

**A MEETING OF THE BOARD OF DIRECTORS
OF THE LIVING WELL FOUNDATION
ON THURSDAY, FEBRUARY 8, 2024, AT 7:30 A.M.
AT THE WMWO CHAMBER OF COMMERCE OFFICE,
112 PROFESSIONAL DRIVE, WEST MONROE, LA 71291**

MINUTES

Members Present:

Jim Alibritton, Chair
Todd Burgess
Shelby Sanchez Corral
P. Michelle Getret-Ford
Dr. Bob Huffstutter
Ken Phillips
Chris Pittard
Christine Wong Rambo
Doug Seegers
Brandon Welch

Members Absent:

Alberta Green
Melanie Massey Groves

Staff Present:

Alice M. Proffit, President/CEO
Monica Turner, Executive Assistant,
Secretary/Treasurer

Others Present:

Doug Caldwell, Attorney
Lucius McGehee, Jr., Argent Advisors
Wade Bishop, HSD #1 Commissioner

Mr. Alibritton called the meeting to order, and the presence of a quorum was verified. Mr. Bishop, HSD #1 Board Commissioner, was welcomed to the meeting.

Minutes – The minutes from the November 9, 2023, meeting were reviewed. There being no changes, upon motion by Mr. Welch, seconded by Dr. Huffstutter, the minutes were unanimously approved by all members then present (7-0).

Mrs. Getret-Ford entered the meeting at this time.

Item to Consider Regarding the 2023 Audit:

Compliance Questionnaire – The completed Compliance Questionnaire for the 2023 Audit was then presented. After review, upon motion by Mr. Phillips, seconded by Mr. Burgess, the questionnaire was unanimously approved by all members then present (8-0), to wit:

WHEREAS, the Legislative Auditor of the State of Louisiana has requested that the Living Well Foundation complete the Louisiana Compliance Questionnaire;

WHEREAS, the Legislative Auditor of the State of Louisiana has further requested that the governing body of the Living Well Foundation, formally and in an open meeting, approve the answers to the Louisiana Compliance Questionnaire;

WHEREAS, the Board of Directors of the Living Well Foundation has reviewed the Louisiana Compliance Questionnaire insofar as applicable to the Living Well Foundation; and,

WHEREAS, the Board of Directors of the Living Well Foundation has analyzed the submitted Louisiana Compliance Questionnaire and, as completed, it is deemed by them to be correct and valid.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Living Well Foundation, duly called and convened in an open and public meeting, that the Louisiana Compliance Questionnaire, as completed, which was submitted to the Board of Directors for review, be and is hereby approved and adopted, with a copy to be attached to the minutes of this meeting, and additional copies together with this resolution be furnished to the Auditor of the Living Well Foundation as required by the Legislative Auditor.

This item will be presented to the HSD #1 Board of Commissioners.

Items to Consider from the Executive Committee:

Strategic Plan 2023 – 2027 Annual Review – A review was held on the Strategic Plan noting that no changes or updates are recommended at this time. After discussion, upon motion by Mr. Burgess, seconded by Mr. Welch, the annual review was unanimously approved by all members then present (8 -0). This item will be presented to the HSD #1 Board of Commissioners.

Mrs. Rambo entered the meeting at this time.

Annual Event – An update was provided on the Annual Update to the Community luncheon to be held on Tuesday, April 23, 2024. No further action was necessary on this item.

Office Space – Discussion was held on the updated information regarding the availability of Suite 1, which is located next door to the Foundation, for providing a more efficient office space to hold meetings and trainings in the future. It was noted that the current lease for the office space (Suite 2) expires March 2024. Recommendation was made to renew the office lease, with same contingencies regarding the move and the rental fee as in the current contract, and to move to the new space upon its availability, with completion of the contract at Executive Committee at its next meeting after review with the Foundation attorney. Upon motion by Mr. Phillips, seconded by Mrs. Getret-Ford, the recommendation was unanimously approved by all members then present (9-0).

Discussion was then held regarding the capital budget needed to provide new furniture for the move to the larger suite. Recommendation was made that office furniture and conference room furniture be purchased for the Foundation, with a total capital budget of \$40,000. After further discussion, upon motion by Dr. Huffstutter, seconded by Mrs. Sanchez-Corral, the recommendation was unanimously approved by all members then present (9-0). This item will be presented to the HSD #1 Board of Commissioners.

Items to Consider from the Finance/Investment Committee:

December 2023 Financial Statements – The December 2023 financial statements, with the cash basis and Argent statements and the bond worksheet, were presented. A detailed review of the balance sheet and profit and loss statement was held. It was noted that revenues continue to increase based upon reinvestments and current market valuations. Expenses remain within budget, while net assets continue to increase above the restricted principal. After discussion, upon motion by Mrs. Rambo, seconded by Mr. Phillips, the December 2023 financial statements were unanimously approved (9-0). This item will be presented to the HSD #1 Board of Commissioners for their quarterly review.

Amend the Agenda – At this time, recommendation was made to amend the agenda to discuss an item regarding a waiver on the requirement for a community needs assessment. Upon motion by Mr. Welch, seconded by Mr. Burgess, the recommendation to add this agenda item was unanimously approved by all members then present (9-0). No comments or questions were presented by the public.

Added Agenda Item- Waiver of the Community Needs Assessment – Sec.2.B.(2) of the Cooperative Endeavor Agreement between HSD and the Foundation provides that a formal Community Needs Assessment shall be conducted every ten years, unless waived by HSD. For several years now, HSD and the Foundation have been of the view that community needs have not significantly changed since the last formal assessment, and the expense and effort of obtaining an updated formal assessment still seems to greatly outweigh any benefit. It was noted that the Foundation has access to OPH data sets, regional and parish hospital strategic plans, and other Region 8 information for use in analyses. After discussion, recommendation was made to request a two-year waiver of this requirement by HSD #1. Upon motion by Mr. Phillips, seconded by Mr. Pittard, the recommendation was unanimously approved by all members then present (9-0), to wit:

WHEREAS, THE Cooperative Endeavor Agreement (“CEA”) dated January 31, 2007 between the Hospital Service District No. 1 (“the District”) and the Living Well Foundation (“the Foundation”) in Section 2.B.(3) provides that a Community Needs Assessment shall be conducted every ten (10) years, unless waived by the District;

AND WHEREAS, the Foundation is of the view that community needs do not appear to have drastically changed during the last several years, nor it is anticipated that drastic changes in the service area will change in the foreseeable future;

AND WHEREAS, the expense of the Community Needs Assessment would seem to greatly outweigh the benefits of any data obtained therefrom;

BE IT RESOLVED, in what it believes to be in the best interest of the community and in the best management of the District’s and the Foundation’s funds, the Foundation hereby requests of the District a continuation of a waiver for the requirement of a 10-year Community Needs Assessment at this time and for a period of two years, until further notice or determination by both the District and the Foundation.

Amend the Agenda – The Board then considered a recommendation to amend the agenda, based upon information very recently received, to include an item for discussion regarding the Dental Hygiene Initiative and budget. Upon motion by Mr. Phillips, seconded by Mrs. Sanchez-Corral, the recommendation was unanimously approved by all members then present (9-0). No comments or questions were presented by the public.

Added Agenda Item - Dental Hygiene Initiative and Budget – Based upon a recent meeting with ULM prior to this meeting, it was determined that additional funds were needed for this semester for the Dental Hygiene Initiative which might exceed the approved budget of \$50,000 but was necessary for needed equipment totaling \$10,000. Based upon previously determined conflicts of interest, Dr. Bob Huffstutter offered information regarding this item and thereafter excused himself prior to the vote. After further discussion, upon motion by Mrs. Sanchez-Corral, seconded by Mrs. Getret-Ford, the additional funding of \$10,000 for the Dental Hygiene Initiative was unanimously approved by all members then present (8-0).

At this time, the Board returned to the published agenda and Dr. Bob Huffstutter returned to the meeting.

Items to Consider from the Finance/Investment Committee (continued):

Annual Review of Investment Policy – The Investment Policy was then presented, with recommendation from the Committee and with input by Argent Advisors that no changes, revisions, or updates are needed at this time. After discussion, upon motion by Mr. Welch, seconded by Mr. Burgess, the annual review of the Investment Policy was unanimously approved by all members then present (9 -0).

At this time, Mr. Seegers entered the meeting, due to an unanticipated delay.

Budget for Sponsorships – Information was then presented by the Committee for approval of a budget of \$5,000 for sponsorships that would support activities within the focus of the Foundation mission. It was noted that an application process would be utilized, and that the Board Chair and the Vice Chair of the Finance/Investment Committee would give approvals with the President/CEO, and that the Board would be informed and updated. It was further recommended that the budget for the sponsorships be included in the marketing budget and not part of the grants budget. After discussion, upon motion by Mrs. Rambo, seconded by Dr. Huffstutter, the recommendation, including budget and application process, was unanimously approved (10-0).

Items to Consider from the Programs/Grant Review Committee:

Grant Cycle 2024 – The provisions for the Grant Cycle 2024 were then presented as recommended by the Committee. A review of the 2024 grant budget and the history of funding for the Foundation was held.

Process and Timeline for Cycle – Discussion was held on the specific processes and timelines for the grant cycle to include notification to the service area by the end of February, opening the grant cycle in April, with completed applications submitted by May 31st and Board determination of awards at its August 2024 meeting.

Priorities for Cycle – Based on the findings from the 2006 Community Needs Assessment and the Community Plan, with updates from market data, and with attention to the goals within the Strategic Plan 2023-2027, priorities for the grant cycle were presented as follows:

- Healthy lifestyles, including nutrition and food insecurity, physical activity, and wellness
- Access to healthcare, including medical, dental, and behavioral/mental health programming or services, or availability of clinical professionals in the market
- Special needs of children and youth, including medical, dental, behavioral/mental health programming, as well as programming/services for developmental disorders, including autism spectrum disorders, attention-deficit/hyperactivity disorder (ADHD), cerebral palsy, or other intellectual, language, or learning disorders
- Suicide prevention/intervention for all ages
- Mental health focus on cognitive deficit disorders, including dementia and Alzheimer’s disease
- Creative or innovative new programming for health and well-being for populations

Areas of Focus for Cycle – As a reflection of the strategic goals and mission of the Foundation, the following areas of focus for the grant cycle were then presented as follows:

- All ages
- Large impact projects for new or expanded programs or services for qualified medical, dental, or behavioral/mental health settings (hospitals, clinics, school clinics, agencies, education)
- Large impact new or expanded programs or services which are creative or innovative solutions for health and well-being
- Suicide prevention/intervention programming, including evidence -based models or clinical/professional providers
- Training, education, support, or other programming, for clinical professionals, patients, or caregivers, to address cognitive deficit disorders, including dementia and Alzheimer’s disease
- Matching funding and/or collaborative models between municipality or other government, school boards, university, business, non-profit agencies, or healthcare settings, for broader consideration and impact
- Capability to complete project timely with appropriate or applicable availability or buy-in from partnering agencies, licensing boards, or supply chain or construction vendors
- Plan for sustainability and growth once project funding has ended

In addition, the following areas would not be eligible for funding in this cycle:

- Ongoing general operating costs
- Existing personnel or staff expenses, unless related to mentoring/training/education
- Rent, mortgage, or utility assistance

After discussion, upon motion by Mr. Seegers, seconded by Mrs. Rambo, the process and timeline, the priorities, and the areas of focus for the Grant Cycle 2024 as presented were unanimously approved (10-0).

External Evaluator – The credentials of Dr. Francesca Armmer, from Bradley University in Indiana, were reviewed as recommended for the external evaluator for the cycle. It was noted that she was available and looking forward to participating again. Upon motion by Mr. Pittard, seconded by Mr. Seegers, the selection of an external evaluator for the grant cycle was unanimously approved (10-0).

Grant Cycle Forms – The forms for the online software Letter of Intent (LOI) and Application for this cycle were presented, noting that no changes had been needed except to include the current priority and focus or other descriptors for the cycle process. Upon motion by Mr. Phillips, seconded by Dr. Huffstutter, the forms with no major changes or revisions were unanimously approved (10-0).


This information on the Grant Cycle 2024 will be presented to the HSD #1 Board of Commissioners as information only, as no further approvals are required.

Portfolio Performance Review – Mr. McGehee then led the 2023 performance review of the portfolio, as compared to established benchmarks. Information was included on the projected maturities and the strategy for reinvestment, as well as the current market environment and opportunities and risks. It was reported that interest rates continue to be more attractive on the short-term end of the market, but with prudent investment in the longer-term instruments to extend the duration. No action was necessary on this item at this time, and it was agreed that the Finance/Investment Committee will meet prior to the next scheduled meeting (July 2024) to further discuss maturities and investments. This item will be presented to the HSD #1 Board of Commissioners for their information.

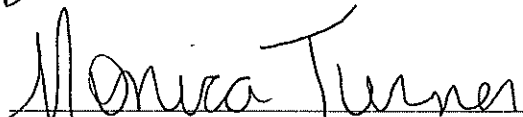
President/CEO Report – No further report at this time.

Board Chair Report – No further report at this time.

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



Chair



Secretary