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**Minutes of the
Louisiana State Medical Society
Board of Governors Meeting – June 6, 2018**

Call to Order

Susan Bankston, MD, President, called the meeting to order, on Wednesday, June 6, 2018 at 8:30 AM. Dr. Bankston then led the board in reciting the Physician's Prayer and the Pledge of Allegiance.

Verification of Quorum

Dr. Paddock verified the presence of a quorum.

Approval of Minutes

After reviewing the minutes of March 7, 2018 meeting, the following motion was made:

**MOTION (APPROVED)
ACCEPT THE MINUTES OF THE BOARD OF GOVERNORS MEETING
ON MARCH 7, 2018 AS PRESENTED.**

ADMINISTRATIVE

District 2 Representation on the Board of Governors

Robert Chugden, MD, District 2 Councilor could not attend the meeting and the alternate councilor position is vacant. Therefore, John Wales, MD, president of the Jefferson Parish Medical Society attended the meeting as a guest from district 2. Dr. Bankston invited Dr. Wales to sit at the table and participate in discussion and debate but reminded him that he was not allowed to vote. Upon accepting the invitation, Dr. Wales was asked if he would be interested in filling the vacant alternate councilor position. Mr. Williams reminded the board that per the LSMS Bylaws, vacancies are filled by a vote of the Board of Governors. Without any further discussion the following motion was made:

**MOTION (APPROVED)
THE BOARD ELECTS JOHN WALES, MD TO FILL THE UNEXPIRED TERM AS DISTRICT
2 LSMS ALTERNATE COUNCILOR.**

UNFINISHED BUSINESS

Letter to LSBME regarding treatment facilities

Dr. Bankston shared with the board the letter sent to the LSBME on March 12, 2018 asking for specific information related to treatment facilities available to impaired physicians in Louisiana. The letter sought clarity on the following issues: criteria used to select treatment facilities; process for approval; how often is the list of facilities reviewed or updated; can physicians choose their own treatment facility; costs associated with each facility; and whether or not out-patient options were available. Dr. Bankston informed the board that there has been no response from the LSBME. However, Dr. David Hammond, medical director for the Health Professionals Foundation of Louisiana would be addressing the board later in their agenda and maybe he could help answer some of these questions.

Update on Health Professionals Foundation of Louisiana

1 Dr. David Hammond, medical director for the Health Professionals Foundation of Louisiana provided
2 the board with a brief update on the foundation's activities, which included answering most of the
3 board's questions regarding treatment options for impaired physicians. Additionally, Dr. Hammond
4 addressed LSMS concerns related to foundation board members having potential conflicts of interest
5 because of their prior relationship and/or employment with these same treatment facilities. Dr.
6 Hammond shared with the board the foundation's vetting process to ensure that conflicts of interest did
7 not occur but also admitted that the foundation should draft formal policies and procedures related to the
8 issue. Before leaving Dr. Hammond committed that the foundation would draft conflict of interest
9 policies and would make them available to the LSMS for review and comments.

10 **R301-18 Nutritional alternatives in clinic and hospital systems**

11 At the March 7, 2018 meeting, the LSMS Board of Governors voted to send a letter to the Louisiana
12 Hospital Association asking them to encourage their member hospitals and associated clinics to offer
13 and/or serve food with known nutritious values to their staff, patients, visitors and volunteers. Mr.
14 Williams shared that letter dated April 10, 2018 with the board who agreed the letter met the directive
15 established by Resolution R301-18 and considers the directive completed.

16 **L1-18 Increase the Louisiana Medical Professional Services fee schedule**

17 At the March 7, 2018 meeting, the LSMS Board of Governors voted to send a letter to the Louisiana
18 Department of Health (LDH) asking for Medicare parity for Medicaid physician reimbursement. Dr.
19 Bankston directed the board to a copy of a letter dated May 23, 2018 asking Dr. Rebekah Gee, LDH
20 Secretary to consider Medicare/Medicaid fee parity for Louisiana physicians. The letter stated, in part,
21 that a key to achieving our joint goals of ensuring increased access and improved quality is ensuring that
22 Medicaid and Medicare payment policies are aligned with the access and quality goals established by
23 public and private health care systems. A Medicaid payment increase is an important step that attempts
24 to better align payment rates with the cost of care for physicians, thus increasing access to primary care
25 physicians. To date there has not been a response from Dr. Gee, however, the board agreed this letter
26 met the directive established by resolution L1-18 and considers it completed.

27 **L3-18 Health care in prisons and jails in the state of Louisiana**

28 At the March 7, 2018 meeting, the LSMS Board of Governors voted to send a letter to the Louisiana
29 State Board of Medical Examiners (LSBME) asking for clarification as to whether or not unlicensed
30 physicians were providing care throughout the state's penal system as alleged in L3-18 from our medical
31 student section. Mr. Williams shared the letter he wrote to the LSBME dated May 18, 2018 asking for a
32 response and clarification on the issue. Subsequently, Mr. Williams spoke with Vincent Culotta, Jr.,
33 MD, executive director of the LSBME who stated unequivocally that unlicensed physicians do not
34 provide care anywhere in the state of Louisiana including within our prisons and jails. However, Dr.
35 Culotta did state that many times physicians providing care to prisoners have a prior disciplinary history
36 and/or restrictions on their medical license. Often times these restrictions create a scenario where the
37 prison system is the only employment opportunity available for these physicians. After sharing these
38 comments with the board they agreed that the directive in L3-18 has been met and consider it completed.
39 Mr. Carl Sabottke, medical student section member of the board of governors, pledged to let the section
40 know the outcome and facts related to resolution L3-18.

41 **Update on HealthSYNC of Louisiana**

42 Mr. Williams provided a verbal update on recent HealthSYNC activities between the March and June
43 board meetings, which included HealthSYNC demonstrations in Baton Rouge, Lake Charles, Alexandria
44 and New Orleans. Additionally, marketing videos have been filmed and are being edited before going
45 on the HealthSYNC website.

46 **Review Draft Procedures of the House of Delegates**

1 Mr. Williams presented the board with a draft copy of the procedures of the House of Delegates that
2 contained proposed updates as a result of local independence. The proposed changes summarized the
3 following: composition of the House of Delegates; apportionment of delegates; credentialing and
4 registration; the method of conducting business and key dates. After several questions and much
5 discussion, the following motion was made:
6

7 **MOTION (APPROVED)**

8 **DIRECT LSMS STAFF TO SEND A COPY OF THE PROPOSED CHANGES TO THE**
9 **PROCEDURES OF THE HOUSE OF DELEGATES TO CHARTERED AND AFFILIATE**
10 **MEDICAL SOCIETIES AND ALLOW THEM SIXTY DAYS TO REVIEW AND PROVIDE**
11 **FEEDBACK PRIOR TO THE NEXT REGULARLY SCHEDULED MEETING OF THE**
12 **BOARD OF GOVERNORS, WHICH IS ON SEPTEMBER 12, 2108**
13

14
15 **Proposal – LSMS Establish an Independent Practice Association (IPA)**

16 Mr. Williams and Mrs. Bailey presented the board with a high-level proposal to establish the legal
17 framework associated with the LSMS starting an independent physician association or IPA. The
18 purpose of the IPA would be to collectively leverage private practice physicians contracting and
19 purchasing power. However, Mr. Williams warned the board that there are potential anti trust issues
20 related to a state-wide IPA and thus recommended the LSMS utilize outside counsel with the required
21 expertise if the board wanted to move forward. Mrs. Bailey then informed the board that she had done
22 her due diligence and located a firm in California with the required knowledge and skills. Furthermore,
23 during her discussions she learned there are two ways to set up an IPA. Option one is an IPA that
24 contracts with one or more specific private plans. The IPA contracts with that plan, and centralizes
25 administrative solutions for participating providers and provides a stable platform to negotiate and
26 implement overall plan requirements/terms. This version of an IPA can evolve into, and may contract
27 with, an accountable care organization (ACO) that engages public plans on an accountable
28 reimbursement basis. ACO's when successful then distribute the added reimbursement to the IPA/ACO
29 participants. The second option of an IPA is not necessarily directly connected to one or more specific
30 plans and is not designated to operate like an ACO. This version of an IPA is simply a large group of
31 providers banded together to form a super-provider organization to achieve enhanced bargaining
32 power/leverage with hospitals and health plans. Mrs. Bailey recommends that if we precede that we do
33 so utilizing option 2. Mrs. Bailey further states that the outside firm she's been in contact with can
34 provide us the necessary education and guidance for forming the IPA; will set it up as a professional
35 corporation in Louisiana and will organize all required documentation for approximately \$9,000. Mr.
36 Williams informed the board there were unutilized funds in the current budget for outside legal services
37 if they decided to move forward. After many questions and discussion, the following motion was made:
38

39 **MOTION (APPROVED)**

40 **THE LSMS EXPLORE STARTING AN INDEPENDENT PHYSICIAN ASSOCIATION FOR**
41 **THE PURPOSE OF CREATING A SUPER-PROVIDER ORGANIZATION TO ACHIEVE**
42 **ENHANCED BARGAINING POWER/LEVERAGE WITH HOSPITALS AND HEALTH**
43 **PLANS.**
44

45 **MOTION (APPROVED)**

46 **THE LSMS GENERAL COUNSEL ENTER INTO A CONTRACT WITH OUTSIDE LEGAL**
47 **COUNSEL FOR THE DEVELOPMENT OF THE LEGAL AND CORPORATE STRUCTURE**
48 **NECESSARY FOR THE LSMS TO OPERATE AN INDEPENDENT PHYSICIAN**
49 **ASSOCIATION IN LOUISIANA.**
50

1 **NEW BUSINESS**

2
3 **Update from Blue Cross Blue Shield of Louisiana**

4 Vindell Washington, MD, Chief Medical Officer of Blue Cross Blue Shield of Louisiana (BCBSLA)
5 provided the board with an update on current activities, which included pharma issues, opioid epidemic,
6 and population health issues. Board members expressed an interest in hearing from BCBSLA annually
7 as they currently control 67% of the private insurance market across the state. Staff will ensure they are
8 invited to the June meeting of the board each year.

9
10 **2017 Audit Results and Financial Statements**

11 Mr. Williams introduced Jonathon Clark, CPA of LA Champagne, and Co., LLP to review the 2017
12 audit of the LSMS and its subsidiaries. Mr. Clark explained the audit contains the consolidated financial
13 statements of the LSMS, as of December 31, 2017. Mr. Clark informed the board that the audit
14 confirmed all standard accounting procedures were properly followed and documented throughout the
15 year. The auditing firm gave the LSMS an unqualified opinion. This opinion means there are no
16 qualifications associated with the findings of the audit. Overall, total assets were \$3,067,744 in 2017
17 compared to \$3,280,879 in 2016. Revenues for 2017 were \$1,629,426 compared to \$1,641,717 in 2016.
18 Expenses for 2017 were \$1,723,170 compared to \$1,775,867 in 2016. Following discussion, a motion
19 was approved without objection:

20
21 **MOTION (APPROVED)**

22 **ACCEPT AND FILE THE 2017 AUDIT REPORTS OF THE LSMS AND ITS**
23 **SUBSIDIARIES AS PREPARED BY LA CHAMPAGNE AND CO., LLC.**

24
25
26 **Update on Louisiana State Board of Medical Examiners**

27 Mr. Williams provided a short update on recent activities that occurred at the March, April and May
28 2018 meetings of the LSBME. There were two significant items to discuss. First, during May, the
29 Louisiana Legislative Auditor emailed a customer satisfaction survey to every licensed physician in the
30 state seeking their input into how the LSBME typically conducts its business. Secondly, at their May
31 2018 meeting, the LSBME voted to remove the current director of investigations who was reassigned
32 within the LSBME. With this change, came the loss of security clearance and database privileges
33 related to all investigative matters. The board stated the changes were to be implemented immediately.
34 Additionally, the board would seek an interim director of investigations until a full-time person could be
35 identified and hired.

36
37 **Update on LSMS Town Hall Meetings**

38 Mr. Williams informed the board that the dates, locations, times and agendas for the upcoming town hall
39 meetings had been finalized. Mr. Williams stated there would be ten meetings occurring across the state
40 during late July and August. LSMS officers and district councilors are expected to attend and
41 participate in the appropriate meeting(s). Mr. Williams stated that each meeting would have thirty
42 minutes of networking, followed by a welcome from the appropriate officer(s), brief legislative update,
43 an update on current and future endeavors and the remaining time would be spend answering questions
44 and listening to concerns from the membership.

45
46 **Update on 2018 Special/Regular Legislative Sessions**

47 Dr. Broussard went over key wins and legislation from the 2018 special and regular legislative sessions.
48 This included: LSMS legislation (EMS protocols), medical malpractice cap, scope of practice issues
49 from both nurse practitioners and physician assistants; balanced billing; and due process rights for
50 physicians. Dr. Broussard explained the LSMS position on all of these bills prevailed, however much

1 work remains as all of these are recurring issues that we will see again in 2019 and beyond. There were
2 lots of questions regarding legislation and outcomes, which were addressed by Dr. Broussard, Dr.
3 Bankston and staff.

4 **Discussion of Potential Proactive Legislation**

5 Following the update on the 2018 legislative session, Dr. Bankston discussed proactive legislation that
6 the LSMS could pursue in 2019 or later. Mr. Williams then reviewed model legislation developed by
7 the AMA related to: independent practice of physician assistants; the joint regulation of advanced
8 practice registered nurses; supporting physician-led team based health care; and potentially restructuring
9 the medical malpractice act. There was lots of discussion around all of the proactive legislation but
10 ultimately the board felt the recently promulgated rules between the LSBME and the Louisiana State
11 Board of Nursing accomplished what the model scope of practice legislation aimed to do and was
12 therefore unnecessary at this time. Additionally, Louisiana is not experiencing any real threat from
13 physician assistants at this time and the legislation seemed moot. However, the board was considered
14 about the future of the medical malpractice act, which has been in place since 1977. There were lots of
15 questions and discussion and ultimately the following motion was made:

17 **MOTION (APPROVED)**

18 **DIRECTED STAFF TO WORK FIRST WITH LAMMICO, AND THEN OTHER**
19 **STAKEHOLDERS, TO DETERMINE IF THERE IS A WAY TO PROACTIVELY**
20 **INCREASE THE MEDICAL MALPRACTICE CAP WITHOUT ADVERSLY**
21 **IMPACTING PHYSICIANS.**

23 **Consideration of board chair versus 2-year president**

24 Dr. Bankston asked the board if there was any appetite in exploring the possibility of either creating a
25 board chair position and/or extending presidential terms from one-year to two-years. Dr. Bankston
26 lamented that LSMS issues and initiatives typically carryover from one year to the next and that the
27 LSMS may benefit from having a little more stability within its top leadership position(s). After several
28 questions and some discussion, the following motion was made:

30 **MOTION (APPROVED)**

31 **DIRECTED STAFF TO GATHER MORE INFORMATION RELATED TO HOW**
32 **OTHER STATES FUNCTION AND OPERATE WITH A BOARD CHAIR**
33 **AND/OR LONGER PRESIDENTIAL TERM AND REPORT BACK TO THE**
34 **BOARD OF GOVERNORS IN SEPTEMBER 2018.**

35 **2018 AMA House of Delegates**

36 Mr. Williams informed the board that the Louisiana Delegation to the AMA House of Delegates has
37 submitted two resolutions for discussion at their June meeting as directed by the LSMS House of
38 Delegates. Resolution R101-A18 (Medicaid Reform) and R204-A18 (EHR Proficiency) are both listed
39 on the AMA's reaffirmation calendar.

40 **Reports**

41 President

42 Dr. Bankston reported that she had been active at the Capital during the legislative session as was
43 gearing up to attend the American Medical Association's House of Delegates.

1 President-Elect

2 Dr. Stevens had nothing to report.

5 Secretary Treasurer

6 The April 30, 2018 financial statements for the LSMS were noted and filed. The LSMS held assets and
7 liabilities totaling \$2,712,506; while net income year to date was -\$175,829.

10 Speaker of the House

11 Dr. Perkowski did not have any additional items to discuss.

13 Chair, Council on Legislation

14 Dr. Broussard did not have any additional items to discuss.

16 Board of Councilors

17 Dr. White, Chair of the Board of Councilors, informed the board that the councilors met during lunch
18 and discussed two items of business. First, the Washington Parish Medical Society requested approval
19 as an affiliate medical society of the LSMS. Dr. White informed the board that the request was
20 unanimously approved by the councilors. Secondly, Dr. White summarized an on-going concern in
21 District 3 where two competing medical societies have both expressed interest in being formally
22 recognized by the LSMS. However, LSMS Bylaws state there shall be only one medical society
23 chartered within the geographic confines of a Parish. In the event that there is an Affiliated Parish
24 Society within the confines of a parish, then a medical society shall not be chartered within that parish.
25 In the event that there is a Chartered Parish Society within the confines of a parish, then there shall not
26 be an Affiliated Parish Society within that parish. After much discussion and several questions, the
27 following motion was made:

29 **MOTION (APPROVED)**

30 **THE LSMS BOARD OF GOVERNORS DIRECTS BOTH ORGANIZATIONS IN**
31 **TERREBONNE PARISH TO SUBMIT THE REQUIRED PAPERWORK AND INFORMATION**
32 **TO BE CONSIDERED AS A CHARTERED OR AFFILIATE MEDICAL SOCIETY OF THE**
33 **LSMS BY NO LATER THAN AUGUST 1, 2018.**

34
35 For both chartered and affiliate, a formal receipt from the Secretary of State that the organization is
36 legally registered to conduct business in Louisiana is required. Additionally, if seeking to be chartered,
37 the entity must also submit a copy of the society bylaws, 2018 meeting dates, and all financial
38 documents. Any organization that submits the required documents and meets the above deadline must
39 send a representative to the next LSMS Board of Governors meeting on September 12, 2018.

41 EVP Report

42 Mr. Williams briefly shared two items with the board that materialized in between the time the meeting
43 agenda was set and the meeting date. First, Mr. Williams informed the board that he had been elected to
44 the board of directors of the American Association of Medical Society Executives. Next, Mr. Williams
45 introduced a new staff member, Ms. Gina Garner who recently joined the communications department.

47 LAMPAC

48 There was nothing of note to report for LAMPAC.

50 LSMS Alliance

1 Mrs. Kati Antill was unable to attend the meeting.

2
3 Physicians' Foundation

4 Dr. Lawrence Braud, the LSMS representative on the Physicians Foundation provided a written
5 summary on recent activities, which was included in the meeting materials distributed to board
6 members.

7
8 **Adjournment**

9 With no additional business to discuss, Dr. Bankston adjourned the meeting at 3:20 PM.

10
11 **Attending:**

12 Susan Bankston, MD, President
13 Lee Stevens, MD, President-Elect
14 William "Beau" Clark, MD, Immediate Past President
15 Katherine Williams, MD, Vice President
16 Paul Perkowski, MD, Speaker, House of Delegates
17 Richard Paddock, MD, Secretary-Treasurer
18 David Broussard, MD, Chair, Council on Legislation
19 John Wales, MD, Second District Alternate Councilor
20 Allen Vander, MD Third District Councilor
21 Frederick J. White, III, MD, Fourth District Councilor
22 Adrienne Williams, MD, Fifth District Alternate
23 Gwenn Jackson, MD, Fifth District Councilor
24 Reece Newsome, MD, Sixth District Councilor
25 Brian Gamborg, MD, Seventh District Councilor
26 Lance Templeton, MD, Eighth District Councilor
27 Nicholas Viviano, MD, Tenth District Councilor
28 Jeremy Henderson, MD, Tenth District Alternate
29 Amberly Nunez, Young Physician Section Member
30 Emily Davis, MD, Resident and Fellow Member
31 Carl Sabottke, Medical Student Member

32
33 **Absent:**

34 Steen Trawick, MD, Vice Speaker of the House
35 George Ellis, MD, First District Councilor
36 Juan Gershanik, MD, First District Alternate
37 Robert Chugden, MD, Second District Councilor
38 Mark Hebert, MD, Third District Alternate
39 John Carmody, MD, Fourth District Alternate
40 David Fargason, MD, Sixth District Alternate
41 Yoko Broussard, MD, Seventh District Alternate
42 Anthony Blalock, MD, Ninth District Councilor
43 Rod Clark, MD, Ninth District Alternate
44 Lynn Tucker, MD, Senior Physician Section Member
45 Pamela Parra, MD, Senior Physician Section
46 Alicia Kober, MD, Young Physician Section Alternate
47 Ezekiel Wetzel, MD, Resident and Fellow Alternate
48 Riley Santiago, Medical Student Alternate

49
50 **Staff Attending:**

1 Jeff Williams, Executive Vice President & Chief Executive Officer
2 Lauren Bailey, Vice President of Legal Affairs & General Counsel
3 Terri Watson, Director of Member Services and Administration
4 Chris Lebouef, Senior Director of Communication
5 Elise Tauzin, Communication Manager
6 Sarah Edwards, Office and Events Manager
7

8 **Guests**

9 David Hammond, MD, Health Professionals Foundation of Louisiana
10 Vindell Washington, MD, Blue Cross Blue Shield of Louisiana
11 Jonathon Clark, CPA, L.A. Champagne LLP
12
13
14

15 **Approved:** _____
16 **Richard Paddock, MD, Secretary-Treasurer**

17
18 **Date:** _____

DRAFT