

MINUTES OF
THE REGULAR MEETING OF THE
CITRUS COUNTY HOSPITAL BOARD

FEBRUARY 15, 2022 6:00 P.M.

(1) CALL TO ORDER

A regular meeting of the Citrus County Hospital Board of Trustees was held Tuesday, February 15, 2022, 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

COVID-19: All attendees to the meeting were required to use hand sanitizer. Social distancing was implemented and all persons were required to stay at least 6 feet apart, including Trustees and staff. The conference/meeting room was cleaned and sanitized pre and post meeting.

(4) ATTENDANCE

Board Members: Debbie Ressler (Chairwoman); Dr. Jeff Wallis (Secretary/Treasurer) Allan Bartell (Trustee) and Rick Harper (Trustee)

Attendance via telephone: Dr. Mark Fallows (Vice-Chairman)

Also in attendance:

William Grant, Esq. (General Counsel)

Karla Dozier (Administrative Assistant)

Members of the Public: Dr. Paresh Desai, Dr. William Dixon (Veterans Village Citrus County), Dr. Barbara Wheeler, Tomi Steinruck, Diana Kingree, Cheryl Lambert (Mid Florida Homeless Coalition), Dr. Dennis Grillo, Karla Poulos, Dr. McNeal (Doctors' Free Clinic), JW Morton (Century 21 Real Estate) and Fred Hiers (Citrus County Chronicle).

(5) PUBLIC COMMENT

➤ Dr. William Dixon: Dr. Dixon sent an email (*Attached copy*) to the Citrus County Hospital Board providing an update regarding the Veteran's Village of Citrus County (VVCC). Dr. Dixon informed the Board that the bank who will loan the money asked them to put the project on hold because of the high cost of building materials; also the builder can't give them a fixed price. At this time VVCC wants to continue with plan A, but they will have to wait at least 6 months to see if price of construction materials go down. Plan B will be to build a smaller facility and going from 100 beds to 50 beds. The VVCC Board approached the legislators to request additional funding.

Mr. Harper inquired of Dr. Dixon and Dr. Desai if they are requesting an MOU extension with the CCHB. Dr. Desai replied with an affirmation. The Board instructed Mr. Grant to meet with the VVCC and update the CCHB at a future meeting.

Also, Mrs. Ressler asked if the Board of County Commissioners will extend the MOU with the VVCC. Dr. Desai stated that they will request the extension and they expect to get it without any problems.

(6) PRESENTATION BY MID FLORIDA HOMELESS COALITION.

Mrs. Wheeler expressed that Mid Florida Homeless Coalition (MFHC) serves four (4) Counties Citrus, Hernando, Lake and Sumter and they receive State and Federal monies. MFHC moves individuals and families from homeless to housing and provides case management outreach.

They are different causes and factors of homeless: economic reasons, unemployment, mental illness and substance abuse. The goal of MFHC is to provide temporary shelter to the homeless, to become independent, self sufficient, education and employment subsidiary and they have an 87% success rate.

Mrs. Wheeler noted that during the year of 2021 MFHC provided services to 661 families and they are requesting funding of CCHB to buy homes or rent them out to the homeless or sell them when the residents can start paying a mortgage. *(Copy on file)*

(7) APPROVAL OF MINUTES

MOTION by Dr. Wallis, second by Dr. Fallows to approve the Minutes from the January 18, 2022 Regular Meeting. After discussion, the Motion passed unanimously, 5-0.

(8) FINANCE COMMITTEE REPORT

a) Approval of the Finance Report for January 2022: Tabled to the March meeting.

b) Approval of the Citrus County Hospital Board Invoices:

Mrs. Ressler presented the invoices for February 2022. *(Copy on file)*

MOTION by Mr. Bartell, second by Mr. Harper to approve payment of the CCHB invoices for February 2022 as presented. The motion passed unanimously, 5-0.

c) Other:

Mrs. Ressler presented an updated Lease Proceeds report on the Escrow account (JP Morgan) and status of the money market account at Cadence Bank. *(Copy on file)*

(10) UNFINISHED BUSINESS

➤ 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 as presented. After discussion, the motion passed unanimously, 5-0.

➤ Citrus County Community Charitable Foundation (CCCCF) Update: Meeting scheduled for February 24, 2022; Mrs. Ressler will attend. The CCCCCF amended their Grant Policy that funds will not exceed 4% of assets, less the operational expenses, in each Fiscal Year. This was not approved by the CCHB.

➤ Doctors' Free Clinic Update: Dr. Grillo came to the meeting to answer any questions the CCHB has regarding his building. The DFCCC approached Dr. Grillo to evaluate the possibility of sharing space with him because he is planning to downsize and the DFCCC may be interested in buying the property. Dr. Grillo explained that if the property is sold he will rent from the DFCCC. The CCHB asked many questions like the size of the property, if there is enough parking spaces and if there is any tenants in the property. CCHB advised that the BPO from Jim Morton will be necessary.

Dr. Wallis presented to the Board a proposed operating expenses and he will search for an expert in taxes.

(9) LEGAL

HCA sent their annual report and HCA is in compliance with the agreement. Mr. Grant is to tour the facility.

Mr. Grant distributed to the Board a Memorandum from Attorney Schapira with an update of indemnification matters dated February 15, 2022. *(Attached copy)*

➤ **Medicaid Recoupment:** Status Quo. Mr. Grant noted that Attorney Schapira will have a detail report at the March meeting.

Attorney Shepard sent an email to the Ethics attorney requesting an opinion regarding a possible real estate transaction for the Doctors' Free Medical Clinic and Attorney Shepard is awaiting the reply.

The property sale to Dr. Kaushal still pending, according to the Lease agreement between the CCHB and HCA there shall be deed restrictions in place. Josh Moore, COO of the Hospital will contact Dr. Kaushal regarding this issue.

HCA has been approached again by different doctor's expressing interest in buying property in Citrus Springs and Inverness owned by the CCHB and leased to HCA.

Dr. Patel approached HCA expressing his desire to buy property on Floral City (Dr. Gelin) that is part of the CCHB lease. HCA did a Fair Market Value (FMV) to the property and the amount came back at approximately \$375K.

MOTION by Dr. Wallis, second by Mr. Bartell to proceed with the sale of the property to Dr. Patel. Also, Dr. Patel will incur all the costs (including attorney fees) associated with the transaction. An attorney fee deposit of \$25K shall be placed in Trust with Attorney Burks. The motion passed unanimously, 5-0.

The CCHB received an estoppel request for the Oncology Group in Allen Ridge (RBOI-Lecanto) a new owner is assuming the lease and they submitted an estoppel certificate to the CCHB for execution. Mr. Grant noted that Attorney Ford handled the lease for the CCHB, but Attorney Ford moved out of the State of Florida and Mr. Grant has requested Attorney Shepard to review the new request.

MOTION by Dr. Wallis, second by Mr. Bartell that after the CCHB lawyers review and recommend approval of the Estoppel Certificate submitted by Oncology Group in Allen Ridge-Lecanto and authorize the Chairperson to sign. The motion passed unanimously, 5-0.

Mr. Grant sent a letter to Mr. Hagar stating the CCHB desire to add the Foundation Resolution Corporation as an additional insured. Waiting for a response.

Mr. Morton presented to the CCHB an offer that he received for the two vacant lots in Crystal River *(Attached copy)* in the amount of \$450K for the two lots. Mr. Morton informed the Board that this is a serious

offer from a Company that bought property in Crystal River in the past. Discussion ensued and after reviewing the offer Mr. Harper proposed to the Board submit a counter offer and change some conditions.

MOTION by Mr. Harper, second by Dr. Wallis to submit a counter offer to Haroon Khawaja and/or Assigns in the amount of \$475K, 120 days for due diligence and seller keep the report. Also, \$15K non refundable for an additional extension and an additional \$15K if extended to 240 calendar days and \$50K if not closing in 365 days. The CCHB authorized the Chairperson to sign. The motion passed unanimously, 5-0.

Mrs. Ressler voiced her frustration and disappointment in the two (2) editorials (*Attached copy*) published by the newspaper (Citrus County Chronicle) for the inaccurate information presented to the public regarding the endowment to the College of Central Florida by the CCHB in the amount of \$1M instead of \$4M that was mention in the editorial. The editorial regarding LifeStream suggested that the CCHB will fund their their construction and the CCHB never voted for any funding to LifeStream.

MOTION by Dr. Wallis, second by Dr. Fallows to officially disavow the Citrus County Chronicle newspaper for publishing incorrect editorials. After discussion, the motion passed unanimously, 5-0.

(11) NEW BUSINESS

None.

(12) TRUSTEE COMMENTS

- **Ressler**. Mrs. Ressler read her resignation to the Citrus County Hospital Board (*Attached copy*). Dr. Wallis thanked and praised Mrs. Ressler's work in the Hospital Board.

Mr. Bartell also expressed his sadness of Mrs. Ressler leaving the CCHB and thanked her for all the help and leadership. Dr. Fallows and Mr. Harper thanked Mrs. Ressler for her tireless leadership.

(13) OTHER

Discussion ensued regarding funding to Mid Florida Homeless Coalition (MFHC). Dr. Wallis would like the Doctor's Free Clinic to work with Mid Florida Homeless and the CCHB could support the MFHC with \$10K.

MOTION by Dr. Wallis, second by Mr. Harper to authorize funding to Mid Florida Homeless Coalition in the amount of \$10K. After discussion, the motion failed, 2-3.

Mr. Harper noted that would be a better fit for the mission of Mid Florida Homeless Coalition to buy a building with apartments, because buying a house will not serve all the people in need. Also, Mr. Harper stated that as a rental property owner, he didn't have good experience with organizations requesting help.

MOTION by Dr. Wallis, second by Mr. Bartell to authorize funding to Mid Florida Homeless Coalition in the amount of \$250K and authorize the Chairperson to sign the MOU. After discussion, the motion passed, 4-1.

Via consensus the Board decided to delay additional funding to the College of Central Florida at this time and to evaluate the current endowment.

The CCHB authorized Mr. Grant to reach out Dr. Grillo to bring a proposal for his property after a BPO.

MOTION by Mr. Bartell, second by Mrs. Ressler to authorize Mr. Grant to contact Dr. Grillo and bring a proposal for his property at a future CCHB after obtaining a BPO. After discussion, the motion passed unanimously, 5-0.

(14) NEXT SCHEDULE MEETING DATE

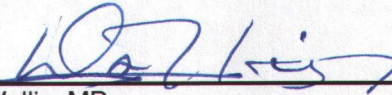
The next meeting is scheduled for Monday, March 21, 2022 at 6:00pm in the Conference Room of the Annex Building, 123 S. Pine Ave. Inverness, Florida.

The Board scheduled new meeting dates for April, May and June 2022.

(15) ADJOURNMENT

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

Respectfully Submitted,



Jeff Wallis, MD.
Secretary/Treasurer

02.15.2022 Minutes Copy on File:

1. Agenda & Public Notice
2. Presentation by MFHC
3. CCHB Finance Report
4. CCHB list of Invoices
5. Report of Escrow accounts
6. FRC list of Invoices

02.15.2022 Minutes Attached copy

1. Email from Dr. Dixon VVCC Update
2. Memorandum from Attorney Schapira
3. Doctors' Free Clinic of Citrus County operating expenses
4. Real Estate offer for the 2 vacant lots in Crystal River
5. Newspaper Editorials
6. Debbie Ressler resignation letter