

MINUTES OF  
THE REGULAR MEETING OF THE  
CORRECTED 09-30-2019\*\*  
CITRUS COUNTY HOSPITAL BOARD

**AUGUST 26, 2019 6:00 P.M.**

(1) CALL TO ORDER

A regular meeting of the Citrus County Hospital Board of Trustees was held Monday, **August 26, 2019**, in the Conference Room of the Annex Building located at 123 S. Pine Ave., Inverness, Florida. Chairwoman Ressler called the meeting to order at 6:00P.M.

(2) PUBLISHED MEETING LEGAL NOTICE

*(Agenda & Published Legal notice Copies On File)*

(3) QUORUM PRESENT

(4) ATTENDANCE

Board Members: Debbie Ressler (Chairwoman), Allan Bartell (Trustee) Dr. Jeff Wallis (Secretary/Treasurer), Rick Harper (Trustee) Mark Fallows (Vice-Chairman) arrived at 6:09pm.

Also in attendance:

William Grant, Esq. (General Counsel)  
Karen Schapira, Esq. (External Counsel)  
Taylor Ford, Esq. (External Counsel)  
Karla Dozier (Chief Administrative Officer)

Members of the Public: Dr. Paresh Desai, JW Morton (Century 21) Mark Flanagan and Fred Hiers (Citrus County Chronicle).

(5) PUBLIC COMMENT

None.

(7) APPROVAL OF MINUTES

**MOTION** by Mr. Bartell, second by Dr. Wallis to approve the minutes from the June 24, 2019 Regular Meeting. After discussion, the Motion passed unanimously, 4-0.

(8) FINANCE COMMITTEE REPORT

a) Approval of the Finance Report for June & July 2019: Ms. Ressler presented the Finance Report for June and July 2019. *(Copy on file)*

**MOTION** by Mr. Bartell second by Mr. Harper to approve the Finance Report for June and July 2019. The Motion passed unanimously, 4-0.

b) Approval of the Citrus County Hospital Board Invoices:

Mrs. Ressler presented the invoices for July and August 2019. *(Copy on file)*

**MOTION** by Dr. Wallis, second by Mr. Bartell to approve payment of the CCHB invoices for July and August 2019 as presented. The motion passed unanimously, 4-0.

c) Approval of Invoices paid by the Citrus County Hospital Board o/b/o FRC:

Mrs. Ressler presented a list of invoices for July and August to be considered for payment by the Citrus County Hospital Board o/b/o FRC for approval. (Copy on file)

**MOTION** by Dr. Wallis, second by Mr. Harper to approve CCHB payment of the invoices o/b/o FRC for July and August 2019 as presented. The motion passed unanimously, 4-0.

d) Other:

Presented an updated Lease Proceeds and report of the three (3) Escrow accounts (two at Fifth Third Bank and one at JP Morgan). (Copy on file)

➤ Foundation Resolution Corporation Update: Mrs. Ressler presented to the Board the list of the Foundation's invoices. (Copy on file)

**MOTION** by Dr. Wallis, second by Mr. Bartell to approve the list of FRC invoices. After discussion, the motion passed unanimously, 4-0.

Dr. Fallows entered the meeting at 6:09pm.

#### **(6) BUDGET WORKSHOP**

Mrs. Ressler presented the proposed Citrus County Hospital Board Budget for Fiscal Year 2019-2020. Discussion ensued.

➤ Real Estate Update: Mr. JW Morton presented to the Board a contract offer in the two vacant lots in Crystal River. (Copy on file)

The buyer is registered in Kentucky. Buyer's will pay the closing cost and have 60 days for due diligence. Lengthy discussion ensued.

**MOTION** by Mr. Harper, second by Dr. Fallows to counter offer each contract to eliminate the non-shop and confidentiality covenants (due to Sunshine Law), the due diligence will be property of the seller and after sixty (60) days \$10K for each property will be paid to the seller. The Chairperson is authorized to sign contracts. After discussion the motion passed 4-1.

#### **(9) LEGAL**

Mr. Grant distributed an email received (Attached copy) from HCA regarding the Desai Hotel project. HCA noted that HCA will accept the appraisal done by Snell Associates and terminate the lease for \$565K. HCA and CCHB will have to amend the Hospital Lease Agreement. The CCHB emphasized that the Desai Group will assume all costs related to the hotel project.

**MOTION** by Dr. Fallows, second by Mr. Harper to approve the sale price from Snell Associates appraisal in the amount of \$565K to sell the 1.96 acre parcel to the Desai Hotel Group now due to the consent and approval of HCA. The Desai Hotel Group will incur all the costs associated with the transaction. The motion passed unanimously, 5-0.

Dr. Desai requested the Board's authorization to begin a Geotechnical study on the property. Discussion ensued.

**MOTION** by Dr. Wallis, second by Mr. Harper to authorize the Geotechnical study in the property by the Desai Hotel Group if HCA agrees. The motion passed unanimously, 5-0.

Mr. Grant recommends to the Board the renewal of the D&O insurance that expires in October 2019 and recommends keep the same coverage. (Attached copy)

**MOTION** by Dr. Wallis, second by Mr. Harper to renew the insurance for D&O, continue with the same coverage and authorize the Chairperson to sign. After discussion the motion passed unanimously, 5-0.

Mr. Grant stated that the CCHB did due diligence with the HCA annual report for capital expenditures. Also, HCA has spent \$54M, which is \$9M more of the \$45M Master Agreement contractual obligations.

Per CCHB instructions, Mr. Grant met with Senator Simpson and Representative Masullo to discuss a local bill to re-evaluate the Sunset of the CCHB (October 2023), the Desai Hotel Project and the future financial needs of the CCHB.

Mr. Flanagan noted that he will work with the delegation to help with the local bill. The delegation meeting will be September 23, 2019.

\*\*\*RECESS\*\*\*

Mr. Grant was happy to announce that the CCHB received a wire from HCA regarding reimbursement from CMS. An email from Attorney Schapira to HCA was distributed. (Attached copy)

Attorney Schapira distributed to the Board a Memorandum with an update of the indemnification matters. (Attached copy)

- **Medicaid Recoupment:** Email communication with the AHCA Attorney advising to resume discovery to try to resolve this matter.
- **CMHI Indemnification Matters:** The matters are in review and project to be concluded by December 2019.
- **Medicare cost report FY 2013 and FY 2014:** FY 2013 was paid \$1,255,646.00 (explained above). FY 2014 still pending.  
Attorney Schapira noted that additional money for the HITECH was paid \$446,000.00, but the US Department of Treasury kept \$62,910.82 on behalf of the Department of Veterans Affairs and Attorney Schapira will try to recoup the money or obtain justification for the VA levy.
- **Manage Care Recoupment:** Attorney Schapira and her team are working on the matter and completing the summary of claims presented to HCA.
- **2011/2012 DSH Additional Documentation Request:** The numbers confirmed by Attorney's Schapira team equal more than the difference proposed for AHCA.  
Attorney Schapira is seeking the reimbursement from AHCA in the amount of \$513,369 which was paid by the FRC/CCHB to HCA. Attorney Schapira advised the Board of the cost for this project.
- **2014 DSH:** AHCA sent an email with new requirements for submission for the DSH Medicaid Disproportionate Share Program Key Components (DSR). The deadline to submit the DSH supplemental form is September 15, 2019. Attorney Schapira is awaiting a response from Scott Rayson (HCA Attorney) to find out if HCA already submitted this information.

**MOTION** by Dr. Wallis, second by Mr. Harper to approve the reimbursement from the proceeds received from CMS (1,638,807.12) to the Citrus County Hospital Board due from the Foundation Resolution Corporation in the amount of \$390K. After discussion, the Motion passed unanimously, 5-0.\*\*

Mr. Grant noted that there will be a conference call with the Auditor General regarding the status of the State Audit of the Citrus County Hospital Board. Mr. Grant again asked the Trustees if they still want any request from the State of Florida Auditor to the Board members to go through Mr. Grant's office.

Attorney Ford informed the Board the status of the FRC lawsuit against AON. The issue of the FRC Pension Committee was raised again by AON. In addition Attorney Ford gave dates of deadlines and revealed trial is to occur in January 2021, the production of records is set for April 2020, a non confidentiality agreement for discovery and mediation by February 2020.

Mr. Grant stated that the Foundation Resolution Corporation (FRC) received an invoice from SunTrust. Also Mr. Grant requested an update of the PBGC audit to the FRC pension and didn't receive any answer from the FRC Pension Attorney to date.

Mr. Grant will continue working with Dr. Wallis and Mr. Bartell for the CCHB plaque project.

**(10) UNFINISHED BUSINESS**

➤ Citrus County Community Charitable Foundation (CCCCF) Update: Dr. Fallows attended the CCCCCF meeting. The Grants were awarded and there was a lengthy discussion about hiring a part time or full time employee.

**(11) NEW BUSINESS**

None.

**(12) TRUSTEE COMMENTS**

- Ressler: Mrs. Ressler asked the Board's input to a potential funding initiative from the Citrus County Hospital Board to not-for-profit (501 C3) community groups who have different needs. After discussion the Board agreed to have each organization give a maximum of a three minute presentation offering information at the meeting in September 30. Also every organization will submit a two page written request by September 24, 2019 at 5:00pm.

**(13) OTHER**

Mrs. Ressler informed the Board that one (1) of the CDARS will be mature on August 29, 2019. The Board has to make a decision today regarding the continuity of the investment. Cadence Bank sent the current rates for CDARS: 12 months at 1.32 %, 18 months at 1.19% and 24 months at 1.07%.

**MOTION** by Mr. Harper, second by Dr. Wallis to invest in the CDAR that will mature on August 29, 2019 for an additional one (1) year and authorize the Chairperson to sign any and all needed documents to effectuate the dictate of the Citrus County Hospital Board decision . After discussion the motion passed unanimously, 5-0.

Ms. Dozier requested the Board to change her title.

**MOTION** by Mr. Harper, second by Dr. Fallows to change Karla Dozier's title from Chief Administrative Officer to Administrative Assistant. After discussion the motion passed unanimously, 5-0.

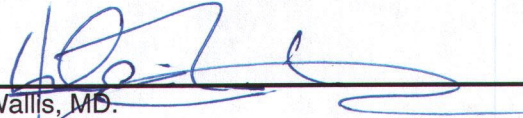
**(14) NEXT SCHEDULE MEETING DATE**

The Board will schedule new meeting dates for October, November and December 2019. The next scheduled Board meeting is set for Monday, September 30, 2019 at 6:00pm in the Conference Room of the Annex Building, 123 S. Pine Ave. Inverness, Florida.

**(15) ADJOURNMENT**

**MOTION** by Dr. Fallows, second by Mr. Bartell to adjourn the meeting, the motion passed unanimously, 5-0.

Respectfully Submitted,



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Jeff Wallis, MD.  
Secretary/Treasurer

08.26.19 Minutes Copy on File:

1. Agenda & Public Notice
2. CCHB Finance Report
3. CCHB list of Invoices
4. List of Invoice o/b/o FRC
5. FRC list of invoices
6. Report of Escrow accounts

08.26.19 Minutes Attached copy

1. Real Estate Contracts
2. Email exchange between HCA and CCHB – Desai Hotel Project
3. Email from Attorney Schapira to HCA – 2013 CMS reimbursement
4. Memorandum from Attorney Schapira