

MINUTES OF
THE REGULAR MEETING OF THE
CITRUS COUNTY HOSPITAL BOARD

FEBRUARY 10, 2016 6:00 P.M.

(1) CALL TO ORDER

A regular meeting of the Citrus County Hospital Board of Trustees was held Wednesday, **February 10, 2016**, 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), Dr. Mark Fallows (Vice-Chairperson), Dr. Jeffrey Wallis (Secretary/Treasurer), Allan Bartell (Trustee) and Rick Harper (Trustee)

Also in attendance:

William Grant, Esq. (General Counsel)
Taylor Ford, Esq. (CCHB External Counsel)
Ashby Burks, Esq. (CCHB Transaction Attorney)
Karla Dozier (Administrative Assistant)

Members of the Public: Sandra Chadwick (FRC) and Tica Harper

Mrs. Ressler stated the CCHB Mission.

(5) PUBLIC COMMENT

None.

(6) APPROVAL OF MINUTES

MOTION by Dr. Fallows, second by Dr. Wallis to approve the minutes from the November 16, 2015 Regular Meeting. The Motion passed unanimously, 5-0.

(7) FINANCE COMMITTEE REPORT

a) Approval of the Finance Report for November and December 2015: Mrs. Ressler presented the CCHB Finance report for November and December 2015. *(Copy on file)*

MOTION by Mr. Bartell, second by Dr. Fallows to approve the Finance Report for November and December 2015. The Motion passed unanimously, 5-0.

b) Approval of the Citrus County Hospital Board Invoices:

Mrs. Ressler presented the invoices for December 2015 and January 2016 (*Copy on file*)

MOTION by Dr. Wallis, second by Dr. Fallows to approve payment of the invoices for December 2015 as presented. The motion passed unanimously, 5-0.

MOTION by Dr. Fallows, second by Dr. Wallis to approve payment of the invoices for January 2016 as presented. The motion passed unanimously, 5-0.

c) Other:

None.

(9) LEGAL

Attorney Ford updated the Board about the phone conference(s) he had with Mr. Padgett (RBOI Attorney). Mr. Padgett will send a new agreement next week with a lease/sale option until all other transaction work for the land is done because that could take months.

Mr. Grant received an email from Mr. Stillwell regarding the FRC lawsuits and the status of several medical malpractice claims could be potentially in the millions of dollars. The issue for plaintiffs is the presence or absence of the Sovereign Immunity of the now Foundation Resolution Corporation.

MOTION by Dr. Wallis, second by Dr. Fallows to retain Attorney George Vaka and his law firm and issue a check in the amount of \$10,000 to the Vaka Law Group and to retain: David King, Ashby Burks and Cliff Shepard to protect the interest of the Citrus County Hospital Board and the people's assets. After discussion the motion passed unanimously, 5-0.

Mr. Grant asked the Board for authorization to pay HCA for indemnification claims, which includes overpayments by CMS, Aetna, United Healthcare, and Department of Treasury.

MOTION by Dr. Fallows, second by Dr. Wallis to approve reimbursement from the indemnity escrow to HCA for overpayments by CMS, Aetna, Department of Treasury and United Healthcare. Discussion ensued; the motion passed unanimously, 5-0.

(10) UNFINISHED BUSINESS

• Foundation Resolution Corporation Update: Mrs. Ressler presented two options of the Foundation Resolution Corporation invoices ("list 1" and "list 2") that need approval of the Citrus County Hospital Board. (*Copy on file*).

Mrs. Chadwick stated that in list 1 she added Mr. Stillwell's payment for March and Mr. Glotzback's payments for March and April and asked the Board's approval in case the Hospital Board doesn't have a meeting in March or April. Mrs. Chadwick noted that Mr. Stillwell and Mr. Glotzback will not get pay until March and April.

Mrs. Chadwick informed the Board the two (2) Workers' Compensation cases will settle soon. Mrs. Chadwick also commented about Amazing Charts and the reasons why the Hospital didn't pay their invoices and her recommendation will be not to pay the invoices, at least for now.

Mrs. Ressler requested the Board's guidance regarding an entry in one of the invoices from Wardlow & Cash. The Board agreed not to pay the invoice until they received a clarification from Mr. Wardlow's office.

Mrs. Ressler addressed the comments made by Mr. Glotzback at the last Foundation meeting regarding Mr. Wardlow. Mr. Glotzback mentioned that the problem was personal issues between Mrs. Ressler and Mr. Wardlow. Mrs. Ressler clearly stated that was false and absolutely not true. In addition, the Citrus County Hospital Board and the Chairman of the Foundation Resolution Corporation weren't happy with Mr. Wardlow's performance.

Mr. Grant advised the Board and Mrs. Chadwick that several items on the list provided by the FRC needed to be paid from the JP Morgan indemnity escrow account.

MOTION by Dr. Wallis, second by Dr. Fallows to approve payment of the FRC invoices as presented with the exception of one of the invoices from Wardlow & Cash in the amount of \$1,142.04. After discussion the motion passed unanimously, 5-0.

Mrs. Chadwick mentioned the request made by AON to increase their fees and added that Attorney Sharon Dixon (FRC Pension Attorney) sent an email expressing her opinion on the agreement with AON. Mr. Grant asked the Citrus County Hospital Board to table the matter until he has chance to review the pension agreement between AON and the Foundation Resolution Corporation.

Mrs. Chadwick also requested the Citrus County Hospital Board for the possibility to extend Mr. Glotzback contract to the end of the year, because his contract ends in April. An hourly rate appeared to be considered. No decision was made.

RECESS

- **Citrus County Community Charitable Foundation (CCCCF) Update:** Mrs. Ressler informed the CCHB that Chairperson of the CCCCCF By-Laws will meet with Mr. Grant to review the By-Laws and come to the Citrus County Hospital Board for approval. The CCCCCF needs to have a conflicts policy and this being an election year 2 seats are up for election.

Mr. Grant spoke with the Supervisor of Elections Susan Gill about the two seats that need to be on the ballot this year. Mr. Grant asked the Board the approval of a Resolution requesting same.

MOTION by Dr. Fallows, second by Dr. Wallis to Resolve a Resolution requesting that the two(2) seats authorized under 2014-254 Laws of Florida be made forthwith. After discussion the motion passed unanimously, 5-0.

Real Estate Update: Mrs. Ressler presented to the Board the email sent by Mr. Morton (*Copy on file*) about the status of the two (2) Crystal River vacant lands.

RECESS

(11) NEW BUSINESS

None.

(12) TRUSTEE COMMENTS

None.

(13) OTHER

Attorney Ford addressed the matter regarding the options the Citrus County Hospital Board has to dispose of some properties. Attorney noted that CCHB needs to comply with Chapter 274, Florida Statutes and designate a property custodian. The Board has the following options sell, donate or dispose the property. The CCHB doesn't have any property value more the \$1,000. Discussion ensued.

MOTION by Dr. Wallis, second by Mr. Harper to designate Mrs. Ressler as the property custodian and Mrs. Dozier as the authorized custodian's delegate. The motion passed unanimously, 5-0.

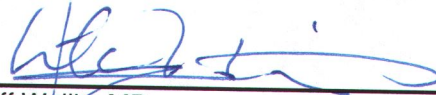
(14) NEXT SCHEDULE MEETING DATE:

The Chairman announced the next scheduled Board meeting is set for Monday, February 29, 2016 at 6:00pm in the Conference Room of the Citrus Memorial Hospital Annex Building.

(15) 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

02.10.16 Minute Copy on File:

1. Agenda & Public Notice
2. CCHB Finance Report
3. CCHB list of Invoices
4. FRC list of invoices
5. Email from JW Morton