



PUBLIC MEETING NOTICE

The Bridge Center for Hope Board of Directors will hold a special board meeting as shown below:

DATE: Monday, July 22, 2019

TIME: 2:00 PM

LOCATION: Breazeale, Sachse & Wilson, L.L.P.

One American Place, 23rd Floor

301 Main Street

Baton Rouge, LA 70801

AGENDA: Attached

The public is invited to attend.

Notice has been made of this meeting, through publication and via internet, to comply with the "Louisiana Open Meetings Law".

Lauren Crump, Bridge Center for Hope Secretary



BOARD OF DIRECTORS MEETING

July 22, 2019
2:00 PM – 3:00 PM

Breazeale, Sachse & Wilson, L.L.P.
One American Place, 23rd Floor
301 Main Street
Baton Rouge, LA 70801

AGENDA

I.	CALL MEETING TO ORDER	Kathy Kliebert
II.	PUBLIC COMMENT ON AGENDA ITEMS	Kathy Kliebert
III.	MINUTES For Action: Approve Minutes of the Special Board of Directors meeting held June 19, 2019	Kathy Kliebert
IV.	EXECUTIVE COMMITTEE A. For Information: Minutes of the Executive Committee meeting held July 9, 2019 B. For Information: Conflicts of Interest Policy C. For Action: Resolution establishing Bridge Center Committees D. For Action: Resolution establishing Bridge Center diversity policy E. For Information: Indemnification Clause	Kathy Kliebert
V.	NOMINATING COMMITTEE A. For Action: Amended and Restated Bylaws B. For Information: Minutes of the Nominating Committee meeting held July 19, 2019 C. For Action: Slate of Directors and Terms of Service	Chief Murphy Paul

VI. OPERATIONS COMMITTEE Jan Kasofsky, PhD

- A. For Information: Minutes of the Operations Committee meeting held May 29, 2019
- B. For Information: Solicitation of Proposal (SOP)
- C. For Information: Written Inquiries and Responses to Written Inquiries

VII. FINANCE COMMITTEE Charles Abboud

- A. For Information: Operating Report Budget as of June 30, 2019
- B. For Information: 2020 City-Parish Budget Packet
- C. For Information: Postlethwaite & Netterville engagement letter
- D. For Action: Broker of Record Letter

VIII. COMMUNITY RELATIONS Tonja Myles

- For Information: Meetings and Communications

IX. PRE-TRIAL RELEASE PROGRAM Kathy Kliebert

- For Information: Program Update

X. ADJOURN Kathy Kliebert



**SPECIAL BOARD MEETING
OF BRIDGE CENTER FOR HOPE BOARD OF DIRECTORS**

June 19, 2019
12:00 PM – 1:00 PM

Breazeale, Sachse & Wilson, L.L.P.
One American Place, 23rd Floor
301 Main Street
Baton Rouge, LA 70801

MINUTES

I. CALL MEETING TO ORDER

The meeting was called to order at 12:03 PM. Board members in attendance were Chief Murphy Paul, Charles Abboud, Lauren Crump, Eugene Bentley, Leah Cullins, William “Beau” Clark, Jan Kasofsky, PhD, Michael Mitchell, Tonja Myles, Chris Nichols, and Marjorie Person. A quorum was determined. Chair Kathy Kliebert joined by phone and called upon Vice Chair Paul to facilitate the meeting in person.

Sarah Gardner, Lauren Crapanzano Jumonville, and Debbie Pickell attended from the Baton Rouge Area Foundation (BRAF). Jim Fairchild attended from Daigrepont & Brian Professional Accounting Corporation.

II. PUBLIC COMMENT ON AGENDA ITEMS

Chief Paul asked if any members of the public would like to comment on the agenda. Hearing no request to comment, Chief Paul proceeded to the agenda as written.

III. MINUTES

For Action: Approve Minutes of the Board of Directors
meeting held May 29, 2019

Chief Paul reviewed the minutes of the meeting held May 29, 2019. **On a motion by Charles Abboud and a second by Beau Clark, the Board of Directors unanimously approved the minutes of the Board of Directors meeting held on May 29, 2019.**

Chief Paul then called upon Dr. Kasofsky to present the Operations Committee report.

IV. OPERATIONS COMMITTEE

For Action: Solicitation of Proposal (SoP)

Dr. Kasofsky confirmed that all SoP reviewers signed a non-disclosure agreement to keep the document confidential prior to the meeting.

Dr. Kasofsky then noted that Dr. Brian Hepburn (with the National Association of State Mental Health Program Directors) and Dr. Mary Smith (with the National Dialogues on Behavioral Health) offered feedback that helped inform the SoP with industry standards for similar endeavors.

It was noted that page 7, section 1.6, "Presentations & Discussions." contained a typo. The Operations Committee was asked to update "Friday, August 216, 2019" to "Friday, August 16, 2019."

After due discussion, and **on a motion by Tonja Myles and second by Leah Cullins, the Board of Directors unanimously approved the SoP for public distribution.**

Dr. Kasofsky then invited all present to share the SoP with anyone interested and noted that Dr. Hepburn and Dr. Smith have been asked to distribute the document nationally.

Finally, Dr. Kasofsky reminded everyone that the Bridge Center for Hope and Baton Rouge Area Foundation are prohibited from answering SoP-related questions for a specified period, and all communications will be filtered through Breazeale, Sachse & Wilson, L.L.P.

Chief Paul asked all board members to be mindful of and disclose potential conflicts of interests as their affiliated entities begin responding to the solicitation.

With no further questions or comments, Chief Paul called upon Mr. Abboud to deliver the Finance Committee report.

V. FINANCE COMMITTEE

A. For Action: Renewal of Insurance Policies

Mr. Abboud reported that some of the Bridge Center's insurance policies are set to expire and as such asked the Board of Director's to approve renewing the Bridge Center's existing insurance policies as presented.

On a motion by Michael Mitchell and second by Lauren Crump, the Board of Directors unanimously approved renewing the Bridge Center for Hope's existing insurance policies as presented.

B. For Information: Bridge Center for Hope 2018 Audit

Mr. Abboud introduced Jim Fairchild, with Daigrepont & Brian, who conducted the Bridge Center's independent audit. He then called upon Mr. Fairchild to deliver the independent auditor's report.

Mr. Fairchild reviewed the draft audited financial statements of The Bridge Center for Hope, which comprise the statement of financial position as of December 31, 2018, related statement of activities, changes in net assets, functional expenses, and cash flows for the year then ended.

Mr. Fairchild then noted that Daigrepont & Brian conducted their audit in accordance with auditing standards generally accepted in the United States of America, and that those standards require that Daigrepont & Brian plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

Mr. Fairchild attested that it is in the opinion of Daigrepont & Brian, that the Bridge Center's financial statements present fairly, in all material respects, the financial position of The Bridge Center for Hope as of December 31, 2018, and the changes in its net assets and cash flows for the year then ended conform with accounting principles generally accepted in the United States of America.

VI. ADJOURN

With no further business to conduct, the meeting was adjourned at 12:37 PM.

DRAFT

THE BRIDGE CENTER FOR HOPE

DIVERSITY STATEMENT

On July 22, 2019, the Board of Directors, on behalf of the Bridge Center for Hope (hereinafter the "Corporation"), hereby adopts the following Diversity Statement.

The Corporation is committed to fostering diversity and equal opportunity in the practice of providing pathways to treatment for people experiencing behavioral health issues. Our ability to respond to the needs of individuals experiencing mental illness and/or addiction, in an increasingly open and global environment, requires that the members of our organization have a broad range of skills and experiences. With a diversity of experience, expertise, and perspectives, the Corporation is in a stronger position to plan for the future, manage risk, make prudent decisions, and take full advantage of opportunities. The Corporation's commitment to diversity furthers these goals. Diversity enhances the quality of our health services and provides us with a rich and rewarding workplace. We celebrate the differences of our staff, Board of Directors and contractors, as well as those we serve in the community, including but not limited to those related to race, gender, national origin, ethnicity, disability and sexual orientation.

Our goal is to create a diverse culture within the Corporation that will reflect the increasing diversity of the individuals and the community we serve. All successful businesses are diverse and we are committed to recruiting, retaining, and promoting diverse members of our staff, our Board of Directors and our contractors. To that end, the Corporation is committed to the goal of strengthening diversity through recruiting and retaining minority and women board members, staff, and contractors from all backgrounds. The Corporation embraces the principles of equal employment opportunity and further recognizes that promoting diversity is an integral component of the Corporation's continuing quest for excellence as an organization.

DRAFT

ARTICLE IV
BOARD OF DIRECTORS

Section 3: Election and Term of Directors. At the first meeting of the Membership of the Corporation, the Members shall elect successor Directors, such that roughly half of the Directors are elected to serve an initial term of two (2) years and roughly half elected to serve a term of one (1) year, beginning at the adjournment of that first meeting and continuing through the expiration of their respective terms, or until their successors have been elected and qualified. At each subsequent annual meeting of the Membership, the Members shall elect Directors to serve a term of two (2) years and three (3) years (roughly half of the Directors elected will serve two (2) year terms while the other half shall serve three (3) year terms) beginning at the adjournment of that annual meeting and continuing through the expiration of their respective terms or until their successors have been elected and qualified. There is no limit to the number of terms to which a Member can be reelected as a Director.

Formatted: DocID

1733127.1



**SLATE OF DIRECTORS
as of July 19, 2019**

The Nominating Committee recommends the following terms of service for current Bridge Center for Hope Directors.

Kathy Kliebert (Chair), to her second 2-year term;
Chief Murphy Paul (Vice Chair), to his second 2-year term;
Charles Abboud (Treasurer), to his second 2-year term;
Lauren Crump (Secretary), to her first 2-year term;

Eugene Bentley, to his first 3-year term;
William "Beau" Clark, MD, to his second 2-year term;
Leah Cullins, to her first 3-year term;
Dennis Grimes, to his first 3-year term;
Chad Guillot, to his second 2-year term;
Jan Kasofksy, PhD, to her second 2-year term;
Donna Collins-Lewis, to her first 3-year term;
Michael Mitchell, to his first 3-year term;
District Attorney Hillar Moore, to his second 2-year term;
Pastor Tonja Myles, to her first 3-year term
Chris Nichols, to her second 2-year term;
Marjorie Person, MD, to her first 3-year term;
Collis B. Temple, Jr. to his first 3-year term.

Murphy Paul
Chair
July 19, 2019

**THE BRIDGE CENTER OF HOPE
100 NORTH STREET SUITE 900
BATON ROUGE, LA 70802
(225) 926-3033**

July 9, 2019

Accident Fund Nat'l Ins. Co.
P. O. Box 40790
Lansing, MI 48901-7990

Re: Work Comp, Policy #WCV 6167665
Policy Term: 06/06/19 - 06/06/20

Dear Sir/Madam:

Please recognize Blumberg and Associates, Inc., PO Box 82030, Baton Rouge, LA 70884 as my agent of record with regards to the above policy with your company. This appointment rescinds any previous appointments and the authority combined herein shall remain in force until cancelled in writing by me.

Blumberg and Associates, Inc. is hereby authorized to negotiate with any insurance company as respects changes in the above referenced coverages. Blumberg and Associates, Inc. shall not be responsible for any return commission, uncollected premiums, audits or other financial arrangements, nor for any deficiencies prior to the effective date of the above captioned policy.

This letter also constitutes the authority of any underwriter to furnish Blumberg and Associates' representatives with any information pertaining to any and all insurance contracts.

We acknowledge and agree that Blumberg and Associates, Inc. makes no representation as to the availability of insurance coverage or the reasonableness of the terms thereof.

Regards,

**THE BRIDGE CENTER OF HOPE
100 NORTH STREET SUITE 900
BATON ROUGE, LA 70802
(225) 926-3033**

July 9, 2019

Granite State Ins. Co.
c/o Care Providers Insurance
16301 Quorum Dr., Ste. 130B
Addison, TX 75001

**Re: Commercial Package Policy #02LX093864178-1
Policy Term: 06/06/19 - 06/06/20**

Dear Sir/Madam:

Please recognize Blumberg and Associates, Inc., PO Box 82030, Baton Rouge, LA 70884 as my agent of record with regards to the above policy with your company. This appointment rescinds any previous appointments and the authority combined herein shall remain in force until cancelled in writing by me.

Blumberg and Associates, Inc. is hereby authorized to negotiate with any insurance company as respects changes in the above referenced coverages. Blumberg and Associates, Inc. shall not be responsible for any return commission, uncollected premiums, audits or other financial arrangements, nor for any deficiencies prior to the effective date of the above captioned policy.

This letter also constitutes the authority of any underwriter to furnish Blumberg and Associates' representatives with any information pertaining to any and all insurance contracts.

We acknowledge and agree that Blumberg and Associates, Inc. makes no representation as to the availability of insurance coverage or the reasonableness of the terms thereof.

Regards,

**THE BRIDGE CENTER OF HOPE
100 NORTH STREET SUITE 900
BATON ROUGE, LA 70802
(225) 926-3033**

July 9, 2019

National Union Fire Ins. Co.
c/o Care Providers Insurance
16301 Quorum Dr., Ste. 130B
Addison, TX 75001

Re: Umbrella Policy #29-UD-025008523-1
Policy Term: 06/06/19 - 06/06/20

Dear Sir/Madam:

Please recognize Blumberg and Associates, Inc., PO Box 82030, Baton Rouge, LA 70884 as my agent of record with regards to the above policy with your company. This appointment rescinds any previous appointments and the authority combined herein shall remain in force until cancelled in writing by me.

Blumberg and Associates, Inc. is hereby authorized to negotiate with any insurance company as respects changes in the above referenced coverages. Blumberg and Associates, Inc. shall not be responsible for any return commission, uncollected premiums, audits or other financial arrangements, nor for any deficiencies prior to the effective date of the above captioned policy.

This letter also constitutes the authority of any underwriter to furnish Blumberg and Associates' representatives with any information pertaining to any and all insurance contracts.

We acknowledge and agree that Blumberg and Associates, Inc. makes no representation as to the availability of insurance coverage or the reasonableness of the terms thereof.

Regards,

**THE BRIDGE CENTER OF HOPE
100 NORTH STREET SUITE 900
BATON ROUGE, LA 70802
(225) 926-3033**

July 9, 2019

National Union Fire Ins. Co.
c/o Care Providers Insurance
16301 Quorum Dr., Ste. 130B
Addison, TX 75001

Re: Auto Policy #29-CA-060780852-1
Policy Term: 06/06/19 - 06/06/20

Dear Sir/Madam:

Please recognize Blumberg and Associates, Inc., PO Box 82030, Baton Rouge, LA 70884 as my agent of record with regards to the above policy with your company. This appointment rescinds any previous appointments and the authority combined herein shall remain in force until cancelled in writing by me.

Blumberg and Associates, Inc. is hereby authorized to negotiate with any insurance company as respects changes in the above referenced coverages. Blumberg and Associates, Inc. shall not be responsible for any return commission, uncollected premiums, audits or other financial arrangements, nor for any deficiencies prior to the effective date of the above captioned policy.

This letter also constitutes the authority of any underwriter to furnish Blumberg and Associates' representatives with any information pertaining to any and all insurance contracts.

We acknowledge and agree that Blumberg and Associates, Inc. makes no representation as to the availability of insurance coverage or the reasonableness of the terms thereof.

Regards,
