the revised 1<sup>st</sup> Quarter invoice and encouraged all Board Members to review it on their own. Mr. Weigle motions that the financial statements be accepted with Dr. French seconding. The vote was unanimous with Ms. Suggs and Ms. Mederos abstaining.

### **Executive Session**

At 12:48pm Mr. Weigle motions to go into executive session to discuss Litigation issues with Dr. French seconding. The motion passes unanimously. At 1:00pm Ms. Mederos motions that they leave Executive Session with Dr. French seconding. The motion passes unanimously.

At 1:00pm Ms. Mederos motions to go into executive session to review LLA Investigative Performance Reports with Dr. French seconding. The motion passes unanimously. At 1:42pm Dr. Juan Gershanik motions that they leave Executive Session with Dr. French seconding. The motion passes unanimously.

Mr. Weigle leaves at 1:43pm, Dr. French, Board Secretary takes over as presiding HEAL Board of Trustees officer.

### **Document Retention**

Mr. Jacob Johnson presents the Document Retention policy. Mr. Henry Kinney, Board Counsel recommends that we keep all operating documents for as long as possible. Mr. Weigle asked that “Chief Information Officer” be changed to “Board”, asked that “after board approval” be added to “Thereafter, at the beginning of each fiscal year” under the Records Retention Schedule section, and a bullet point typo be corrected on page 4 of the document. Ms. Suggs motions that the revised policy be accepted pending the approval of the State Archivist office with Ms. Mederos seconding. The motion passes unanimously.

### **KERD Amendment**

Mr. Johnson presented an amendment to the Kinney, Ellinghausen, Richard, & DeShazo contract to expand the contract amount from \$65,000 to \$150,000. Mr. Flowers motions that it be accepted with Ms. Mederos seconding. The motion passes unanimously.

### **Financial Review Process**

Mr. Johnson presents an amendment to the account policy to implement a Financial Review Process. Mr. Weigle adds the HEAL Secretary to the list of people able to sign a check. Board Counsel strongly recommends accepting this change in policy. Mr. Flowers motions that the amendment be accepted with Dr. Jay Shames seconding. The motion passes unanimously.

### **Contract Proposals**

Mr. Johnson briefly reviews the contract proposals. Ms. Mederos asks that in the future Mr. Johnson speak to the Executive Committee and Board with initial ideas and proposal before seeking proposals from outside contractors. Mr. Johnson asked that the board members look over the enclosed proposals.

### **Act 577 Transition Presentation**

Mr. Johnson presents information regarding the transition under Act 577 highlighting a number of State Agencies that HEAL has worked with to transition out from under the Louisiana Department of Health (“LDH”) and an independent agency under the Board of Regents. Ms. Mederos asked how contracts get approved now. Mr. Johnson states that all approvals now come through the Office of State Procurement and the Attorney General’s office and that LDH is no longer part of the process. Ms. Mederos asked for a copy of the Procurement Card and Travel Card rules and regulations. Ms. Suggs asks how much the ADP agreement costs the agency and Ms. Vanessa McKee provided her the information.

### **Executive Directors Report**

Mr. Johnson presented his Executive Directors report. Board Counsel strongly recommended that the Board review all SSA deliverables and then if satisfied write an independent Resolution authorizing the final SSA payment. Mr. Johnson stated that the Holy Cross Bond Issue will go before State Bond Commission on October 20. There has been no movement on the Hope Haven project. Delgado Community College will be holding a meeting soon to brainstorm Health related projects and they may have a need for a HEAL Quick Loan. The YMCA is still looking for a project location. The YMCA is looking into a possible joint project with Delgado and the New Orleans Council on Aging and they are also putting together a possible project outside of New Orleans.

Mr. Flower leaves at 2:18pm.

Ms. Mederos brings up possible issues with travel reimbursement. Dr. French suggests that the Executive and Finance committees review the \$3000 Travel Reimbursement issues from the September 11, 2015 Board meeting.

### **Adjournment**

Dr. Gershanik motions that the meeting be adjourned, seconded by Ms. Mederos. The motion passes unanimously. Meeting is adjourned at 2:30pm.

**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 3<sup>rd</sup> day of August, 2016, 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 3<sup>rd</sup> day of August, 2016

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Ronald J. French, M.D., Secretary