

**A MEETING OF THE EXECUTIVE COMMITTEE
OF THE LIVING WELL FOUNDATION
ON THURSDAY, JANUARY 11, 2018, AT 8:00 A.M.
AT THE FOUNDATION OFFICE,
3711 CYPRESS STREET, SUITE 2,
WEST MONROE, LOUISIANA 71291**

MINUTES

Members Present:

Courtney Hornsby, Chair
Dr. Ed McGuire
Dave N. Norris, Jr.

Staff Present:

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

Members Absent:

Dr. Florencetta Gibson
A. Whitfield Hood, Jr.

Others Present:

Doug Caldwell, Attorney
Jim Allbritton, Incoming Board Director
Dr. Jackie Carter, Incoming Board Director

Courtney Hornsby called the meeting to order, and the presence of a quorum was verified.

Minutes – The minutes from the December 7, 2017, meeting were reviewed. There being no changes, upon motion by Courtney Hornsby, seconded by Dr. Ed McGuire, the minutes were unanimously approved (3-0).

Approval of November 2017 Financial Statements – The November 2017 financial statements, together with the Argent statement, were presented. It was noted that the grants awarded for the Fall 2017 Cycle and the SBHC Initiative were now booked, and there will be one last payment for the Fall 2016 Grants. After discussion, upon motion by Dr. Ed McGuire, seconded by Dave N. Norris, Jr., the October 2017 Financial Statements were unanimously approved (3-0).

Grant Item Regarding Biomedical Research Foundation (BRF) and University Health Conway – The Committee reviewed a copy of the letter between the parties explaining how the grant is to be administered on the behalf of University Health – Conway. The funds will be used immediately upon receipt to purchase the equipment approved in the grant award, and all equipment will remain the property of University Health – Conway regardless of the management entity in the future. It was recommended that the President/CEO contact the administrator of University Health – Conway to follow up on the process. After discussion, it was concluded that no changes to the terms of the grant agreement are necessary and that no further actions are necessary at this time.

Amend the Agenda to add an Item – It was proposed that an amendment to the agenda would be necessary to add a topic for consideration regarding the CPA engagement letter for 2018. Upon motion by Courtney Hornsby, seconded by Dave N. Norris, Jr., and no public comment made, the recommendation to amend the agenda was unanimously approved (3-0).

CPA Engagement Letter for 2018 – After the amendment of the agenda for discussion on this item, the CPA engagement letter for 2018 from Kelly, Noland, Ducote, APAC, was presented. It was noted that this proposal was no longer going to be a “compilation”, although the information provided by them will be unchanged. After discussion, it was recommended that the letter be signed as presented. Upon motion by Dave N. Norris, Jr., seconded by Dr. Ed McGuire, the recommendation was unanimously approved (3-0).

Other Items for Consideration –

Update on 2018 Auditor Engagement Letter – An update was given for this item, noting that Huffman & Soignier will soon receive the results of their current 3-year peer review, and the engagement letter would be forthcoming. No further action was necessary at this time.

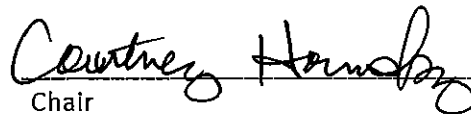
Related Party Questionnaire for Directors – As an update, Directors were reminded that the Related Party Questionnaire, including vendor relationships, needs to be completed and updated by all directors for 2018. No further action was necessary.

Governance and Compliance - HSD – Courtney Hornsby reported that she and Deion Hemphill, Whitty Hood, and Doug Caldwell, attorney for LWF, had attended a recent HSD #1 Board of Commissioners meeting in order to discuss various items, and that Board follow-up and other communication will be continued as needed. No further actions were necessary at this time.

President/CEO Report – A reminder was provided that Board Director, Jimmy Snow, had recently resigned due to other obligations which restrict his time. The Nominee Recommendation Committee would be meeting soon to make recommendations for a new member to replace Mr. Snow.

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