

MINUTES OF
THE REGULAR MEETING OF THE
CITRUS COUNTY HOSPITAL BOARD

OCTOBER 07, 2013 5:30 P.M.

(1) CALL TO ORDER

A regular meeting of the Citrus County Hospital Board of Trustees was held Monday, **October 07, 2013**, in the Citrus Memorial Hospital Administration Building, 2nd floor Board Room, 502 W. Highland Blvd., Inverness, Florida. Chairwoman Mrs. Ressler called the meeting to order at 5:30P.M.

(2) PUBLISHED MEETING LEGAL NOTICE

(Agenda & Published Legal notice Copies On File)

(3) QUORUM PRESENT

(4) ATTENDANCE

Board Members: Debbie Ressler (Chairwoman), Robert Priselac (Vice-Chairperson), Krista Joseph (Secretary/Treasurer) and Dr. Mark Fallows, (Trustee).

Also in attendance:

William Grant, General Counsel
Karla Dozier

Prestige Court Reporting

Members of the Public: Joe Chrietzberg and Mark Williams, CFO CMHF

Mrs. Ressler stated the CCHB Mission.

(5) PUBLIC COMMENT

- Mark Williams: Mr. Williams stated that a request was sent to the CCHB for \$2M for the payment of the bonds.

(6) APPROVAL OF MINUTES

Via consensus the minutes from September 05, 2013 (special meeting) was tabled to the next meeting for clarification in the motion regarding the pension.

MOTION by Dr. Fallows, second by Mrs. Joseph to approve the minutes from the September 18, 2013 special meeting. The Motion passed unanimously, 4-0.

(7) FINANCE COMMITTEE REPORT

- a) Approval of the Finance Report for September, 2013: (Copy on file)

MOTION by Mrs. Joseph, second by Dr. Fallows to approve the finance report for September, 2013. The Motion passed unanimously, 4-0.

b) Approval of the Citrus County Hospital Board Invoices: (Copy on file)

MOTION by Mrs. Joseph, second by Dr. Fallows to approve payment of the invoices as presented. The motion passed unanimously, 4-0.

c) Other: Ms. Ressler informed the Board that a Budget Hearing meeting will be scheduled for November to amend the Budget for FY 2012-13.

(8) BONDS UPDATED INFORMATION

Mr. Grant shared that Foundation paid off SunTrust Bonds from the days of cash (2006 SunTrust bonds).

(9) TRANSACTION UPDATE

Mr. Grant informed the Board that the Ziegler contract was executed. Mrs. Ressler also noted that a committee meeting between the Foundation and the Trustees will be on October 18, 2013 at 2:00pm.

(10) FOUNDATION GOVERNANCE ISSUES

Mr. Grant stated that he requested information from the Foundation regarding the pension to be provided to Attorney Burks to incorporate in the LOI. In the beginning Attorney Burks was exchanging information with the Foundation and later the cooperation ceased and nobody understand why.

Mr. Grant asked the Board for approval to send a letter requesting all the information about the Hospital defined pension plan.

Mr. Grant also stated that a few weeks ago a public records request (PRR) was sent to Mr. Stilwell for all the correspondence between the Foundation and the bidders and Mr. Stilwell would like the PRR to be narrowed just to HCA. Mr. Grant noted that he will narrow the request for right now and asked Mr. Stilwell to keep compiling the additional information.

Mr. Grant informed the Board that the table summary of the legal expenses for the Trustees has been complete, but the Foundation side has not been completed because the Foundation did not provide their legal information from April to September 2013.

Mr. Grant thinks the Foundation will soon have a legal position about F.S. 155.40 and the process will be easier. Mr. Grant also informed the Trustees that the cost for the transaction process will go up.

Mr. Grant commented that the Florida Supreme Court has Oral Argument scheduled for November 06, 2013 at 9:00am in Tallahassee, Florida. Mr. Grant added the CCHB will file tonight the response to the amended complaint filed by Mr. Nemzoff and hopefully will have an answer in November.

MOTION by Mrs. Joseph, second by Dr. Fallows to request information from the Foundation related to the Hospital defined pension plan. Following discussion, the motion passed 4-0.

Mr. Grant requested the Board's advice for the purpose of settlement negotiations and strategy sessions related to litigation expenditures in all pending litigations of the CCHB. Mr. Grant stated he needed to seek the Board's advice and direction. The entire session shall be recorded by a certified court reporter. The court reporter will record the times of the commencement and termination of the attorney/client session. All discussions and proceedings as well as the names of all persons present shall be recorded. The names of all persons speaking shall be recorded. No portion of the session shall be off of the record. The court reporter's notes shall be fully transcribed and be filed with the entity's clerk within a reasonable time after the meeting. Their counsel, William J. Grant and any other counsel deemed appropriate, will be put on the notice. The session shall commence at

an open meeting at which the persons chairing the meeting, which will be the chairperson, shall announce the commencement and estimated length of the Attorney-Client Session and the names of the persons attending. At the conclusion of the Attorney-Client Executive Session, the meeting shall be reopened and the person chairing the meeting shall announce the termination of the session.

MOTION by Dr. Fallows, second by Mr. Priselac to engage in an attorney-client executive session meeting for October 30, 2013 for the purpose of discussing settlement negotiations or strategy sessions related to litigation expenditures. Following discussion, the motion passed 4-0.

Mr. Priselac would like to begin having conversations with Ziegler about requesting a refund for \$100,000 if the Nemzoff lawsuit settles.

(11) COMMITTEE REPORTS/MEDIA

- **Steering:** Mr. Priselac stated that he still be working behind the scenes and the committee will probably meet sometime in November.

- **Media:** Ms. Joseph would like to wait until a definitive agreement between the two (2) Boards to continue with the ads and other media relate venues. Mrs. Joseph commented that they continue monitoring the media and keep the citizens and the employees updated regarding the progress and the upcoming meetings.

(12) UNFINISHED BUSINESS

Mrs. Ressler expressed that Nature Coast Ministries will give their update to the Board at the November meeting.

(13) NEW BUSINESS

Discussion ensued about the obligation the Foundation has with the YMCA.

MOTION by Mrs. Joseph, second by Dr. Fallows the CCHB recommends that the Foundation provide the YMCA any committed money now. After discussion, the motion passed 4-0.

(14) TRUSTEE COMMENTS

Mrs. Joseph presented letters to the Board from two (2) different private schools requesting donations for defibrators. No action was taken by the Board.

(15) OTHER/ELECTIONS

MOTION by Mrs. Joseph, second by Dr. Fallows to nominate Mrs. Ressler for Chairperson. The Motion passed unanimously, 4-0.

MOTION by Mrs. Joseph, to nominate Dr. Fallows for Vice-Chairperson. The Motion passed unanimously, 4-0.

MOTION by Mr. Priselac, second by Dr. Fallows to nominate Mrs. Joseph for Secretary-Treasurer. The Motion passed unanimously, 4-0.

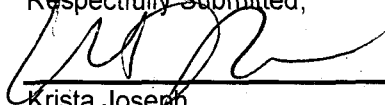
(16) NEXT SCHEDULE MEETING DATE:

The next scheduled board meeting will be Friday, October 18, 2013 at 2:00pm and Monday, October 21, 2013 at 4:00pm.

(17) ADJOURNMENT

MOTION by Dr. Fallows, second by Mrs. Joseph to adjourn the meeting, the motion passed 4-0. The meeting was adjourned at 7:01pm.

Respectfully Submitted,



Krista Joseph
Secretary/Treasurer

10.07.13 Minute Copy on File:

1. Agenda & Public Notice
2. CCHB Finance Report & Invoices

10.07.13 Attachments

1. Letter from John Paul Catholic School
2. Letter from