

MINUTES OF
A REGULAR MEETING OF THE
CITRUS COUNTY HOSPITAL BOARD

JULY 20, 2012 12:30 P.M.

(1) CALL TO ORDER

A regular meeting of the Citrus County Hospital Board of Trustees was held Friday, **July 20, 2012**, at the Masonic Building Center, 3rd floor Boardroom, 111 W. Main Street, Inverness, Florida. Mr. Smallridge, Chairman, called the meeting to order at 12:30 P.M.

(2) PUBLISHED MEETING LEGAL NOTICE

(Agenda & Published Legal notice Copies On File)

(3) ATTENDANCE

Board Members: Michael A. Smallridge (Chairman), Deborah L. Ressler, RN, BSN (Trustee) and Robert Priselac (Trustee).

Also in attendance:

Vickie LaMarche, CCHB Chief Operating Officer
Harry Kilgore, CCHB Finance Director
William J. Grant, Esquire, CCHB General Counsel
Taylor Ford, Esquire
Karla Dozier, CCHB Administrative Assistant

Richard Powell, CCHB Auditor

Prestige Court Reporting

Members of the Public: Joe Chrietberg, Richard Callahan; Sandra Chadwick, CMHF; Linda McCarthy, CMHF; Katie Mehl, CMHF and Mark Williams, CMHF.

Mr. Smallridge welcomed Mr. Priselac to the Board

(4) PUBLIC COMMENT (FOR ITEMS NOT ALREADY APPEARING ON TODAY'S AGENDA)

- Sandra Chadwick: Ms. Chadwick invited the Board to join the strategic planning meeting of the Foundation.
- Mark Williams: Mr. Williams presented a letter to Mr. Smallridge *(Copy on file)*. Mr. Williams also presented his analysis of the AHCA report for 2010.

Ms. Ressler invited Ms. McCarthy to make a presentation regarding Citrus Memorial Health Foundation's request for Capital Expenditure.

- Linda McCarthy: Ms. McCarthy requested the following items:
 - U/S EUS
 - Stereotactic Breast Biopsy machine
 - 40 Beds with bed checks
 - 15 Double wireless IV pumps

- 10 Roll on Scales
- Casters on the bottom recliners
- 25 cardiac recliners

(5) APPROVAL OF MINUTES

MOTION by Mrs. Ressler, second by Mr. Priselac to approve the minutes from April 10, 2012 regular meeting. The Motion passed unanimously, 3-0.

(6) ITEMS REQUIRING ACTION BY BOARD

Mr. Smallridge will be a member of the Finance Committee.

a) Approval of the Finance Report for April, May and June 2012: Mr. Kilgore stated there was a mistake regarding the payment to Citrus Memorial Health Foundation, Inc. Mr. Kilgore also informed the Board that they don't need to amend the budget at this point. (Copy on file).

MOTION by Mr. Priselac, second by Mrs. Ressler to approve the finance report for April, May and June 2012. The Motion passed unanimously, 3-0.

b) Approval of the Citrus County Hospital Board Invoices: Discussion ensued regarding the approval of the invoices (Copy on file).

MOTION by Mrs. Ressler, second by Mr. Priselac to approve the invoices for payment with the exception of item 13 (dated 07/09/12 to Debbie Ressler). The Motion passed unanimously, 3-0.

MOTION by Mrs. Ressler, second by Mr. Smallridge to authorize Mr. Priselac to add and execute any documents for Mr. Priselac to be on the signatory of the Citrus County Hospital Board account. The Motion passed unanimously, 3-0.

c) Revision of the Citrus County Hospital Board Charity Care Policy:

Discussion ensued regarding the catastrophe definition in the Citrus County Hospital Charity Care Policy and the item was tabled.

RECESS

h) Foundation Governance Issues/Legal: Mr. Grant informed the Board that the Foundation failed to submit their budget for fiscal year 2012-2013 and a default notice has been prepared.

Mr. Grant stated that the Foundation provided the agreement for the Strategic Planning meeting. The agreement needs a vote and to be approved by the Board. Mr. Grant also noted that the Board will publish their notice for the meeting. Discussion ensued.

MOTION by Mr. Priselac, second by Mrs. Ressler to accept the Foundation's agreement for the Board to participate in the Strategic planning meeting of the Foundation. The Motion failed, 2-1.

Mr. Grant noted that under the Lease Agreement, an invoice was sent to the Foundation for the administrative cost of the Board and we have a pending invoice from last year. This item will be footnoted in the finance report for accounting purposes.

In the case 1D 12-858 Mr. Grant informed the Board that the oral argument was on July 18, 2012 and he hopes we will have a decision soon.

Mr. Grant stated that he will meet with Ms. LaMarche to develop a policy for public records requests.

Mr. Grant presented to the Board the agreement to dismiss 2010-CA-5702 with prejudice.

MOTION by Mrs. Ressler, second by Mr. Priselac to authorize Mr. Smallridge (Chairman) to sign the agreement to dismiss 2010-CA-5702. The Motion passed unanimously, 3-0.

Mr. Grant noted that the Auditor General's response to the preliminary report will be submitted today.

Mr. Grant talked about Mr. Priselac's desire to remain on the Advisory Board of the Foundation and an opinion regarding this issue will be requested from the Attorney General's office.

Mr. Grant requested the Board's advice for the purpose of settlement negotiations and strategy sessions related to litigation expenditures in all pending litigations. Mr. Grant stated that he approximated the necessary time to seek the Board's advice and direction to be three hours in length. 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. The chief administrative officer of this agency is Vickie LaMarche, who will also be in attendance with the Trustees, the court reporter and their counsel. 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 Chairman Mr. Smallridge, 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. Priselac to engage in an attorney-client executive session meeting(s) on July 30, 2012 at 9:00am for 3 hours and August 17, 2012 at 9:00am for 90 minutes for the purpose of discussing settlement negotiations or strategy sessions related to litigation and expenditures. Following discussion, the motion passed 3-0.

Mr. Grant exits the meeting at 2:57pm.

d) Approval of the Citrus County Hospital Board Audited Financial Statements for Fiscal Year ending September 30, 2011:

Mr. Kilgore informed the Board that the Audited Financial Statements were sent to the Auditor General on June 30, 2012 before the Boards approval because the Board did not have a quorum to conduct any business.

MOTION by Mr. Priselac, second by Mrs. Ressler to approve the Audit Financial Statements of the Citrus County Hospital Board for Fiscal Year ending September 30, 2011. Following discussion, the motion passed 3-0.

e) Approval of the Citrus Memorial Health Foundation, Inc., Detail Final Operating and Capital Budgets for Fiscal Year 2011-2012.

Tabled.

f) Submittal of the Citrus Memorial Health Foundation, Inc., forecast for 2012-2013.

Tabled.

g) Preliminary Review of the Citrus County Hospital Board Budget for Fiscal Year 2012-2013.

Tabled.

Discussion ensued regarding the Well Florida Council contract and the item was tabled to the next meeting.

Mr. Ford stated that the Board needs to pass a Resolution or develop a policy for the employees to get paid in case the Board doesn't have a quorum. Discussion ensued.

NEW BUSINESS

(7) TRUSTEE COMMENTS

a) D. Ressler: Mrs. Ressler talked about the following topics:

- Nursing Ratios.
- CPC's Treat the Streets (Nurse Practitioner)
- Population of the Finance Committee
- Meeting Locations
- Population of the Personnel Committee
- Advisory Board Status

b) R. Priselac: Mr. Priselac talked about the following topics:

- Policies and Procedures.
- Orientation for New Trustees
- Working together with the Foundation Board

(8) STAFF UPDATES / REPORT

Ms. LaMarche expressed her concerns regarding the compliance line.

(9) NEXT SCHEDULED MEETING DATE

Next scheduled meeting will be Friday, August 17, 2012 at 9:00am.

(10) ADJOURNMENT

The meeting was adjourned at 4:05pm.

Respectfully Submitted,


Michael Smallridge
Chairman

07.20.12 Minute Copy on File:

1. Agenda & Public Notice
2. CCHB Finance Report & Invoices
3. Letter from Mark Williams, CMHF dated 07-17-12
4. CMHF Analysis of AHCA data 2010
5. CMHF Budget handout on 07-16-12