

LOUISIANA BOARD OF ETHICS
MINUTES
November 3, 2023

The Board of Ethics met on November 3, 2023 at 9:02 a.m. in the LaBelle Room on the 1st floor of the LaSalle Building located at 617 North Third Street, Baton Rouge, Louisiana with Board Members Baños, Couvillon, Ellis, Grand, Grimley, Lavastida, Roberts, Scott and Speer present. Board Members Bryant and Colomb were absent. Also present were the Ethics Administrator, Kathleen Allen; Executive Secretary, Carolyn Abadie Landry; and Counsel Tracy Barker, David Bordelon, Mallory Guillot, Jessica Meiners and Charles Reeves.

Mr. Riccardo “Rick” Mekdessie appeared before the Board in Docket No. 23-581 regarding an advisory opinion request as to whether Thecla, LLC is prohibited from submitting a proposal to design, implement, manage, maintain, and supervise a single remittance system for the Louisiana Uniform Local Sales Tax Board. After hearing from Mr. Mekdessie, on motion made, seconded and unanimously passed, the Board deferred the matter to allow additional time to receive more information.

Senator Barrow Peacock appeared before the Board in Docket 23-814 requesting an advisory opinion regarding whether the Code of Governmental Ethics prohibits a former Louisiana State Senator from being employed by and acting as a legislative liaison for a state department in the executive branch. On motion made, seconded and unanimously passed, the Board concluded that based on the facts presented, the Code of Governmental Ethics does not prohibit Senator Peacock from being employed by a department in the executive branch, provided he does not render any service, on a contractual basis, to or for the Louisiana legislative branch.

On motion made, seconded and unanimously passed, the Board added Docket No. 23-318

to the agenda.

Ms. Joyce Rene Austin Duffin, a former member of the Cancer and Lung Trust Fund Board, appeared before the Board in Docket No. 23-318 requesting that the Board reconsider its decision to deny the waiver request regarding a \$1500 late fee assessed for filing her amended 2017 Tier 2.1 annual personal financial disclosure 202 days late and a \$1500 late fee assessed for filing her amended 2019 Tier 2.1 annual personal financial disclosure 202 days late. After hearing from Ms. Duffin and on motion made, seconded and unanimously passed, the Board declined to waive the late fees.

The Board took a recess from 9:42 a.m. to 9:52 a.m.

Ms. Alesia Ardoin, attorney for the Jefferson Parish Fire Fighters Association - Local 1374 - International Association of Fire Fighters (“Union”), appeared before the Board in connection with the public hearing conducted in Docket No. 23-435 regarding whether the Code of Governmental Ethics prohibits the Union from paying for legal services in connection with the representation of its members in matters before the Jefferson Parish Fire Civil Service Board while one of its Officers or Trustee serves as the elected member of the Civil Service Board. After hearing from Ms. Ardoin, Robert Burkett, Mitch Arbough, Brad Rodrigue and Keith Credo, as well as its staff attorneys David Bordelon and Kathleen Allen, the Board requested a transcript to be prepared before the next agenda and ordered Ms. Ardoin to submit a post-trial brief between November 14th and its staff attorneys to submit a response brief by November 20th. The public hearing concluded at 12:15 p.m.

Board Member Ellis left the meeting at 12:15 p.m.

The Board took a lunch break from 12:16 p.m. to 12:34 p.m.

Board Member Grand left the meeting and was not present for the vote on Docket No. 23-722.

The Board considered a waiver request in Docket No. 23-722 submitted by Kimberly Thomas, a former member of the New Orleans Sewerage and Water Board, regarding a \$1,500 late fee assessed for failing to file her 2017 Tier 2.1 annual personal financial disclosure. On motion made, seconded and unanimously passed, the Board declined to waive the \$1,500 late fee.

Board Member Grand returned to the meeting at 12:30 p.m.

The Board considered a waiver request in Docket No. 23-772 submitted by Daniel J. Walker, Terrebonne Levee and Conservation District, regarding a \$1,000 late fee assessed for his amended 2021 Tier 2.1 annual personal financial disclosure that was filed 20 days late. On motion made, seconded and unanimously passed, the Board suspended all of the late fee based on future compliance.

On motion made, seconded and unanimously passed, the Board agreed to take action on items G5-G19 en globo subject to any items being removed from the en globo listing for further discussion.

On motion made, seconded and unanimously passed, the Board adopted the staff recommendations on items G5-G19, excluding items G5, G8, G9, G17 and G18, taking the following action:

The Board considered an advisory opinion request in Docket No. 23-784 from the Cameron Parish Coroner as to whether the Code of Governmental Ethics relies on actual population rather than estimated population when determining whether to file pursuant to Sections 1124.2 or 1124.3 of the Code of Governmental Ethics. On motion made, seconded and

unanimously passed, the Board concluded that the Code of Governmental Ethics requires tier determination be based on actual population numbers and not estimates pursuant to La. R.S. 1:11 and by virtue of the wording “having a population” in La R.S. 42:1124.2 and 1124.3. Since population numbers are determined every ten years by the Federal Census Bureau, the population number determined by the most recent federal decennial census is the appropriate number to use to determine tier level. Therefore, since Cameron Parish’s population as determined by the last decennial census, 2020, is 5,617 or more, Dr. Dupke is required to file a Tier 2 annual personal financial disclosure statement pursuant to Section 1124.2 of the Code of Governmental Ethics.

The Board considered an advisory opinion request in Docket No. 23-785 from David Blake Fruge, a member of Eunice Municipal Civil Service Board and Reserve Deputy Marshal for the City of Eunice Marshal's Office, related to the provision of security detail at local high schools. On motion made, seconded and unanimously passed, the Board concluded that the Code of Governmental Ethics does not prohibit Mr. Fruge from receiving compensation for providing security details at public and private high schools.

The Board considered an advisory opinion request in Docket No. 23-788 regarding whether the Code of Governmental Ethics prohibits Jackie Marve, a former employee of the Louisiana Department of Environmental Quality, from providing environmental consulting services and/or legal services to the Sewerage and Water Board of New Orleans ("SWBNO"). On motion made, seconded and unanimously passed, the Board concluded that based on the facts presented, the Code of Governmental Ethics does not prohibit Ms. Marye from being employed with SWBNO.

The Board considered an advisory opinion request in Docket No. 23-812 from Wade Rousse, Executive Vice President of McNeese Foundation (“Foundation”), regarding a potential

contract between Lake Charles Toyota, which is owned by Representative Phillip Tarver, and the Foundation. On motion made, seconded and unanimously passed, the Board concluded that the Code of Governmental Ethics does not prohibit Lake Charles Toyota from entering into a Sponsorship Agreement with the Foundation while Representative Tarver serves as an elected member of the Louisiana Legislature.

The Board considered an advisory opinion request in Docket No. 23-813 from John M. Spain, a member of Southern Rail Commission (“SRC”), regarding potential conflicts of interest if he works on passenger rail projects with the State of Louisiana or other consulting firms. On motion made, seconded and unanimously passed, the Board concluded that the provisions of the Code of Governmental Ethics do not apply to Mr. Spain in his capacity as a member of the SRC.

The Board considered an advisory opinion request in Docket 23-815 regarding whether the Code of Governmental Ethics permits Nelwyn McInnis, as a member of the St. Tammany Parish Planning and Zoning Commission, to participate in discussions and vote on matters involving the permit application submitted by Money Hill Plantation ("Money Hill"). On motion made, seconded and unanimously passed, the Board concluded that based on the facts presented, Section 1112 of the Code of Governmental Ethics does not prohibit Ms. McInnis from participating in matters before the St. Tammany Parish Planning and Zoning Commission regarding Money Hill, including voting on Money Hill’s permit application. The Board further cautioned that in the event she is offered compensation to perform future services for Money Hill, she should seek an updated advisory opinion.

The Board considered a proposed disqualification plan in Docket No. 23-816 concerning the employment of Dr. Darcey Wayment, the Department Head of the Department of Chemistry and Physical Sciences at Nicholls State University, and his spouse, Xue-hui Wayment, an

employee in the Department. On motion made, seconded and unanimously passed, the Board concluded that Xue-hui Wayment's continued employment with the Department of Chemistry and Physical Sciences when her spouse serves as the Department Head presents no issues under the Code of Governmental Ethica and approved the disqualification plan.

The Board considered an advisory opinion request in Docket No. 23-818 regarding whether the Code of Governmental Ethics requires members of a committee created by the Garden District Security District to file annual personal financial disclosure statements pursuant to Section 1124.2.1 of the Code of Governmental Ethics. On motion made, seconded and unanimously passed, the Board concluded that the Code of Governmental Ethics does not require committee members, unless they also serve as a member of the Garden District Security District, to file annual financial disclosure statements since the committee created by the Garden District Security District is not a board or commission as defined by Section 1124.2.1D(a)(a) of the Code of Governmental Ethics.

The Board considered an advisory opinion request in Docket No. 23-902 from Pam Diez, Louisiana Department of Health ("LDH") Undersecretary, regarding the potential hiring of Kerry Diez, her spouse's sibling, within the Bureau of Health Services Financing. On motion made, seconded and unanimously passed, the Board concluded that the sibling of a public servant's spouse is not an "immediate family" member for purposes of the Code of Governmental Ethics pursuant to the definition provided in Section 1102(13) of the Code of Governmental Ethics. As such, Section 1119A of the Code of Governmental Ethics does not prohibit Kerry Diez from being employed by LDH within the Office of Management and Finance, Bureau of Health Services Financing, while Ms. Diez serves as LDH Undersecretary.

The Board considered an advisory opinion request in Docket No. 23-734 regarding whether the Code of Governmental Ethics prohibits Neal Poche, II, a St. James Parish Councilman, from continuing his employment as a salesman for Green Point AG, a vendor of St. James Parish Government. On motion made, seconded and unanimously passed, the Board concluded that the Code of Governmental Ethics prohibits Neal Poche, II, while serving as an elected member of the St. James Parish Council, from continuing his employment with Green Point AG, as long as Green Point AG is a vendor of St. James Parish Government.

The Board considered an advisory opinion request in Docket No. 23-786 regarding whether the Code of Governmental Ethics permits Dannie P. Garrett, III to serve on the Office of Group Benefits Policy and Planning Board (“OGB Board”) due to his past representation of the Louisiana School Boards Association (“LSBA”). On motion made, seconded and unanimously passed, the Board concluded that based on the facts presented, the Code of Governmental Ethics does not prohibit Mr. Garrett’s current service on the OGB Board due to his past representation of the LSBA, since he stated that he will not assist LSBA or any other client in matters before the OGB Board. Also the Board cautioned Mr. Garrett that Section La. R.S. 24:56(F) prohibits him, in his official capacity or on behalf of the OGB Board from lobbying for or against any matter intended to have the effect of law pending before the Legislature..

The Board considered an advisory opinion request in Docket No. 23-787 from Michael Morganti, an employee of the East Baton Rouge Parish Mosquito Abatement and Rodent Control District No. 1, regarding the purchase of surplus parish vehicles. On motion made, seconded and unanimously passed, the Board concluded that as an employee of the Mosquito Abatement District, Mr. Morganti is a public servant pursuant to Section 1102(19) of the Code of Governmental Ethics. His agency for purposes of the Code of Governmental Ethics is the

Mosquito Abatement District pursuant to Section 1102(2)(a)(vi) of the Code of Governmental Ethics. Section 1113(A)(1)(a) of the Code of Governmental Ethics prohibits Mr. Morganti and his immediate family members from bidding on or entering into any transactions under the supervision or jurisdiction of his agency, the Mosquito Abatement District. However, since the public sale is not under the supervision or jurisdiction of the Mosquito Abatement Department in this specific instance, Mr. Morganti and his immediate family members are not prohibited by Section 1113(A)(1)(a) of the Code of Governmental Ethics from bidding on and purchasing surplus vehicles from East Baton Rouge Parish, regardless of whether or not the vehicles were originally used by the Mosquito Abatement District.

Board Member Scott left the meeting at 12:47 p.m.

The Board considered an advisory opinion request in Docket No. 23-819 regarding whether the Code of Governmental Ethics prohibits Mark Becnel from doing business with Ponchatoula High School, while his wife is a teacher at the high school. On motion made, seconded and unanimously passed, the Board concluded that based on the facts presented, the Code of Governmental Ethics prohibits Mr. Becnel, and any legal entity in which he or his wife owns more than 25%, from bidding on or entering into any contract, subcontract, or other transaction that is under the supervision or jurisdiction of Ponchatoula High School, which includes selling concessions to Ponchatoula High School.

The Board considered an advisory opinion request in Docket No. 23-820 from James Doherty, on behalf of the St. Landry Parish Solid Waste Disposal District (the "District"), as to what restrictions apply to an employee of the District who was recently elected as a member of the St. Landry Parish Council (the "Parish Council"). On motion made, seconded and unanimously passed, the Board concluded that the Code of Governmental Ethics a) prohibits Mr.

Jolivette, in his capacity as a member of the Parish Council, from participating in matters in which he has a substantial economic interest and b) does not prohibit Mr. Jolivette, on behalf of the District, from entering into transactions with vendors who also do business with the Parish Council. The Board noted that its opinion is limited to an examination and application of the provisions of the Code of Governmental Ethics. Opinions on dual office holding and dual employment laws are within the jurisdiction of the Office of the Attorney General.

The Board considered the following general business agenda items:

On motion made, seconded and unanimously passed, the Board approved the minutes of the October 5th and October 6th, 2023 meetings.

On motion made, seconded and unanimously passed, the Board agreed to take action on items G21-G27 en globo subject to any items being removed from the en globo listing for further discussion.

On motion made, seconded and unanimously passed, the Board adopted the staff recommendations on items G21-G27, taking the following action:

The Board considered a consent opinion in Docket No. 21-767 regarding Patricia Reeves, an employee of Caddo Magnet High School, receiving payments for acting classes while she served as a drama teacher. On motion made, seconded and unanimously passed, the Board adopted for publication the consent opinion.

The Board considered a consent opinion in Docket No. 22-563 regarding Charles Wise, and Charles Wise d/b/a Elegant Landscaping, contracting with the Washington Parish Fire Protection District #7 to provide lawn care services while he was employed by the District. On

motion made, seconded and unanimously passed, the Board adopted for publication the consent opinion.

The Board considered a consent opinion in Docket No. 22-637 regarding alleged violations of Section 1112 of the Code of Governmental Ethics by a member and employee of the Livingston Parish Gravity Drainage District No. 5. Both Mr. William Yawn and Mr. James Hopkins executed the consent opinion and each paid the \$500 civil penalty. On motion made, seconded and unanimously passed, the Board adopted for publication the consent opinion.

In its capacity as the Supervisory Committee on Campaign Finance Disclosure, the Board considered a request in Docket No. 22-825 regarding an assessment of the enhanced penalty pursuant to Sections 1505.4A(4)(a) and 1505.4A(4)(b) of the Campaign Finance Disclosure Act against Reginald Merchant, candidate for Mayor, City of New Orleans, in the November 13, 2021 election, for his failure to file 30-P, 10-P and 10-G campaign finance disclosure reports. On motion made, seconded and unanimously passed, the Board assessed a civil penalty of \$10,000 each for failure to file 30-P, 10-P and 10-G campaign finance disclosure reports for a total of \$30,000.

The Board considered an advisory opinion request in Docket No. 23-817 concerning Senator Michael Fesi selling property to the Terrebonne Parish Consolidated Government (“TPCG”) when the parish will use federal funds administered by the Louisiana Office of Community Development. On motion made, seconded and unanimously passed, the Board concluded that based on the specific facts presented the Code of Governmental Ethics does not prohibit Senator Fesi from selling the property to TPCG.

In its capacity as the Supervisory Committee on Campaign Finance Disclosure, the Board considered a request in Docket No. 23-912 regarding the assessment of the enhanced penalty

pursuant to Section 1505.4A(4)(b) of the Campaign Finance Disclosure Act against Donald "D.T." Thompson, a candidate for Chief of Police, City of Opelousas, in the November 6, 2018 election, for his failure to file a 2020 supplemental campaign finance disclosure report. On motion made, seconded and unanimously passed, the Board assessed a civil penalty of \$10,000 for failure to file a 2020 supplemental campaign finance disclosure report.

In its capacity as the Supervisory Committee on Campaign Finance Disclosure, the Board considered a request in Docket No. 23-914 regarding the assessment of the enhanced penalty pursuant to Section 1505.4A(4)(b) of the Campaign Finance Disclosure Act against G. Denise Dupree, a candidate for Council Member, City of Grambling, in the November 6, 2018 election, for her failure to file a 2021 supplemental campaign finance disclosure report. On motion made, seconded and unanimously passed, the Board assessed a civil penalty of \$10,000 for failure to file a 2020 supplemental campaign finance disclosure report.

In its capacity as the Supervisory Committee on Campaign Finance Disclosure, the Board unanimously agreed to take action on the requests for “good cause” waivers of late fees assessed against candidates and committees included in item G28, en globo, subject to any items being removed from the en globo listing for further discussion.

On motion made, seconded and unanimously passed, the Board adopted the staff recommendations on the items in G28, excluding Docket No. 23-765, taking the following action:

In its capacity as the Supervisory Committee on Campaign Finance Disclosure, the Board unanimously declined to waive the campaign finance late fees assessed against the following:

- Docket No. 23-252 from Darlene Lirette Cheramie, 10-P of a \$280 late fee;
- Docket No. 23-317 from Martin McLendon, Special of a \$480 late fee;
- Docket No. 23-554 from Miguel Marie Roche Romar, 30-P of a \$1,260 late fee;
- Docket No. 23-554 from Miguel Marie Roche Romar, 10-P of a \$120 late fee;
- Docket No. 23-554 from Miguel Marie Roche Romar, 10-G of a \$2,000 late fee;
- Docket No. 23-701 from John L. Barthelemy, Jr., 2019 ANNUAL of a \$1,000 late fee;
- Docket No. 23-701 from John L. Barthelemy, Jr., 2020 ANNUAL of a \$1,000 late fee;

Docket No. 23-701 from John L. Barthelemy, Jr., 2021 ANNUAL of a \$1,000 late fee;
Docket No. 23-715 from Let's Do More, Terrebonne, Inc., 2021 ANNUAL of a \$3,000 late fee;

Docket No. 23-715 from Let's Do More, Terrebonne, Inc., 2022 ANNUAL of a \$3,000 late fee;

Docket No. 23-764 from Erick Falting, 30-P of a \$1,000 late fee.

Docket No. 23-766 from Steven Kennedy, 10-G of a \$60 late fee;

Docket No. 23-767 from Dadrius "D20" Lanus, 30-P of a \$540 late fee;

Docket No. 23-767 from Dadrius "D20" Lanus, 10-P of a \$120 late fee;

Docket No. 23-767 from Dadrius "D20" Lanus, 10-G of a \$960 late fee;

Docket No. 23-769 from Lenar L. Whitney, 180-P of a \$700 late fee; and,

Docket No. 23-798 from Daryl Joy Walters, 40-G of a \$1,140 late fee.

In its capacity as the Supervisory Committee on Campaign Finance Disclosure, the Board unanimously rescinded, based on Section 1205B(1) of the Rules for the Board of Ethics, the campaign finance late fees assessed against the following:

Docket 23-763 from Gerry Cvitanovich, 180-P of a \$800 late fee.

In its capacity as the Supervisory Committee on Campaign Finance Disclosure, the Board unanimously reduced to \$915.61 based Section 1205C of the Rules for the Board of Ethics and declined to waive the campaign finance late fee assessed against the following:

Docket No. 23-764 from Erick Falting, 10-P of a \$1,000 late fee.

In its capacity as the Supervisory Committee on Campaign Finance Disclosure, the Board unanimously reduced to \$400 based Section 1205C of the Rules for the Board of Ethics and declined to waive the campaign finance late fee assessed against the following:

Docket No. 23-764 from Erick Falting, 10-G of a \$1,000 late fee; and,

Docket No. 23-764 from Erick Falting, SUPP 2022 of a \$1,000 late fee.

In its capacity as the Supervisory Committee on Campaign Finance Disclosure, the Board unanimously reduced to \$600 based Section 1205C of the Rules for the Board of Ethics and declined to waive the campaign finance late fee assessed against the following:

Docket No. 23-768 from Tenaj "Naj" Wallace, 30-P of a \$1,080 late fee;

Docket No. 23-798 from Daryl Joy Walters, 2020 SUPP of a \$2,000 late fee; and,

Docket No. 23-798 from Daryl Joy Walters, 2021 SUPP of a \$1,740 late fee.

Chairwoman Roberts recused herself from consideration of Docket No. 23-765 and vacated the Chair. Board Member Lavastida assumed the Chair.

In its capacity as the Supervisory Committee on Campaign Finance Disclosure, the Board

considered a waiver request in Docket No. 23-765 regarding the \$1,000.00 and \$400.00 in campaign finance late fees (\$1,400 total) assessed against Gregory Gauthier, an unsuccessful candidate for Member of School Board, District 14, Calcasieu Parish, in the November 8, 2022 election, whose 30-P and 10-P campaign finance disclosure reports were filed 30 and 10 days late, respectively. On motion made, seconded and unanimously passed, the Board declined to waive the late fee.

Board Member Lavastida vacated the Chair and Chairwoman Roberts resumed the Chair.

The Board considered a request in Docket No. 23-800 regarding a \$150 late fee assessed against Loren Lampert for the late filing of the July 2023 Lobbying Expenditure Report. On motion made, seconded and unanimously passed, the Board waived the late fee.

The Board unanimously agreed to take action on the requests for “good cause” waivers of personal financial disclosure late fees assessed against individuals contained in item G30 en globo subject to any items being removed from the en globo listing for further discussion.

On motion made, seconded and unanimously passed, the Board adopted the staff recommendations on items in G30, excluding Docket No. 23-791, taking the following action:

The Board unanimously declined to waive all of the personal financial disclosure late fees for the following:

Docket 23-624 Joseph "Jay" Castille, 2019 Tier 2, 233 days late of a \$1,400 late fee;
Docket 23-710 Dennis Switzer, 2020 Tier 2.1, 420 days late of a \$1,500 late fee;
Docket 23-711 John Russell Dumes, 2019 Tier 3, 779 days late of a \$1,500 late fee;
Docket 23-711 John Russell Dumes, 2020 Tier 3, 82 days late of a \$500 late fee;
Docket 23-771 Leroy "Roy" Scott, 2020 Tier 3, failed to file of a \$500 late fee;
Docket 23-790 Maureen Joseph, 2016 Tier 3, 169 days late of a \$1,500 late fee;
Docket 23-790 Maureen Joseph, 2020 Tier 3, 453 days late of a \$500 late fee;
Docket 23-793 Erika L. Green, 2021 Tier 2, 35 days late of a \$2,500 late fee;
Docket 23-794 Charles Laverne Hodnett Jr., 2021 Tier 3, 305 days late of a \$500 late fee;
and,
Docket 23-803 Jodi Jacobs Aamodt, 2019 Tier3, 99 days late of a \$1,500 late fee.

The Board unanimously suspended all of the personal financial disclosure late fees based on future compliance for the following:

Docket 23-712 Kathryn "Kate" Yowell Wendel, 2020 Tier 2.1, 3 days late of a \$150 late fee;

Docket 23-770 Carolyn G. McCall, 2021 Tier 3, 16 days late of a \$400 late fee; and,
Docket 23-802 James Norsworthy, III, 2021 Tier 3, 13 days late of a \$325 late fee.

The Board considered a waiver request in Docket No. 23-791 submitted by LaTonya S. Charles, a former member of the Louisiana State Board of Social Work Examiners, regarding a \$400 late fee assessed for filing her amended 2019 Tier 2.1 annual personal financial disclosure 8 days late. On motion made, seconded and unanimously passed, the Board deferred the matter to a future Board meeting.

The Board considered a waiver request in Docket No. 23-396 submitted by Fisher Investments/Liz Dhillon to waive a \$2500 late fee assessed for filing its 2022 Retirement Systems Financial Disclosure Statement 164 days late. On motion made, seconded and unanimously passed, the Board declined to waive the late fee.

On motion made, seconded and unanimously passed, the Board considered an untimely waiver request in Docket No. 23-762 regarding the \$2,500 campaign finance late fee assessed against Willie L. Jones, Jr., an unsuccessful candidate for Lieutenant Governor in the October 12, 2019 election, whose 2019 Supplemental campaign finance disclosure report was filed 387 days late. On motion made, seconded and unanimously passed, the Board considered the untimely waiver request and declined to waive the late fee.

On motion made, seconded and unanimously passed, the Board declined to consider an untimely waiver request in Docket No. 23-799 submitted by Women on the Move, a political committee, and its chairperson, Roberta Brown, for the March 24, 2018 Election, whose 10-P campaign finance report was filed 8 days late and was assessed a \$1,600 campaign finance late

fee.

On motion made, seconded and unanimously passed, the Board adjourned at 1:00 p.m.

APPROVED:

Secretary

Chairwoman