



# State of Louisiana

Department of Health and Hospitals  
Health Education Authority of Louisiana

A meeting of the Health Education Authority of Louisiana (HEAL) Board of Trustees was held on Wednesday, January 4, 2012 at 12:00 p.m. in the office of the Health Education Authority of Louisiana, 300 LaSalle St, Suite B, New Orleans, LA. Mr. Kurt M. Weigle, HEAL Board Member presided.

## **Members Present**

Harold Asevedo, Ph.D.  
M. Maitland Deland, M.D.  
Ronald J. French, M.D.  
Mr. Louis L. Frierson  
Dolleen Licciardi, M.D.  
Mr. M. Cleland Powell, III  
Jay Shames, M.D.  
Mr. Kurt M. Weigle,

## **Member Absent**

Mr. Richard Mahoney  
Vacancy  
Vacancy  
Vacancy  
Vacancy

## **Staff**

Mr. Jacob C. Johnson, Executive Director  
Mrs. Deborah P. Vandrell

## **Guest**

Mr. Keith Fitzgerald, DHH, Deputy Undersecretary  
(VIA Conference Call)

The meeting of the HEAL Board of Trustees was called to order by Mr. Kurt M. Weigle at 12:15 p.m.

Roll call was held by Board Members, and a quorum was declared.

**Review and Approval of Agenda**

The Agenda of the Meeting of January 4, 2012 was presented by Mr. Weigle; Dr. Deland moved, seconded by Dr. Licciardi that the Agenda was reviewed and approved. Motion passed without dissent.

**Review and Approval of Minutes of February 23, 2011**

Minutes from the Board Meeting of February 23, 2011 were presented by to the Board by Mr. Weigle.

Dr. Licciardi moved, the motion was seconded by Mr. Frierson that the Minutes of February 23, 2011 were reviewed and approved. Motion passed without dissent.

Dr. Shames noted that the Minutes of the October 12, 2011 meeting were not presented; the meeting scheduled for October 12, 2011 was cancelled at meeting time due to a Lack of Quorum. No Minutes were presented to the Board.

**Review and Approval of Financial Statements of SFY 2011 – 2012 (July – September 2011), SFY 2010-2011, SFY 2004 – 2005 through 2009 – 2010**

The aforementioned Financial Statements were presented to the Board for approval by Mr. Weigle.

Mr. Weigle requested that Mr. Johnson explain the elements of the financials as to what each line means. Mr. Johnson explained the mechanics of the financials and how and where HEAL's income and expenditures are derived and noted that all of the outstanding years of financials are setup exactly the same.

As noted in the minutes of the HEAL Board Meeting of February 23, 2011 the Board did not approve the Financials because it was determined that more information was needed for assurance of past financials.

Mr. Weigle asked Mr. Keith Fitzgerald, Deputy Undersecretary, Department of Health and Hospitals (DHH), “what process the State and DHH uses to review the Financials” and “who is reviewing the financials from HEAL at DHH”? since some of the Board Members were not on the Board before some of the financials were prepared, and “is there a comfort level at DHH with HEAL’s financials”? Mr. Fitzgerald responded that “his research indicated that there were no findings within the operation of HEAL” and “Yes, the Department of Health and Hospitals (DHH) is comfortable with HEAL’s Financials”, and that Mr. Jeff Reynolds the former Financial Director at DHH has received all of HEAL’s Financials over the years and Mr. Reynolds has indicated that “HEAL has not had any Audit Findings within their Financials and No Audit of HEAL has come up” In addition to DHH’s review “the Legislator Auditors use risk/sample formulas for certain programs within DHH and HEAL has not met any of the criteria for additional review”.

Mr. Weigle and Mr. Powell asked if “any audit of Sources of Revenue from HEAL has been done by DHH?” Mr. Fitzgerald responded “No, that DHH is only responsible for the Administration of HEAL not their revenue sources.”

Mr. Powell asked, about the HEAL Parking Garage which is managed by Standard Parking, “is it possible that a contract can be bid on by another operator”? Mr. Johnson explained that the Lease-Operating Agreement which is part of the Garage Issue, Series 1998 locks in the yearly income (rent), which increases yearly, and that Bond Attorney Susan Weeks, who worked on this Issue explained “that once the Issue is done it cannot be changed.” Mr. Weigle asked Mr. Johnson, “to specifically find the language that binds HEAL to Standard Parking in the Bond Issue” and “can we, HEAL, renegotiate the current Bond Issue”?

Dr. Deland asked “if Standard Parking owns the garage”? Mr. Johnson explained “that it does not own the building, there is a Ground Lease in effect between the State and HEAL, the building reverts back to the State at the end of the Bond Issue.”

Mr. Powell asked “if HEAL receives Audit Reports from Standard Parking”? Mr. Johnson replied “HEAL receives monthly reports from Standard Parking’s internal auditors” and “we are currently awaiting word from Standard Parking regarding their 3<sup>rd</sup> Party Audit.” Mr. Johnson will ask Standard Parking for an Independent Audit.

Mr. Johnson was also asked to inquire if Lambeth House is also required to supply HEAL with and Independent Audit.



Mr. Powell and Mr. Weigle both agreed that a Forensic Audit of HEAL Revenue sources will detect if there are any problems.

Mr. Powell made a motion that since HEAL has a new Executive Director let's start over anew, motion was seconded by Mr. Frierson.

Dr. Shames indicated "he sees no problem with accepting the Financial Statements presented before the Board and that the Financials be approved, with the addition of an independent audit of HEAL's revenue sources."

Dr. Shames motioned that the Financial Statements of SFY 2011 – 2012 (July 1 – September 30, 2011) be approved, seconded by Mr. Powell. Motion passed without dissent.

Dr. French motioned that the Financial Statements of SFY 2010 – 2011 be approved, seconded by Mr. Frierson. Motion passed without dissent.

Dr. French motioned that the Financial Statements of SFY 2004 – 2005 through 2009 – 2010 be approved, seconded by Mr. Frierson. Motion passed without dissent

**Ratification of Board Resolution – Whitney National Bank Checking Account (Deposit Account Resolutions and Authorization)**

Mr. Weigle presented to the Board, Whitney National Bank Signature Cards and Documents to change the names of authorized persons to Mr. Jacob C. Johnson, HEAL Executive Director and add an additional signer to the Health Education Authority of Louisiana Reserve Fund Checking Account. Checks drawn on the Checking Account require two (2) signatures. Mr. M. Cleland Powell, III, HEAL Board Member has been the additional signer. The Executive Director signs all checks along with a HEAL Board Member.

Dr. Licciardi motioned that Mr. Powell remain the additional signer, seconded by Mr. Frierson. Motion passed without dissent.

**Committee Nominations – Executive Committee**

All Board appointments are at the Pleasure of the Governor, with the exception of the Mayor of the City of New Orleans representative who serves a six (6) year term. All members appointed by the Governor will remain in effect until the Governor renames or till the end of the 2013 Legislative Session (Act No. 528 of Regular Session, 2008).

Mr. Weigle explained to the Board a need for Officers to be put in place. The Governor of Louisiana appoints the Chairman but the Board can recommend a Chairman. The Board can also nominate and appoints its Officers.

Dr. French motioned that Mr. M. Cleland Powell, III; serve as Treasurer, seconded by Mr. Frierson. Motion passed without dissent.

Dr. Licciardi motioned that Dr. Ronald J. French; serve as Secretary, seconded by Mr. Powell. Motion passed without dissent.

Dr. Licciardi motioned that Mr. Kurt Weigle; serve as Vice-Chairman, seconded by Mr. Frierson. Motion passed without dissent.

Dr. Deland expressed interest in serving in the capacity of Chairman and the Board expressed its support. A letter will be sent to Governor Jindal recommending Dr. Deland as Chairman and Vice-Chairman Weigle will sign on behalf of the Board.

#### **Ratification of Executive Director**

Vice-Chairman Weigle thanked all the members of the Search Committee for their great team effort and the good choice that was made in selecting Jacob C. Johnson as the HEAL Program Executive Director.

#### **Board Resolutions – Establishment of the HEAL Board Executive Committee and Authorization and Empowerment to the HEAL Board Executive Committee**

Mr. Weigle asked for a motion to establish the HEAL Board Executive Committee and give full authorization to the newly appointed members of the HEAL Board Executive Committee; Ronald J. French, M.D., Secretary, Mr. M. Cleland Powell, III, Treasurer and Mr. Kurt Weigle, Vice-Chairman, to sign documents on behalf of the HEAL Board of Trustees. The Chairman will be added to the document after the Governor appoints.

Dr. Shames motioned, that the following Resolutions be adopted: 1.) Establishment of the newly appointed HEAL Board Executive Committee; Dr. Ronald French, M.D., Secretary, Mr, M, Cleland Powell, Treasurer and Mr. Kurt Weigle, Vice-Chairman and 2.) Give full authorization and empowerment to the Members of the HEAL Board Executive Committee to take any and all actions and to sign any and all documents; instruments and writings as may be necessary to carry out the purpose and/or business on behalf of the HEAL Board of Trustees, seconded by Dr. Licciardi. Motion passed without dissent. The Chairman will be added to the document after the Governor appoints.

**Committee Nominations - Finance, Nominating and Personnel Committees**

No additional Committees were established during this meeting.

**Board Resolutions – Authorization and Empowerment**

Mr. Weigle asked for a motion to give full authorization to the newly appointed members of the HEAL Board of Trustees Executive Committee; Ronald J. French, M.D., Secretary, Mr. M. Cleland Powell, III, Treasurer and Mr. Kurt Weigle, Vice-Chairman, to sign documents on behalf of the HEAL Board of Trustees. The Chairman will be added to the document after the Governor appoints.

Dr. Shames motioned, that a Resolution be adopted giving full authorization and empowerment to the Members of the Executive Committee to take any and all actions and to sign any and all documents; instruments and writings as may be necessary to carry out the purpose and/or business on behalf of the HEAL Board of Trustees, seconded by Dr. Licciardi. Motion passed without dissent.

**Executive Director Report**

Mr. Johnson presented a report to the HEAL Board of Trustees on; Administrative Services, Operation Services, Planning Services, Community Outreach Services and a Power Point Presentation explaining his vision and where he would like to see HEAL in the future.

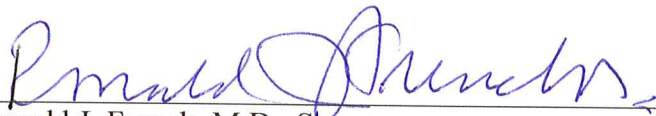
**Other Business**

The Board agreed to meet again in February, a meeting date will be announced at a later time.



**Adjournment**

There being no further business, Mr. Powell motioned, that the meeting be adjourned at 2:00 p.m., seconded by Dr. Asevedo. Motion passed without dissent.



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Ronald J. French, M.D., Secretary  
Board of Trustees Health Education Authority of Louisiana