

MINUTES OF
THE REGULAR MEETING OF THE
CITRUS COUNTY HOSPITAL BOARD

JANUARY 09, 2013 10:00 A.M.

(1) CALL TO ORDER

A regular meeting of the Citrus County Hospital Board of Trustees was held Wednesday, **January 09, 2013**, in the Citrus Memorial Hospital Administration Building, 2nd floor Boardroom, 502 W. Highland Blvd., Inverness, Florida. Chairwoman Mrs. Ressler called the meeting to order at 10:00 A.M.

(2) PUBLISHED MEETING LEGAL NOTICE

(Agenda & Published Legal notice Copies On File)

(3) QUORUM PRESENT

(4) ATTENDANCE

Board Members: Debbie Ressler (Chairwoman), Robert Priselac (Vice-Chairperson), Krista Joseph (Secretary/Treasurer), Mike Bays (Trustee) and Gene Davis (Trustee).

Also in attendance:

William J. Grant, Esquire, CCHB General Counsel
Karla Dozier, CCHB Administrative Assistant

Prestige Court Reporting

Members of the Public: Ryan Beaty (CMHF), Mark Williams (CMHF), Joe Meek (BOCC), Richard Wesch (BOCC), Fred Busack (Pennington Law Firm), Jeffrey Rogers (County Engineer), Rob Wardlow and Mike Wright (Citrus County Chronicle).

(5) PUBLIC COMMENT

- Ryan Beaty Mr. Beaty asked the Board to include the Foundation's Strategic Committee members (Mr. Collins, Ms. Chadwick and Dr. Fairbanks) to the Hospital Board's strategic committee.

(9) NEW BUSINESS

- Pension Update: Mr. Beaty stated that in the beginning the Hospital employees had the Florida Retirement System (FRS) and the Foundation's was created to have a similar plan that the FRS had but less expensive to the Foundation. In 2003 the Foundation decided that any new employee would not be in the Foundation Plan because of the variability in the expenses and a new 403(b) was created. Since 2007 to the present different changes were applied to the plan.
- Rob Wardlow: Mr. Wardlow stated that he would like to continue working in the hospital after 30 years of service but in the current pension policy he can't.

Mr. Priselac requested more information regarding the CMHF employee pension.

- County Road 491 – Corridor Planning Study. Mr. Busack made a presentation to the Board about the study of County Road 491-Corridor and noted that the Hospital Board properties in 491 are located in the center of the proposed corridor. *(copy on file)*
- Joe Meek: Mr. Meek thanked the Board for allowing Mr. Busack to make a presentation and the possibility to work together in the future.

Mr. Grant stated that the Board may take in consideration to enter in an inter-local agreement with the County for taxation purposes and can take up to 3.0 mills unrestricted.

*** RECESS 11:45am ***

(10) COMMENCE ATTORNEY CLIENT EXECUTIVE SESSION MEETING

The meeting was closed at 11:54a.m. (All the unauthorized individuals left the room) for closed Attorney client executive session. According to Section 286.011(8) Florida Statutes the Executive Session will be closed to the public to allow the Citrus County Hospital Board of Trustees to meet with the Board's Attorneys.

The meeting opened to the public at 1:45pm.

(6) APPROVAL OF MINUTES

MOTION by Mrs. Joseph, second by Mr. Priselac to approve the minutes from November 28, 2012 Budget Amended Hearing meeting. *The Motion passed unanimously, 5-0.*

MOTION by Mr. Davis, second by Mr. Bays to approve the minutes from November 28, 2012 Regular Meeting. *The Motion passed unanimously, 5-0.*

(7) COMMITTEE REPORTS

- Finance

a) Approval of the Finance Report for November 2012: *(Copy on file)*.

MOTION by Mrs. Joseph, second by Mr. Davis to approve the finance report for November, 2012. *The Motion passed unanimously, 5-0.*

b) Approval of the Citrus County Hospital Board Invoices: Mrs. Ressler stated that the Finance Committee recommends approval of the invoices as presented. *(Copy on file)*.

Via consensus the Board will allocate the expenditures for Well Florida Council in other professional services.

MOTION by Mrs. Joseph, second by Mr. Priselac to approve payment of the invoices as presented. *After discussion the Motion passed unanimously, 5-0.*

c) Other: Mr. Bays presented to the Board information from Mr. Powell regarding the charity care accounts that exceed the 25% of family income.

- Review of the CCHB Charity Care Policy: Mrs. Ressler stated that in the last meeting the Board did not vote in the changes of the charity care policy that the finance committee recommended.

Mr. Priselac expressed his concerns if at the end of the fiscal year the Board will have enough funds for charity care.

MOTION by Mr. Davis, second by Mr. Priselac to adopt the Charity care policy with the following changes: The Citrus County Hospital Board may consider, upon specific (underline) referral by CMHF, services for patients exceeding the above guidelines based upon health circumstances wherein medical bills exceeding 25% of patient's family income provided, that the patient's family income does not exceed four times the FPL. The Motion passed unanimously, 5-0.

MOTION by Mr. Priselac, second by Mr. Davis to authorized payment of \$396,680.00 to Citrus Memorial Health Foundation, Inc. for additional charity care audit accounts that exceed the 25% of family income from October 2011 through September 2012. The Motion passed unanimously, 5-0.

Strategic Committee:

➤ **155.40 (Sub Committee)**

- d) RFP Process: Mr. Priselac thanked his fellow Board members for their hard work regarding the RFP process and selecting the company who will do the valuation of the Hospital and its assets. Mr. Priselac informed the Board that he received a letter from AAE Consult indicated that they will not participate in the RFP process. (Copy attached). Mr. Priselac noted that the Board needs to consider that possibility of drafting an RFP of selling the hospital because of timing and the review of the hospital contracts.

- **By-Laws Committee:** No Report
- **Audit Committee:** The committee will set a meeting for February.
- **Personnel Committee:** No Report
- **Special Orders:** None

(8) UNFINISHED BUSINESS

- a) Well Florida: Mr. Priselac informed the Board that on January 17, 2013 there will be a meeting with Well Florida Council and other organizations to begin the process of the Community Needs Assessment. Mr. Priselac also stated the Mr. Bays attended a meeting of the Medical staff and a member of the medical staff would like to participate in the study.

Mr. Bays stated Nature Coast Ministries (dental clinic) is delaying the opening of the clinic for the lack of funds. Mr. Slagel requested to the Board if the funds approved in the last board meeting can be released. Discussion ensued.

MOTION by Mrs. Joseph, second by Mr. Davis to authorize payment to Nature Coast Ministries upon a presented copy of the check and an invoice. After discussion, the Motion passed unanimously, 5-0.

(12) FOUNDATION GOVERNANCE ISSUES

MOTION by Mrs. Priselac, second by Mr. Davis to authorize Mr. Bays and Mr. Davis to execute any documents and to be added as signatories on the Citrus County Hospital Board account. After discussion the Motion passed unanimously, 5-0.

Mr. Grant requested the Board's advice for the purpose of settlement negotiations and strategy sessions related to litigation expenditures in all pending litigations of the CCHB. Mr. Grant stated that he approximated the necessary time to seek the Board's advice and direction. The entire session shall be recorded by a certified court reporter. The court reporter will record the times of the commencement and termination of the attorney/client session. All discussions and proceedings as well as the names of all persons present shall be recorded. The names of all persons speaking shall be recorded. No portion of the session shall be off of the record. The court reporter's notes shall be fully transcribed and be filed with the entity's clerk within a

reasonable time after the meeting. Their counsel, William J. Grant and any other counsel deemed appropriate, will be put on the notice. The session shall commence at an open meeting at which the persons chairing the meeting, which will be the chairperson, shall announce the commencement and estimated length of the Attorney-Client Session and the names of the persons attending. At the conclusion of the Attorney-Client Executive Session, the meeting shall be reopened and the person chairing the meeting shall announce the termination of the session.

MOTION by Mrs. Ressler, second by Mr. Bays to engage in an attorney-client executive session meeting on January 30 2013 and February 27, 2013 at 1:30pm for the purpose of discussing settlement negotiations or strategy sessions related to litigation and expenditures. Following discussion, the motion passed 5-0.

Mr. Grant asked the Trustees to keep in mind the days in cash the Foundation has, which relates to the bonds coming up in March. Mr. Grant also requested a document from Mr. Williams presented in the December Foundation's meeting regarding the days in cash.

Mr. Grant will also request the pension plan in a public records request to the Foundation.

Discussions ensued regarding the Foundation's RFP or RFI and eliminate the selection of only six (6) companies and to be for everybody who would like to submit a response. The Board would like to join the Foundation in the process with the following conditions:

- The request has to be a Request for Information (RFI).
- Has to be publishing for everybody not just six (6) companies.

MOTION by Mr. Davis, second by Mr. Priselac to join the Citrus Memorial Health Foundation, Inc to issue a Request for Information (RFI) with modified language presented by General Counsel and to authorize General Counsel to work with the Foundation to issue a joint RFI. The motion passed 5-0.

(13) TRUSTEE COMMENTS

- D. Ressler: Mrs. Ressler discussed the following topics:
 - A security wall was added in the CCHB office.
 - The Trustees can use an office space in the office.
 - Cancellation of CCHB credit cards.
 - CCHB Payroll.
 - A letter was sent to the CMHS employees before Christmas.
 - Nursing Issues.
 - CCHB Website Update.
 - CPC's Update by Mr. Weigel.
 - Records Management.
 - Sunshine Presentation.
- K. Joseph: Mrs. Joseph discussed the following topics:
 - Request updates regarding the Emergency Department.
 - Received invitation from Oak Hill Hospital.
- M. Bays: Mr. Bays discussed the following topics:
 - The process of the RFP
- G. Davis: Mr. Davis discussed the following topics:
 - Downsize of CCHB and expedite the funds to the hospital.
 - Good feedback from the community.

- R. Priselac: Mr. Priselac discussed the following topics:
 - The two Boards working together with the necessary accountability.
 - Involve of the Foundation's Strategic committee.

MOTION by Mr. Priselac, second by Mr. Bays to offer a invitation to the Strategic committee of the Citrus Memorial Health Foundation, Inc to participate in an advisory capacity. After discussion, the motion passed 5-0.

(14) OTHER

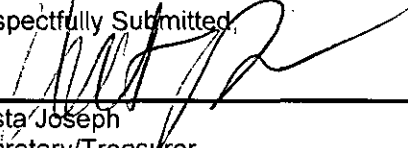
None.

(15) NEXT SCHEDULE MEETING DATE:

(16) ADJOURNMENT

MOTION by Mr. Priselac, second by Mr. Davis to adjourn the meeting, the motion passed 5-0. The meeting was adjourned at 3:59pm.

Respectfully Submitted,



Krista Joseph
Secretary/Treasurer

01.09.13 Minute Copy on File:

1. Agenda & Public Notice
2. CCHB Finance Report & Invoices

01.09.12 Exhibits

1. Letter from AAE Consulting Group
2. Copy of Presentation by Mr. Busack
3. CMHF Capital Reimbursement Summary