

**A MEETING OF THE BOARD OF DIRECTORS
OF THE LIVING WELL FOUNDATION
ON WEDNESDAY, NOVEMBER 5, 2025,
AT THE WMWO CHAMBER OF COMMERCE
112 PROFESSIONAL DRIVE,
WEST MONROE, LOUISIANA 71291**

MINUTES

Members Present:

Jim Allbritton, Chair
Todd Burgess
P. Michelle Getret-Ford
Melanie Massey Groves
Dr. Bob Huffstutter
Leah Martin
Ken Phillips
Chris Pittard
Jason Pleasant
Brandon Welch

Members Absent:

Brad Cammack
Doug Seegers

Staff Present:

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

Others Present:

Wade Bishop, HSD #1 Commissioner

The meeting was called to order, and the presence of a quorum was verified. Dr. Huffstutter offered the invocation, and Mr. Bishop was welcomed to the meeting. It was noted that the Foundation attorney had a prior schedule conflict in Shreveport. The Board recognized Mr. Phillips for his years of service to the Foundation based on his final term ending December 31, 2025.

Minutes – The minutes from the October 1, 2025, meeting were reviewed. There being no changes, upon motion by Dr. Huffstutter, seconded by Mr. Phillips, the minutes were unanimously approved (10-0).

Items to be Considered from the Finance/Investment Committee:

September 2025 Financial Statements – The monthly financial statements, along with the Regions statement and the bond worksheet, were presented. Total net asset valuation continues to increase above the restricted principal and expenses are well within or under budget. Information was shared from the recent Regions portfolio review. Upon motion by Mrs. Martin, seconded by Mr. Phillips, the September 2025 financial statements were unanimously approved (10-0). This item will be presented to the HSD #1 Board of Commissioners for their quarterly review.

LA Delta Community College – Discussion was held on the recent request from Louisiana Delta Community College for partial funding of \$250,000 to relocate and build a new campus in Morehouse Parish, which will expand clinical education areas as well as other workforce driven curricula. The new campus would have state-of-the-art labs and modern classrooms built on a 30,000 square foot campus. State funding requirements include the need to match funds at 12.5% locally, and the gap is currently at \$500,000, with other major funders being sought.

Recommendation was made by the Committee to fund \$150,000 of the requested \$250,000, which would also include naming rights to a major facility component within the campus. After discussion and a review of the current budget, upon motion by Mr. Pleasant, seconded by Mr. Phillips, the recommendation for funding of \$150,000 was unanimously approved (10-0). This item will be presented to the HSD #1 Board of Commissioners.

1st Amendment to the 2025 Budget – An amendment to the 2025 budget was presented, with note that there were no negative variances in the current performance as compared to the budget, and that revenues had increased and net asset valuation would only slightly be revised. Due to the recent large funding to VCOM and LDCC, as approved today, the grant budget was revised to reflect the total funding for the year. In addition, it was noted that, with the current market performance and unrealized gains, the Foundation was positioned for better performance by year end. Upon motion by Mr. Welch, seconded by Mr. Phillips, the first amendment to the 2025 budget was unanimously approved (10-0). This item will be presented to the HSD #1 Board of Commissioners.

2026 Budget Package – The 2026 Budget Package, previously introduced and discussed at the October 1, 2025, Board meeting and thereafter with notice of availability for public inspection published in the Ouachita Citizen as official record for the Foundation, and in compliance with the Louisiana R.S. 39:1305 Budget Preparation Act, was now presented for approval.

It was reported that the Foundation staff had met with the Vice Chair of Planning/Operations Committee, Mrs. Getret-Ford, with additional assistance from Mrs. Martin, and considered a revised budget for the 2026 annual event, as it will be the Foundation's 20th year since formation in 2006. With that update and recommendation, the line item for the annual event expenses was increased from \$20,000 to \$50,000 to include additional events with Foundation focus during the year. It was noted that sponsorship revenues would offset the expenses at a level of \$30,000. Upon motion by Mrs. Getret-Ford, seconded by Mr. Phillips, the 2026 budget package, with the revised annual event line item, was unanimously approved (10-0). This item will be presented to the HSD #1 Board of Commissioners.

Items to be Considered from the Audit Committee:

Selection of Auditor – The proposal from Woodard & Associates, APAC, for a 2-year engagement for audits of years 2025 and 2026 financials was presented. After discussion on past history of auditing fees and terms, noting no price increase from the previous 2-year engagement proposal, recommendation was made to engage Woodard & Associates for the 2025 and 2026 audits. Upon motion by Mrs. Martin, seconded by Mr. Phillips, the recommendation was unanimously approved (10-0).

It was noted that the engagement letter must include the Standard Agreed Upon Procedures (SAUPs) prior to signature, and that the LA Legislative Auditor had not yet issued those. This proposal will be presented to the HSD #1 Board of Commissioners, and the engagement letter will be presented upon the inclusion of the SAUPs.

Amend the Agenda for Item – At this time, in order to discuss a 2024 Grant Cycle grantee request from Life Choices Pregnancy Resource Center to extend their grant duration and use funds for other appropriate clinical expenses, recommendation was made to amend the agenda. Upon motion by Mrs. Martin, seconded by Mr. Phillips, the recommendation to amend the agenda was unanimously approved (10-0).

Added Agenda Item - Life Choices Pregnancy Resource Center – Discussion was then held on the request from Life Choices Pregnancy Center to extend 2024 grant funding through June 2026 and to reallocate funding to other clinical personnel expenses, due to some unexpected operational challenges that have delayed full implementation of the project. The mobile unit has had mechanical issues requiring repair and downtime, in addition to having their lead sonographer for the mobile unit take an emergency leave of absence. This extension of the grant period will allow time to stabilize operations, restore full functionality of mobile services, and utilize remaining funds effectively. It was noted that a first amendment had previously been executed to provide for sonography services on the mobile unit instead of previously approved nurse practitioner services. Recommendation was made to approve the grant duration extension and to also approve expenses for the in-clinic medical personnel, including sonographer and nurse practitioner, within the awarded grant funds and as a second amendment to the Grant Agreement. After further discussion and review of the grant award terms, upon motion by Mrs. Massey Groves, seconded by Mr. Phillips, the recommendation was unanimously approved by all members then present (9-0).

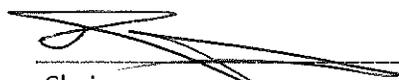
2026 Meeting Schedule – The 2026 meeting schedule was presented. It was noted that meeting dates could change based upon the grant cycle timelines to be determined. Outlook Calendar reminders and texts will continue to be sent out to ensure a quorum for meetings. Upon motion by Mrs. Martin, seconded by Mr. Phillips, the meeting schedule was unanimously approved by all members then present (9-0). This item will be provided to the HSD #1 Board of Commissioners for their information and posted to the website at the appropriate time.

2026 Related Party Questionnaires – The 2026 Related Party Questionnaire , including Vendor List, was presented to all Directors to report any potential conflicts of interest known at this time. No further action was necessary on this item.

President/CEO Report – it was reported that the Foundation received the Ike and Shirley Hamilton Achievement Award at the recent ARCO annual meeting. An update was provided on the Foundation's social media status, with active presence now reported on Facebook, Instagram, and LinkedIn, and Board Directors were encouraged to share through their personal and professional social media platforms. More posts would be forthcoming by the social media manager.

Board Chair Report – No further report at this time.

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


Chair


Secretary