

**A MEETING OF THE EXECUTIVE COMMITTEE
OF THE LIVING WELL FOUNDATION
ON THURSDAY, DECEMBER 7, 2017, AT 8:00 A.M.
AT THE FOUNDATION OFFICE,
3711 CYPRESS STREET, SUITE 2,
WEST MONROE, LOUISIANA 71291**

MINUTES

Members Present:

Deion Hemphill, Chair
Dr. Florencetta Gibson
A. Whitfield "Whitty" Hood, Jr.
Courtney Hornsby
Carl Turner

Staff Present:

Alice M. Proffit, President/CEO
Janet Rutledge, Executive Assistant,
Secretary/Treasurer

Others Present:

Doug Caldwell, Attorney

Members Absent:

none

Deion Hemphill called the meeting to order, and the presence of a quorum was verified.

Minutes – The minutes from the September 7, 2017, meeting were reviewed. There being no changes, upon motion by Courtney Hornsby, seconded by Dr. Florencetta Gibson, the minutes were unanimously approved (5-0).

Approval of October 2017 Financial Statements – The October 2017 financial statements, together with the Argent statement, were presented. It was noted that 14% of the portfolio remains in cash and that one note, a U.S. Treasury Note with a 1 year maturity and 1.375% coupon rate, was bought at a discount in October. Additional information was presented on predicted November and December performance and budget amendment requirements. At this time, based upon known factors, it was determined that no further amendment for the 2017 budget was warranted. After discussion, upon motion by Whitty Hood, seconded by Courtney Hornsby, the October 2017 Financial Statements were unanimously approved (5-0).

Tech Support Contract – The Committee reviewed the Master Service Agreement received from Net-Tech for the recently approved monthly firewall equipment and support expenses. The 12-month contract, at \$95 per month, is automatically renewable and ensures that equipment and support for the firewall security layer will be maintained by Net-Tech. It was recommended that there be inclusion of language for possible changes in ownership or re-structure of Net-Tech and the impact on the Foundation, and that updates be provided to the Foundation as new equipment and updates are provided. Upon motion by Deion Hemphill, seconded by Whitty Hood, and contingent upon further and final review by the attorney, the contract was unanimously approved (5-0).

Board Director – A resignation notice was presented from board member, Jimmy Snow, an HSD appointee, due to the increasing demands of his time since joining the Army National Guard. It was reported that information was relayed to the HSD #1 Chair, Steve Hall, on the notice. It was further reported that there were several interested candidates presented by Board members that would be followed up. Upon motion by Whitty Hood, seconded by Courtney Hornsby, the recommendation for the Nominee Recommendations Committee to meet in January 2018 was unanimously approved (5-0).

Update on Grant Items – An update was given noting that the third quarter reports and audits of expenses for the Fall 2016 grantees were completed in a timely manner and that final reports and payments would be made during January and February 2018. It was also noted that audits and site visits were very helpful in managing the grants and activities. It was also noted that the Fall 2017 grant applicants had been notified and that grant agreements were being completed for the recent awards.

Employee Compensation and Employment Letter – A report was given concerning the meeting with HSD #1 to address the compensation and vacation terms for the President/CEO.

Dr. Florencetta Gibson exited the meeting for other commitments at this time. Alice Prophit and Janet Rutledge also voluntarily departed the meeting.

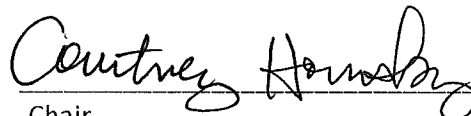
After a period of discussion, Alice Prophit and Janet Rutledge then returned to the meeting. No further action was necessary at this time.

2018 Budget – After discussion of previously presented items, it was determined that it was not necessary to amend the 2018 budget as there appeared to be no changes that the Committee was aware of that reflected a change in the budget. As the information had previously been provided to the HSD #1 Board of Commissioners, no further action was necessary at this time.

President/CEO Report – No further report at this time.

Board Chair Report – No further report at this time.

There being no other activities, and no Committee members or members of the public wished to make any further comments, upon motion duly made and seconded, the meeting was adjourned.


Chair


Secretary