

MINUTES OF
THE REGULAR MEETING OF THE
CITRUS COUNTY HOSPITAL BOARD

MARCH 23, 2021 6:00 P.M.

(1) CALL TO ORDER

A regular meeting of the Citrus County Hospital Board of Trustees was held Tuesday, March 23, 2021, 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)
Karen Schapira, Esq.
Taylor Ford, Esq. (via telephone)
Karla Dozier (Administrative Assistant)

Members of the Public: None

(5) PUBLIC COMMENT

None.

(6) APPROVAL OF THE CCHB AUDITED FINANANCIAL STATEMENTS FOR FISCAL YEAR ENDING SEPTEMBER 30, 2020

Mrs. Ressler presented to the Board the Audited Financial Statements for Fiscal Year ending September 30, 2020.

MOTION by Dr. Wallis, second by Mr. Bartell to accept the Audited Financial Statements for Fiscal Year ending September 30, 2020 with the changes. After discussion, the Motion passed unanimously, 5-0.

(7) APPROVAL OF MINUTES

Dr. Wallis made a correction in page 3 of the minutes from February 22, 2021 to add the letter d in managed.

MOTION by Dr. Fallows, second by Dr. Wallis to approve the Minutes from the February 22, 2021 Regular Meeting as corrected and March 08, 2021 Meeting. After discussion, the Motion passed unanimously, 5-0.

(8) FINANCE COMMITTEE REPORT

a) Approval of the Finance Report for February 2021: Ms. Ressler presented the Finance Report for February 2021. (Copy on file)

MOTION by Mr. Bartell, second by Dr. Fallows to approve the Finance Report for February 2021. The Motion passed unanimously, 5-0.

b) Approval of the Citrus County Hospital Board Invoices:

Mrs. Ressler presented the invoices for March 2021. (Copy on file)

MOTION by Dr. Wallis, second by Dr. Fallows to approve payment of the CCHB invoices for March 2021 as presented. The motion passed unanimously, 5-0.

c) Approval of Invoices paid by the Citrus County Hospital Board o/b/o FRC:

Mrs. Ressler presented a list of invoices to be considered for payment by the Citrus County Hospital Board o/b/o FRC for approval. (Copy on file)

MOTION by Mr. Bartell, second by Dr. Wallis to approve CCHB payment of the invoices o/b/o FRC as presented. The motion passed unanimously, 5-0.

d) Other:

Mrs. Ressler presented an updated Lease Proceeds report of the three (3) Escrow accounts (two at Fifth Third Bank and one at JP Morgan). (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: Mrs. Ressler attended the last CCCCCF meeting and was announced that Mrs. Kelley Demaio presented her resignation (Copy on file) from the CCCCCF Board and the CCHB will have to fill the vacancy through the next general election in November 2022.

The CCHB will publish two notices in the newspaper and also will post a notice on the CCHB website. Also, Mrs. Ressler presented an application (Attached copy) that anyone interested in the seat will have to submit for CCHB consideration to fill the vacancy.

MOTION by Dr. Wallis second by Mr. Bartell to approve the application and publish a public notice to seek interest in the vacant seat of the Citrus County Community Charitable Foundation and direct staff to make the necessary changes. After discussion, the motion passed unanimously, 5-0.

Mrs. Ressler volunteered to be on the CCCC Audit Committee in the absence of Mr. Fitzpatrick until he returns from his surgery. The CCCC approved to advertise their Grants cycles for public awareness and amended the advertising budget. Dr. Wallis thinks additional Grants will be applied for due to the additional publicity.

Dr. Wallis expressed the lack of attendance by some members of the CCCC board that impacts their meetings and Mrs. Ressler replied that the CCCC will address that issue at the next meeting and CCCC will have to amend their By-Laws. The next CCCC meeting will be Thursday, March 25, 2021.

➤ **Real Estate Update:** Mr. Morton sent an email (*Copy on file*) with an update and suggestions for the CCHB regarding the status of the two vacant lots in Crystal River. Mr. Harper suggested the possibility of putting the lots for auction. After discussion the Board decided not to make any changes at this time.

(9) LEGAL

After reviewing House Bill 1083 the bill will not impact the Citrus County Community Charitable Foundation (only to comply) and the Citrus County Hospital Board.

The last FRC worker's compensation case has expired and Mr. Grant asked Mr. Stillwell to wait until April 01, 2021 to file any documentation to make sure the case is completed.

This morning the FRC and AON had a pretrial in front of Judge Moody. Also, Judge Moody stated that the case will be trial in April for sure and asked the parties to be ready (suggested trial dates April 05 or April 12). The trial will be in the Tampa courthouse in person and some witness will appear via zoom. Discussion ensued about the legal fees and efforts to keep fees to a minimum.

Attorney Ford updated the Board regarding the FRC prevailing upon all the motions submitted by both parties and spoke regarding Report and Recommendations made by Judge Magistrate Lammens. Judge Moody asked regarding a settlement agreement; but before the Judge Magistrate sent his decision, AON already decided they will go to trial and stop any effort of a possible settlement agreement.

MOTION by Dr. Wallis, second by Mr. Bartell to reimburse the Citrus County Hospital Board all legal fees from the proceeds from the HCA settlement that accumulated on the pension litigation against AON and all the indemnification claims including the month of March. The Board authorizes the Chairperson to sign any required documents. After discussion, the motion passed unanimously, 5-0.

*** RECESS ***

Attorney Grant communicated to the Board that the settlement agreement with HCA has been reviewed by legal team of the CCHB and now we are waiting for HCA to finish their review.

Mr. Grant distributed to the Board a Memorandum from Attorney Schapira with an update of indemnification matters dated March 23, 2021. (*Attached copy*)

Attorney Schapira informed the Board that his team continue to believe that the rate adjustments from 2006-2016 based upon erroneous information.

AHCA didn't agreed with the information presented by the auditors. Attorney Schapira retained a Medicaid cost report expert to review one year of a cost report.

➤ **Medicaid Recoupment:** The Medicaid cost report expert requested information from AHCA and after all the information was gathered AHCA failed to provide everything that was requested which includes the Medicaid cost reports from 2005-2011. The CCHB legal team informally reached out to AHCA's legal counsel to request the information and will follow up in the upcoming days.

The CCHB has not received the preliminary report from the State Audit.

Mr. Grant will have a proposal to amend the CCCCf By-Laws in the May meeting regarding funds received from the Hospital Board as it relates to use of proceeds for CCCCf administrative costs in the event the CCCCf does not earn any proceeds in a given year.

(11) NEW BUSINESS

None.

(12) TRUSTEE COMMENTS

None.

(13) OTHER

None.

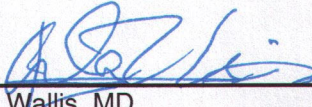
(14) NEXT SCHEDULE MEETING DATE

The next scheduled Board meeting is set for Monday, April 26, 2021 at 6:00pm in the Conference Room of the Annex Building, 123 S. Pine Ave. Inverness, Florida.

(15) ADJOURNMENT

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

Respectfully Submitted,



Jeff Wallis, MD.
Secretary/Treasurer

03.23.2021 Minutes Copy on File:

1. Agenda & Public Notice
2. CCHB Finance Report
3. CCHB list of Invoices
4. List of Invoice o/b/o FRC
5. Report of Escrow accounts
6. FRC list of invoices
7. Email update from Mr. Morton

03.23.2021 Minutes Attached copy

1. Application form for CCCCf appointment
2. Memorandum from Attorney Schapira regarding indemnification (03-23-2021)