

Approval Date:
April 18, 2016

MINUTES OF
THE REGULAR MEETING OF THE
CITRUS COUNTY HOSPITAL BOARD

MARCH 15, 2016 6:00 P.M.

(1) CALL TO ORDER

A regular meeting of the Citrus County Hospital Board of Trustees was held Tuesday, **March 15, 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) arrived at 6:10pm, Dr. Jeffrey Wallis (Secretary/Treasurer), Allan Bartell (Trustee) and Rick Harper (Trustee)

Also in attendance:

William Grant, Esq. (General Counsel)
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. Wallis, second by Mr. Bartell to approve the minutes from the February 29, 2016 Regular Meeting. The Motion passed unanimously, 4-0.

(7) FINANCE COMMITTEE REPORT

a) Approval of the Finance Report for February 2016: Mrs. Ressler presented the CCHB Finance report for February 2016. *(Copy on file)*

MOTION by Dr. Wallis, second by Mr. Bartell to approve the Finance Report for February 2016. The Motion passed unanimously, 4-0.

b) Approval of the Citrus County Hospital Board Invoices:

Mrs. Ressler presented the invoices for March 2016 *(Copy on file)*

MOTION by Dr. Wallis, second by Mr. Harper to approve payment of the invoices for March 2016 as presented. The motion passed unanimously, 4-0.

Dr. Fallows enter the meeting at 6:10pm.

c) Other:

Mr. Harper informed the Board that he scheduled a meeting with Iberia Bank and he will continue to review for investment options.

(9) LEGAL

Mr. Grant noted that he sent the HCA annual report and the capital expenditures to Trustees. Mr. Grant advised the Trustees to review and call him with any questions regarding the report.

Mr. Grant informed the Trustees that he forwarded the Resolution to Mrs. Susan Gill, Citrus County Supervisor of Elections regarding the Citrus County Community Charitable Foundation elections.

Mr. Grant expects to have the agreement documents with RBOI at the next Hospital Board meeting.

Mr. Grant updated the Board regarding the deposition schedule of the FRC malpractices lawsuits.

Mr. Grant reviewed and also had a conference call with AON regarding their contract with the FRC. Mr. Grant distributed an email sent by AON with the explanation regarding the increase in their fees *(Copy on file)*. The Trustees have additional questions and requested that AON representatives be present at the next Hospital Board meeting.

MOTION by Dr. Wallis, second by Mr. Bartell to reject the increase of the AON fees. After discussion the motion failed 2-3.

MOTION by Mr. Bartell second by Dr. Fallows to seek more information from AON regarding the increase of their fees and invite AON attendance at the next meeting. After discussion the motion passed unanimously, 5-0.

(10) UNFINISHED BUSINESS

- **Foundation Resolution Corporation Update:** Mrs. Chadwick presented an updated list of the Foundation's invoices. *(Copy on file)*.

Mrs. Chadwick stated that Citrus Orthopedic Joint Institute (COJI) is requesting reimbursement of property taxes for 2011, 2012, 2013 and 2014. Mr. Grant noted that was stipulated in the Lease Agreement the Foundation had with COJI dated December 20, 2010 as provided and recommended by Attorney Clark Stillwell.

Mr. Grant presented an updated invoice from Wardlow & Cash *(Copy on file)*.

MOTION by Dr. Wallis, second by Mr. Bartell to approve payment of the FRC invoices as presented. After discussion the motion passed unanimously, 5-0.

Mrs. Chadwick spoke with Mr. Powell about engaging his firm to do the Foundation's audit for November 01, 2014 to September 30, 2015. Mrs. Chadwick noted that she received an engagement letter from Mr. Powell and he estimated his fees between \$15,000 and \$20,000, but of course he will have a better idea after he reviews the records. Mrs. Chadwick will return to the CCHB if the fees exceed the \$20,000.

MOTION by Dr. Wallis, second by Mr. Bartell to authorize the Foundation Resolution Corporation to spend up to \$25,000 to engage with Powell & Jones to perform their audit for the months of November 01, 2014 to September 30, 2015. After discussion the motion passed unanimously, 5-0.

Mrs. Chadwick also presented an engagement letter for Carr, Riggs & Ingram (CRI) to audit the Foundation's 403b plan for the year of 2015. Mrs. Chadwick mentioned that they are reducing their fees from \$10,000 to \$9,000.

The Board asked why their fees are still too high, when the work is reduced to a minimum.

MOTION by Dr. Wallis, second by Mr. Harper to pay Carr, Riggs & Ingram \$3,000 to audit the Foundation's 403b plan. After discussion the motion failed 2-3.

MOTION by Dr. Fallows second by Dr. Wallis to ask the Foundation Resolution Corporation to request bids and negotiate including Carr, Riggs & Ingram the fees to audit the 403b plan. After discussion the motion passed unanimously, 5-0.

Mrs. Chadwick would like the Board to increase Mr. Glotzback's salary to \$4K a month.

MOTION by Mr. Harper second by Dr. Wallis to offer Mr. Glotzback a contract with the Foundation Resolution Corporation for \$3,500 a month from May 01 to December 31, 2016. After discussion the motion passed unanimously, 5-0.

Mrs. Chadwick commented the DSH is requesting to do a survey of some 2012 accounts and their having problems retrieving information from the Paragon system. Mr. Grant will advise Attorney Burks about the situation.

RECESS

- Update Disposing of Surplus or Obsolete Citrus County Hospital Board Personal Property: Mrs. Ressler informed the Board that Habitat for Humanity came and picked up some of the CCHB property for donation.
- Citrus County Community Charitable Foundation (CCCCF) Update: Mrs. Ressler stated that the CCCCCF will hire a Lawyer and a bookkeeper and prospective Grants will be available approximately every six months.

Real Estate Update: No change since the last Citrus County Hospital Board meeting on February 29, 2016.

(11) NEW BUSINESS

None.

(12) TRUSTEE COMMENTS

None.

(13) OTHER

None.

(14) NEXT SCHEDULE MEETING DATE:

The Chairman announced the next scheduled Board meeting is set for Monday, April 18, 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

03.15.16 Minute Copy on File:

1. Agenda & Public Notice
2. CCHB Finance Report
3. CCHB list of Invoices
4. Update invoice from Wardlow & Cash
5. FRC Updated list of invoices
6. Email from AON