

Approval Date:
January 23, 2017

MINUTES OF
THE REGULAR MEETING OF THE
CITRUS COUNTY HOSPITAL BOARD

DECEMBER 14, 2016 6:00 P.M.

(1) CALL TO ORDER

A regular meeting of the Citrus County Hospital Board of Trustees was held Wednesday, **December 14, 2016**, in the Conference Room of the Law Office of Grant & Dozier located at 123 N. Apopka 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), Dr. Mark Fallows (Vice-Chairperson) arrived at 6:45pm, Dr. Jeff Wallis (Secretary/Treasurer), Allan Bartell (Trustee) and Rick Harper (Trustee).

Also in attendance:

William Grant, Esq. (General Counsel)
Taylor Ford, Esq.
Andrea Powers, Esq.
Ashby Burks, Esq. (Via telephone)
Karla Dozier (Administrative Assistant)

Members of the Public: None

Mrs. Ressler stated the CCHB Mission.

(5) PUBLIC COMMENT

None.

(6) APPROVAL OF MINUTES

The November 21, 2016 Minutes are deferred to the next Citrus County Hospital Board meeting in January 2017.

(7) FINANCE COMMITTEE REPORT

a) Approval of the Finance Report for November 2016: Mrs. Ressler presented the CCHB Finance report for November 2016. *(Copy on file)*

MOTION by Mr. Bartell, second by Dr. Wallis to approve the Finance Report for November 2016. The Motion passed unanimously, 4-0.

b) Approval of the Citrus County Hospital Board Invoices:

Mrs. Ressler presented the invoices. *(Copy on file)*

MOTION by Dr. Wallis, second by Bartell to approve payment of the invoices as presented. *The motion passed unanimously, 4-0.*

c) Other:

None.

(8) LEGAL

Mr. Grant mentioned that he met with Mr. Glotzback regarding the possibility of working to finish the FRC Worker's Compensation cases and also invited him to the next Citrus County Hospital Board meeting. Mr. Glotzback will only work if he gets paid \$500 a month plus expenses and he will not appear at the meeting. Consideration was declined.

The Foundation Resolution Corporation approved to retain Mr. Stillwell for three (3) more months at the same salary rate. Mr. Stillwell will also work with FRC Worker's Compensation cases.

MOTION by Mr. Bartell, second by Dr. Wallis to approve Mr. Stillwell's payments for three (3) months January, February & March 2017, but not to be paid in advance. *The motion passed unanimously, 4-0.*

Mr. Grant also stated that he received information regarding Blue Cross & Blue Shield and Cerner, but will be address at the January 2017 meeting.

The Citrus County hospital Board will receive back \$123,442.39 in Attorney's fees from Ironshore by Wednesday, December 21, 2016.

The City of Inverness sent a letter to the Board regarding Business tax permit. Mr. Grant contacted Mr. Bruce Day (Community Development Director) and the issue was resolved. *(Copy on file)*
Citrus County Hospital Board does not need such a permit.

The FRC sent a copy of their Audited Financial Statements from November 01, 2014 through September 30, 2015. Mr. Grant addressed his concerns regarding a paragraph on page 4 of the audit inadequacy of accounting records and certain missing source documentation for the period audit in the amount of \$3,161,746. The Citrus County Hospital Board would like to find more information regarding this problematic issue.

Dr. Fallows entered the meeting at 6:45pm.

Mr. Grant informed the Board about the list of events that happened since December 05, 2016 regarding the FRC pension. Citrus County Hospital Board doesn't have any fiduciary duty with the pension. Also Mr. Grant mentioned that Mr. Stillwell contacted HCA without anyone's knowledge to request additional money (CCHB loan) for the pension. The loan was considered.

The Foundation Resolution Corporation received two bids from insurers that are interested in providing quotes: Banner Life \$89,990,000 and MassMutual \$92,760,995. The FRC accepted the bid from Banner Life.

The Hospital Board created a sources and uses *(Copy on file)* with the amounts presented at the December 05, 2016 meeting, but according to the balance presented by SunTrust (FRC pension account) there will not be enough money to cover the pension because AON lost approximately \$3M since last week.

The Citrus County Hospital Board discussed the option of loaning additional money to the FRC to cover the pension liabilities.

MOTION by Dr. Wallis, second by Mr. Bartell for Citrus County Hospital Board to loan the Foundation Resolution Corporation Citrus County Hospital Board proceeds necessary to fund pension obligations of the Foundation Resolution Corporation. After discussion the motion passed, 4-1.

RECESS

Attorney Andrea Powers addressed the issues that she has with AON. Also, Attorney Ford commented about the possible claims and the cost that the FRC could raise regarding AON.

Mr. Grant asked the Trustees to engage King, Blackwell, Zehnder & Wermuth to analyze all possible claims against AON including recovering of attorney's fees. Also to engage Baker, Donelson, Caldwell in a lesser capacity. Discussion ensued.

MOTION by Dr. Fallows, second by Dr. Wallis to engage King, Blackwell, Zehnder & Wermuth to do an analysis for claims against AON and the cost incurred by the Citrus County Hospital Board will be approximately \$55K for King, Blackwell, Zenher and Wermuth and \$15K approximately for Baker, Donelson, Caldwell. After discussion the motion passed unanimously, 5-0.

(9) UNFINISHED BUSINESS

- **Foundation Resolution Corporation Update:** Mrs. Ressler presented to the Board an updated list of the Foundation's invoices and stated that Mr. Stillwell confirmed that two (2) invoices of Daniel's A/C can be paid now. (Copy on file)

MOTION by Dr. Fallows, second by Dr. Wallis to approve payment of the FRC invoices including the two (2) invoices from Daniel's A/C. After discussion the motion passed unanimously, 5-0.

- **Citrus County Community Charitable Foundation (CCCCF) Update:** Mrs. Ressler informed the Board that the Charitable Foundation will have their next meeting on December 15, 2016. The investment committee had their first meeting and finalized their RFP process by January 2017. The Grant's Committee is also prepared to begin work.

Also the Board of County Commissioners appointed Commissioner Kinnard as their new representative on the CCCC Board.

Real Estate Update:

None.

(10) NEW BUSINESS

None.

(11) TRUSTEE COMMENTS

Mrs. Ressler presented to the Board an article published in the Tampa Bay Times about the resignation of the Tampa General Hospital CEO Jim Burkhart. (Copy on file)

(12) OTHER

None

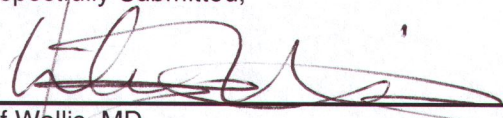
(13) NEXT SCHEDULE MEETING DATE:

The Chairman announced the next scheduled Board meeting is set for Monday, January 23, 2016 at 6:00pm in the Conference Room of the Annex Building.

(14) ADJOURNMENT

MOTION by Dr. Fallows, second by Dr. Wallis to adjourn the meeting, the motion passed 5-0.

Respectfully Submitted,



Jeff Wallis, MD.
Secretary/Treasurer

12.14.16 Minute Copy on File:

1. Agenda & Public Notice
2. CCHB Finance Report
3. CCHB list of Invoices
4. FRC list of invoices
5. Letter from the City of Inverness
6. FRC Pension Sources & Uses
7. Tampa Bay Times Article