

MINUTES OF  
THE REGULAR MEETING OF THE  
CITRUS COUNTY HOSPITAL BOARD

**APRIL 24, 2013 9:30 A.M.**

**(1) CALL TO ORDER**

A regular meeting of the Citrus County Hospital Board of Trustees was held Wednesday, **April 24, 2013**, in the Citrus Memorial Hospital Annex Building, Conference room, 123 S. Pine Ave., Inverness, Florida. Chairwoman Mrs. Ressler called the meeting to order at 9:30A.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 Mike Bays (Trustee).

Also in attendance:

William J. Grant, Esquire, CCHB General Counsel  
Karla Dozier, CCHB Administrative Assistant  
Joshua Nemzoff, Nemzoff & Company

Prestige Court Reporting

Members of the Public: Justin Krumholtz.

**(5) PUBLIC COMMENT**

➤ Justin Krumholtz: Mr. Krumholtz expressed his sadness regarding Mr. Davis resignation.

**(6) APPROVAL OF MINUTES**

**MOTION** by Mr. Bays, second by Mr. Priselac to approve the minutes from the March 28, 2013 workshop meeting. The Motion passed unanimously, 4-0.

**MOTION** by Mr. Bays, second by Mr. Priselac to approve the minutes from March 28, 2013 Regular Meeting. The Motion passed unanimously, 4-0.

Mr. Nemzoff stated that the RFP will be sent everybody. Mr. Nemzoff also noted that the tentative schedule date for bid opening is June 14<sup>th</sup> and to evaluate bids will be June 18<sup>th</sup>.

Mr. Nemzoff informed the Board that he met with Mr. Collins, Mr. Beaty and Mr. Williams and did a brief presentation at the last Foundation meeting.

(7) COMMITTEE REPORTS

- Finance

a) Approval of the Finance Report for January and February, 2013: (Copy on file)

**MOTION** by Mrs. Joseph, second by Mr. Priselac to approve the finance report for March, 2013. The Motion passed unanimously, 4-0.

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

**MOTION** by Mrs. Ressler, second by Mr. Bays to approve payment of the invoices with the adjustment of Mr. Nemzoff invoice for April. After discussion the Motion passed unanimously, 4-0.

c) Approval of the Citrus County Hospital Board Invoices: Mrs. Ressler stated that finance committee will send a letter of explanation that \$85,954.28 is an advance, and the Board expects future accountability for that specific account (probate case) and after they do the research. (Copy on file)

**MOTION** by Mrs. Joseph, second by Mr. Bays to authorize payment to CMHF for \$224,443.28 for Inpatient accounts for the first quarter (Oct, Nov and Dec. 2012) with the caveat the \$85,954.28 is an advance for future payment until the investigation is finish regarding the probate account. After discussion the Motion passed unanimously, 4-0.

d) Approval of the Citrus County Hospital Board Invoices: Mr. Bays stated that the Committee recommendation is to reimburse CMHF for capital expenditure as presented with a invoice showing payment was made. (Copy on file)

**MOTION** by Mr. Priselac, second by Mrs. Joseph to authorize payment to CMHF for \$243,729.94 for reimbursement for Capital Expenditure for Fiscal Year 2011-12. After discussion the Motion passed unanimously, 4-0.

e) Other: Mr. Bays stated that the Board did the last payment to Nature Coast Ministries regarding Dental program and Mrs. Joseph and him will continue checking the progress and update the Board in future meetings.

**MOTION** by Mr. Bays, second by Mr. Priselac to approve the expenditures as delineated on our spreadsheet for the dental care expenses to Nature Coast Ministries which will total our commitment of \$57,400. After discussion the Motion passed unanimously, 4-0.

- **By-Laws Committee:** No Report

- **Audit Committee:** Mrs. Ressler noted that since Mr. Davis is no longer on the committee Mrs. Joseph and Mrs. Ressler will continue on the committee. Mrs. Ressler also informed the Board that Mr. Powell will begin the CCHB audit review on May 08 & 09.

**MOTION** by Mr. Priselac, second by Mr. Bays that the Audit committee remains a committee of two (2). The motion passed unanimously, 4-0.

- **Personnel Committee:** No Report

- **Special Orders:** None

**Strategic Committee:**

- **Community Needs Assessment (CNA):** Mr. Priselac informed the Board that there were not many participants in the two (2) surveys offered by Well Florida including the physicians and the public but he hopes that good insight information was provided. Mr. Priselac also stated that the Board and the Hospital is required by Law to do a Community Needs Assessment and publish on their website and also be sure that the Board fulfill the next steps for the CNA to be meaningful.
- Mrs. Ressler also informed the Board that she attended the Health Department Community Health Plan meeting which is the same thing the Board is doing, but the Health Department is required to finish by June 30.

Mrs. Ressler stated that she contacted Dr. Nutinsky in give him all the information in reference to the complaint that we had at our last meeting. After the meeting, Dr. Nutinsky contacted the person who made the complaint.

#### (8) UNFINISHED BUSINESS

- a) **Pension Update:** Mrs. Ressler noted that there was some discussion in the last Foundation meeting about the employees' pension and Mr. Priselac didn't expect more discussion because the Board already committed through this process that is going to be funded.
- Mr. Grant stated that the Board already approved the independent review and he has been talking to firms about doing the review.

#### (10) COMMENCE ATTORNEY CLIENT EXECUTIVE SESSION MEETING

The meeting was closed a (All the unauthorized individuals left the room) for the Attorney client executive session. According to Section 286.011(8) Florida Statutes the Executive Session will be closed to the public to allow the Citrus County Hospital Board of Trustees to meet with the Board's Attorneys regarding pending litigation.

The meeting was re-opened to the public at 2:22pm.

#### (11) FOUNDATION GOVERNANCE ISSUES

Mr. Grant informed the Board the abatement of the lawsuits is under process with the exception of the appeal to the Supreme Court.

Mr. Grant also confirmed that the money in Golden Parachute case remains on deposit at Regions Bank.

Mr. Grant noted that he attended the last Foundation meeting and they received the letter that was sent from Trustees. Mr. Williams informed the Foundation that the bonds from Sun Trust would no longer be characterized as long-term debt, and now it's going to be re-characterized as short-term debt.

Mr. Grant expressed that in the Foundation meeting in March Mr. Stillwell and Mr. Kennedy stated that they will contact Mr. Grant and they never did.

Mrs. Ressler will contact Mr. Beaty's office to find out their meeting dates and the Board can publish a notice to participate in the Foundation meetings.

Mr. Grant also expressed to the Board that Mr. Busack (BOCC external counsel) sent him an email regarding the concerns the Foundation has with the DA and Mr. Grant requested guidance from the Board as how to proceed. After discussion and via consensus the Board recommended Mr. Grant to let the Foundation address their issues with County.

Mr. Grant informed the Board the cost for the appeal to the Supreme Court will cost an additional \$10,000 to \$15,000.

Via consensus the Board agreed that part of Mr. Grant's invoice is to be allocated for Governance Reform. Mr. Grant will review his invoices from January 2013 to the present and will advise the CCHB office the estimation of what to be allocated as governance reform.

Discussion ensued regarding an Attorney General's Opinion (AGO) for a possible referendum. Mr. Grant will contact the AGO office for more information.

**MOTION** by Mr. Priselac, second by Mrs. Joseph to authorize Mr. Grant to seek for an Attorney General's Opinion in regards to Florida Statute 155.40 for a possible referendum if the option is to sell. The motion passed unanimously, 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 Mr. Bays, second by Mrs. Joseph to engage in an attorney-client executive session meeting at the next scheduled regular meeting for May, 2013 for the purpose of discussing settlement negotiations or strategy sessions related to litigation expenditures. Following discussion, the motion passed 4-0.

#### **(11) NEW BUSINESS**

Communication Committee: Discussion ensued regarding having a public relations company, the communication to the community, physicians and employees and to all taxpayers to ensure that the citizens of Citrus County are informed about the process of F.S. 155.40.

**MOTION** by Mrs. Joseph, second by Mr. Priselac to expand the contract of Mr. Nemzoff to include media services for \$10,000 a month plus expenses and that at the end of six months, the Board would expect that if his monthly hourly wage of \$10,000 exceeded \$10,000, but was under no circumstances to exceed \$20,000, the Board will reconcile at the end of 180 days. The Motion passed unanimously, 4-0.

**MOTION** by Mr. Bays, second by Mrs. Joseph to authorize Mr. Nemzoff to spend up to \$10,000 a month with a 10 day out for public relations. The Motion passed unanimously, 4-0.

Moody's and Fitch Update: Mr. Grant will continue to monitor Moody's and Fitch.

AGO opinion for Referendum: Discussed above (number 9)

Compliance Line Renewal: Mrs. Ressler asked the Trustees if they would like to renew the contract for services of the compliance line.

**MOTION** by Mrs. Joseph, second by Mr. Bays not to renew the compliance line contract. The Motion passed unanimously, 4-0.

Financial Disclosure: Mrs. Ressler informed the Board that the State of Florida will begin mailing the financial disclosure in May and same needs to be submitted by July 01.

Conflict of Interest: Discussion ensued about the Board submitting a conflict of interest form.

#### **(12) TRUSTEE COMMENTS**

- D. Ressler: Mrs. Ressler discussed the following topics:

- The Board needs to continue being one voice and remain unified.
- K. Joseph: Mrs. Joseph discussed the following topics:
  - The Hospital's new website and the negative comments from patients' about the ER.
- M. Bays: None
- R. Priselac: None

**(13) OTHER**

None.

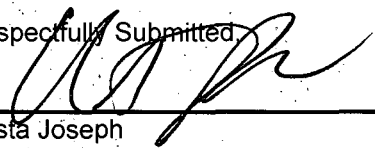
**(14) NEXT SCHEDULE MEETING DATE:**

Next meeting will be Wednesday, May 29, 2013 at 9:30am.

**(15) ADJOURNMENT**

**MOTION** by Mr. Bays, second by Mr. Priselac to adjourn the meeting, the motion passed 4-0. The meeting was adjourned at 6:00pm.

Respectfully Submitted,

  
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Krista Joseph  
Secretary/Treasurer

04.24.13 Minute Copy on File:

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

Attach Documents

1. Nature Coast Ministries spreadsheet expenditures