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MINUTES

SPECIAL BOARD MEETING

May 28, 2013

1. Call to Order and Roll Call

Mr. Garrett “Hank” Danos, Chairman, called to order the Regular Meeting of the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College in the System Building, Baton Rouge, Louisiana, on May 28, 2013, at 10:10 a.m.

The secretary called the roll.

PRESENT

Garret “Hank” Danos
Chairman

Scott A. Angelle

R. Blake Chatelain

Raymond J. Lasseigne

Jack E. Lawton, Jr.

Rolfe McCollister, Jr.

Robert “Bobby” Yarborough
Chairman-Elect

Justin Mannino

James W. Moore, Jr.

Lee Mallett

ABSENT

Ronnie R. Anderson

Scott Ballard

J. Stanley Jacobs

J. Stephen Perry

Ann Duplessis

John George

Also present for the meeting were the following: Dr. William L. Jenkins, Interim President; LSU System, Mr. Shelby McKenzie, Lead Counsel, LSU system officers and administrators from their respective campuses; faculty representatives; interested citizens and representatives of the news media.

2. Invocation and Pledge of Allegiance

Mr. McCollister gave the invocation and the Pledge of Allegiance.

Public Comments

Rep. Frank Hoffman, Rep. Katrina Jackson, Rep. Barbara Norton, Kim Holden, Dr. Kauffman, Rep. Marcus Hunter, Sherry Wilson, Pat Moore, Dr. Charla Burns, Chris Brown, Ethel Wheaton, Eva Wilson, Margie Jenkins, Shirley Pine, Brad Ott,

3. Authorization for Appellate Review of Judgment in favor of Capital City Press and Times-Picayune

LSU lead legal counsel, Shelby McKenzie, reviewed the process pursued by the Presidential Search Committee under the guidance of its consultant, William Funk & Associates. After national advertising, only ten persons applied for the position, none of whom was a sitting president. With Mr. Funk’s proprietary information and nominations from other persons, the Search Committee identified approximately 35 candidates for further consideration. The committee eventually narrowed its focus to five candidates with whom Mr. Funk was asked to arrange interviews. Only three candidates agreed to be interviewed, all of whom were sitting presidents. These interviews were exchanges of information in which the candidates sought information about LSU, and LSU sought information about the candidate.

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After the interviews, the Search Committee focused on Dr. King Alexander. At this point, Search Committee Chairman, Blake Chatelain, asked Dr. Alexander whether, if offered, he would be interested in the LSU presidency. He answered affirmatively. Dr. Alexander was the only candidate asked that question or who make any commitment to LSU. Following the Search Committee's recommendation of Dr. Alexander to the Board of Supervisors on March 18, 2013, Dr. Alexander met with students, faculty, staff, administrators, media representatives and others before he was unanimously approved by the Board of Supervisors on March 27, 2013.

Thereafter, Capital City Press, Times-Picayune and Andrea Gallo, editor of the Reveille, filed three separate suits in the 19th Judicial Court seeking to require LSU to identify the approximately 35 candidates considered by the search committee. The Capital City Press and Times-Picayune suits were consolidated and tried before Judge Janice Clark on April 25, 2013, who ordered production of the requested information. Five days later, on April 30, 2013, the Gallo suit was tried before Judge Tim Kelley. Relying in part on the legislative debate during consideration of the relevant statute, Judge Kelley held that LSU had complied with the public records law.

Mr. McKenzie pointed out that the appellate process was the way to resolve the irreconcilable decisions from two courts of equal jurisdiction. Further, he emphasized that the issues were important for the candidates in this search and for LSU's future searches in which the Board seeks to recruit the best possible candidate. The following resolution was unanimously approved by the Board:

Upon motion of Mr. Chatelain, seconded by Mr. Moore, the Board unanimously voted to approve the following resolution:

WHEREAS, Capital City Press, LLC, Times-Picayune, LLC and Andrea Gallo filed separate lawsuits in the Nineteenth Judicial District Court seeking access to the names of persons considered by the Presidential Search Committee;

WHEREAS, The Capital City Press and the Times-Picayune suits were consolidated and tried before Judge Janice Clark on April 25, 2013, who rendered judgment in favor of the plaintiffs, requiring the University to produce documents identifying 35 of the candidates considered by the Presidential Search Committee;

WHEREAS, the Gallo suit was tried before Judge Timothy Kelley on April 30, 2013, who for assigned reasons rendered judgment in favor of the defendants, finding that the University had complied with the public records law;

WHEREAS, the LSU Board of Supervisors finds that the issues involved in these two conflicting decisions of the district court are of extreme importance to the University in its recruitment and employment of the best qualified persons to fill high leadership positions and that the conflicting decisions should be resolved and the applicable law determined through the appellate process:

NOW, THEREFORE, BE IT RESOLVED by the Board of Supervisors of Louisiana State University and Agricultural & Mechanical College that its attorneys are authorized and instructed to seek appellate review of the adverse judgment rendered by Judge Janice Clark.

4. Cooperative Endeavor Agreement by and among the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College, Southern Regional Medical Corporation, Hospital Service District No. 1 of the Parish of Terrebonne, the State of Louisiana through the Division of Administration, the Louisiana Division of Administration, and the Louisiana Department of Health and Hospitals, relating to Leonard J. Chabert Medical Center

Upon motion of Mr. Lasseigne, seconded by Mr. Lawton, the Board unanimously voted to approve the following resolution:

NOW, THEREFORE, BE IT RESOLVED by the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College (herein "LSU Board of Supervisors") that William L. Jenkins, Interim President of the Louisiana State University System, or his designee, is authorized on behalf of and in the name of the LSU Board of Supervisors to execute the Cooperative Endeavor Agreement by and among the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College, Southern Regional Medical Corporation, Hospital Service District No. 1 of the Parish of Terrebonne, the State of Louisiana through the Division of Administration, the Louisiana Division of Administration, and the Louisiana Department of Health and Hospitals, in substantially the form presented to the LSU Board of Supervisors.

BE IT FURTHER RESOLVED that William L. Jenkins, Interim President of the LSU System, or his designee, is hereby authorized by and empowered for and on behalf of and in the name of the LSU Board of Supervisors, in consultation with its legal counsel, to execute said Cooperative Endeavor Agreement substantially in the form presented to the LSU Board of Supervisors and any related documents necessary or desirable to accomplish and implement the purposes of the Cooperative Endeavor Agreement that he deems to be in the best interest of the LSU Board of Supervisors, including, but not limited to, immovable property leases and subleases, equipment leases, sales of various movable property, and right of use and occupancy agreements, all such related documents to contain such terms and to be in such form and content and for such price and/or consideration as he, in his sole discretion, deems appropriate, and to also authorize William L. Jenkins, Interim President of the LSU System, or his designee, to execute all such leases, subleases, equipment leases, sales of various movable property, right of use and occupancy agreements, and all other related documents. **(Copy of Cooperative Endeavor Agreement presented to the LSU Board of Supervisors is on file in the Office of the LSU Board of Supervisors)**

5. Cooperative Endeavor Agreement by and among the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College, Southwest Louisiana Hospital Association d/b/a Lake Charles Memorial Medical Center, the State of Louisiana through the Division of Administration, the Louisiana Division of Administration, and the Louisiana Department of Health and Hospitals, relating to W.O. Moss Medical Center.

Upon motion of Mr. Lawton, seconded by Mr. Chatelain, the Board unanimously voted to approve the following resolution:

NOW, THEREFORE, BE IT RESOLVED by the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College (herein "LSU Board of Supervisors") that William L. Jenkins, Interim President of the Louisiana State University System, or his designee, is authorized on behalf of and in the name of the LSU Board of Supervisors to execute the Cooperative Endeavor Agreement by and among the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College, Southwest Louisiana Hospital Association

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d/b/a Lake Charles Memorial Medical Center, the State of Louisiana through the Division of Administration, the Louisiana Division of Administration, and the Louisiana Department of Health and Hospitals, in substantially the form presented to the LSU Board of Supervisors, upon appropriate approval by the Louisiana Legislature to the cessation of inpatient hospital services and emergency room services on the W.O. Moss Medical Center campus.

BE IT FURTHER RESOLVED that William L. Jenkins, Interim President of the LSU System, or his designee, is hereby authorized by and empowered for and on behalf of and in the name of the LSU Board of Supervisors, in consultation with its legal counsel, to execute said Cooperative Endeavor Agreement substantially in the form presented to the LSU Board of Supervisors and any related documents necessary or desirable to accomplish and implement the purposes of the Cooperative Endeavor Agreement that he deems to be in the best interest of the LSU Board of Supervisors, including, but not limited to, facility leases and subleases of immovable property and equipment, ground leases of immovable property, and sales of various movable property, all such related documents to contain such terms and to be in such form and content and for such price and/or consideration as he, in his sole discretion, deems appropriate, and to also authorize William L. Jenkins, Interim President of the LSU System, or his designee, to execute all such facility leases and subleases, ground leases, sales of various movable property, and all other related documents. **(Copy of Cooperative Endeavor Agreement presented to the LSU Board of Supervisors is on file in the Office of the LSU Board of Supervisors)**

6. Cooperative Endeavor Agreement by and among the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College, Biomedical Research Foundation of Northwest Louisiana, BRF Hospital Holdings, L.L.C., the State of Louisiana through the Division of Administration, the Louisiana Division of Administration, and the Louisiana Department of Health and Hospitals, relating to E. A. Conway Medical Center in Monroe, Louisiana and LSU Medical Center-Shreveport in Shreveport, Louisiana. (AMENDED)

Mr. Angelle, expressed concern with Interim President, William Jenkins, and/or his designee executing this document. However, Mr. McKenzie, lead counsel, advised that appropriate resolution is being presented to the Board at the June 7th meeting authorizing Dr. F. King Alexander to act in this capacity. Mr. Angelle suggested amending this resolution by incorporating in Paragraph 2 the following:

“in consultation with its legal counsel, and Dr. Opelka”:

“Legislative Auditor Review Authority”

Upon motion of Mr. Lasseigne, seconded by Mr. Mallett, the Board unanimously voted to approve the following resolution, as amended:

NOW, THEREFORE, BE IT RESOLVED by the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College (herein "LSU Board of Supervisors") that William L. Jenkins, Interim President of the Louisiana State University System, or his designee, is authorized on behalf of and in the name of the LSU Board of Supervisors to execute the Cooperative Endeavor Agreement by and among the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College, Biomedical Research Foundation of Northwest Louisiana, BRF Hospital Holdings, L.L.C., the State of Louisiana through the Division of Administration, the Louisiana Division of Administration, and the Louisiana Department of Health and Hospitals, in substantially the form presented to the LSU Board of Supervisors.

BE IT FURTHER RESOLVED that William L. Jenkins, Interim President of the LSU System, or his designee, is hereby authorized by and empowered for and on behalf of and in the name of the LSU Board of Supervisors, in consultation with its legal counsel, and Dr. Opelka, to execute said Cooperative Endeavor Agreement substantially in the form presented to the LSU Board of Supervisors and any related documents necessary or desirable to accomplish and implement the purposes of the Cooperative Endeavor Agreement that he deems to be in the best interest of the LSU Board of Supervisors, including, but not limited to, Legislative Auditor Review Authority, immovable property leases and subleases, equipment leases, transfer of certain assets and liabilities, and right of use and occupancy agreements, all such related documents to contain such terms and to be in such form and content and for such price and/or consideration as he, deems appropriate, in consultation with its legal counsel, and Dr. Opelka and to also authorize William L. Jenkins, Interim President of the LSU System, or his designee, to execute all such leases, subleases, equipment leases, transfer of certain assets and liabilities, right of use and occupancy agreements, and all other related documents.

(Copy of Cooperative Endeavor Agreement presented to the LSU Board of Supervisors is on file in the Office of the LSU Board of Supervisors)

7. Cooperative Endeavor Agreement among Board of Supervisors of Louisiana State University and Agricultural and Mechanical College, Sub-District No. 3 of England Economic and Industrial Development District, Huey P. Long Operating Company, State of Louisiana through the Division of Administration, and Louisiana Department of Health and Hospitals relating to Huey P. Long Medical Center (DEFERRED)

8. Chairman's Report

Chairman Danos congratulated Justin Mannino on his graduation from Law school and recognized Mr. John Woodard, newly elected student Board member.

Reminded Board members next Board meeting is on June 7th.

9. Adjournment

There being no further business to come before the Board, the meeting was adjourned at 12:22 p.m.

Chairman

Secretary