

Approval Date:  
April 20, 2015

MINUTES OF  
THE REGULAR MEETING OF THE  
CITRUS COUNTY HOSPITAL BOARD

**FEBRUARY 13, 2015 6:00 P.M.**

(1) CALL TO ORDER

A regular meeting of the Citrus County Hospital Board of Trustees was held Friday, **February 13, 2015**, in the Conference Room of the Annex Building located at 123 S. Pine Ave., Inverness, Florida. Chairwoman Mrs. 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), Krista Joseph (Secretary/Treasurer)

Also in attendance:

William Grant, Esq. (General Counsel)

Members of the Public: Nancy Harker, Glen Holmes, Jeffrey Wallis, MD., Sophia Diaz-Fonseca, Gustavo Fonseca, MD.; Clark Stillwell, Esq. (FRC); Jeffrey Marcus, MD., Timothy A. Brant, MD., and Mike Wright (Citrus County Chronicle)

Mrs. Ressler stated the CCHB Mission.

(5) PUBLIC COMMENT

- Nancy Harker: Ms. Harker expressed that the issues with the emergency room have not improved with HCA.
- Sophia Diaz-Fonseca: Mrs. Diaz-Fonseca stated that a family member recently had to go to the emergency room and the waiting time is still the same. Mrs. Diaz-Fonseca would like to see the Hospital fix the emergency room problem before they add a trauma center.
- Jeffrey Wallis: Dr. Wallis commented that he was impressed with the changes in the Hospital. Dr. Wallis also expressed that HCA has the authority to make changes and he is looking forward to see all the improvements.

(6) REPORT BY RALPH ALEMAN CEO OF CMHS/HCA

Mr. Aleman understands all the questions the Board has regarding the trauma center and more specifically the issues with the Emergency Room (ER). Mr. Aleman stated that HCA priority is the ER and they have a committee that spends a lot the time on the ER floor. HCA has been renovating two more rooms in the ER.

Dr. Fallows expressed his concerns regarding the trauma center and the costs for patients. Mr. Aleman responded that he doesn't know the exact cost but has provided the State the opportunity with the Trauma Center to HCA which includes a deadline. Mr. Aleman also added that HCA moved the location of the helicopter pad and they only need authorization from the Hospital Board for an easement.

**(7) APPROVAL OF MINUTES**

**MOTION** by Mrs. Joseph, second by Dr. Fallows to approve the minutes from the January 30, 2015 Joint Committee Meeting. The Motion passed unanimously, 3-0.

**(8) FINANCE COMMITTEE REPORT**

a) Approval of the Finance Report for January 2015: Mrs. Joseph presented the CCHB Finance report for January 2015. (Copy on file)

**MOTION** by Dr. Fallows, second by Mrs. Joseph to approve the finance report for January 2015. The Motion passed unanimously, 3-0.

b) Approval of the Citrus County Hospital Board Invoices:

Mrs. Joseph presented the invoices, discussion ensued. (Copy on file)

**MOTION** by Mrs. Joseph, second by Dr. Fallows to approve payment of the invoices as presented. The motion passed unanimously, 3-0.

**(9) TRANSACTION UPDATE**

The Board discussed the easement request from HCA.

**MOTION** by Mrs. Joseph, second by Dr. Fallows to approve easement request from HCA with the recommendation of the Citrus County Hospital Board General Counsel and authorize the Chairman to sign. The motion passed unanimously, 3-0.

**(10) FOUNDATION GOVERNANCE ISSUES**

Dr. Brant who represents the Robert Boissoneault Oncology Institute (RBOI) brought to the Board an appraisal of his medical practice (Copy on file) from three years ago and also gave the Board an offer for the 17.4%. Discussion ensued. Dr. Fallows will send the demand letter to the Robert Boissoneault Oncology Institute addressing all issues regarding the joint venture and lease agreement.

**MOTION** by Mrs. Joseph, second by Mrs. Ressler to appoint Dr. Fallows to be represent the Citrus County Hospital Board in the negotiations with the Robert Boissoneault Oncology Institute. The Motion passed unanimously, 3-0.

**(11) UNFINISHED BUSINESS**

• Foundation Resolution Corporation Update: Mrs. Ressler asked Mr. Stillwell to address the Board regarding the line of credit that the Foundation Resolution wants from the Hospital Board. Mr. Stillwell stated the Foundation Resolution Corporation (FRC) needs to pay invoices and they don't have enough funds which includes the IGT (LIP) payment. Mr. Stillwell stated that the FRC will file their Articles of Dissolution, Mrs. Ressler and Mrs. Dozier will have access to (view only) the FRC accounts.

**MOTION** by Dr. Fallows, second by Mrs. Joseph to approve the Agreement between the Foundation Resolution Corporation and the Hospital Board for a line of credit to the Foundation Resolution Corporation up to 2.3M with the conditions determined in the agreement and authorized the Chairman to sign and make all the IGT payments if possible. The Motion passed unanimously, 3-0.

- **Citrus County Community Charitable Foundation (CCCCF) Update:** Mrs. Ressler informed the Board that the Citrus County Community Charitable Foundation will schedule a By-Laws Committee meeting and regular meeting on Thursday, February 19, 2015.
- **Real Estate Update:** Mrs. Ressler stated that they continue working with JW Morton on the two properties in Crystal River.

**(12) NEW BUSINESS**

- **Nature Coast Ministries Update:** Mrs. Ressler presented to the Board a newspaper article regarding the dispute of Nature Coast Ministries and Catholic Charities for a termination of agreement for the current used of space at Catholic Charities (*Copy on file*). Mrs. Ressler also noted that according with the article Catholic Charities asked Nature Coast to vacate the building and leave its equipment behind so it can be transitioned to another charity dental clinic, but Nature Coast did remove equipment from the building. After discussion, the Board agreed that Mrs. Ressler will contact Catholic Charities.
- **Review of Billboard Agreement:** Mrs. Ressler stated that the Hospital Board has agreement with Lamar signed in 2005 (*Copy on file*) for the Billboard on the vacant lot in Crystal River for the use of the land. Mrs. Ressler added that in 2014 the hospital exchanged the payment of the lease of the sign to advertise on one side of the billboard for the Hospital Heart program. Discussion ensued

**MOTION** by Mrs. Joseph, second by Dr. Fallows to cancel the agreement with Lamar and negotiate a new agreement, also authorize the Chairman to sign. The motion passed unanimously, 3-0.

**(13) TRUSTEE COMMENTS**

None.

**(14) OTHER**

Mrs. Ressler stated that the Hospital Board received a check from US Bank in the amount of \$228 as a result of an overpayment of the 2002 bonds. The Hospital Board will deposit the check and issue a new check for the same amount payable to the Proceeds Escrow account at Fifth Third Bank.

Mrs. Dozier informed the Board that the Hospital Board is responsible for 50% (\$1,250) of the pension escrow account fees at Fifth Third Bank. Mrs. Dozier requested approval of payment.

**MOTION** by Mrs. Joseph, second by Dr. Fallows to authorize payment to Fifth Third Bank in the amount of \$1,250 for Pension Escrow fees. The motion passed unanimously, 3-0.

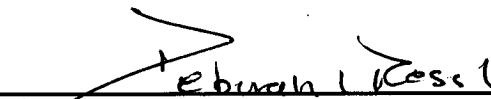
**(15) NEXT SCHEDULE MEETING DATE:**

The Trustees will review their calendars to set a new meeting date in March with the possible dates: March 23, March 26 and March 30, 2015 at 6:00pm.

(16) ADJOURNMENT

MOTION by Dr. Fallows, second by Mrs. Joseph to adjourn the meeting, the motion passed 3-0.

Respectfully Submitted,

  
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Krista Joseph  
Secretary/Treasurer *Chairperson*

02.13.15 Minute Copy on File:

1. Agenda & Public Notice
2. CCHB Finance Report & Invoice
3. RBOI appraisal (VMG)
4. Newspaper Article of Nature Coast Ministries
5. CCHB Agreement with Lamar