

Approval Date:
January 23, 2017

MINUTES OF
THE REGULAR MEETING OF THE
CITRUS COUNTY HOSPITAL BOARD

NOVEMBER 21, 2016 6:00 P.M.

(1) CALL TO ORDER

A regular meeting of the Citrus County Hospital Board of Trustees was held Monday, **November 21, 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), Dr. Jeff 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: None

Mrs. Ressler stated the CCHB Mission.

(5) PUBLIC COMMENT

None.

(6) BUDGET HEARING AND RESOLUTION AMENDING THE CITRUS COUNTY HOSPITAL BOARD BUDGET FOR THE 2015-2016 FISCAL YEAR.

Mrs. Ressler presented the Citrus County Hospital Board Resolution amending the Budget for Fiscal Year 2015-2016. Discussion ensued.

Public Comment: None

MOTION by Dr. Wallis, second by Dr. Fallows to adopt Resolution 2016-02 with the Amended Budget as exhibit "A". The Motion passed unanimously, 5-0.

(7) APPROVAL OF MINUTES

MOTION by Dr. Wallis, second by Mr. Bartell to approve the minutes October 17, 2016 Regular Meeting. The Motion passed unanimously, 5-0.

(8) FINANCE COMMITTEE REPORT

a) Approval of the Finance Report for September (amended) and October 2016: Mrs. Ressler presented the CCHB Finance report for September (amended) and October 2016. (Copy on file)

MOTION by Dr. Fallows, second by Mr. Bartell to approve the Finance Report for September (amended) and October 2016. The Motion passed unanimously, 5-0.

b) Approval of the Citrus County Hospital Board Invoices:

Mrs. Ressler presented the invoices. (Copy on file)

MOTION by Mr. Harper, second by Dr. Fallows to approve payment of the invoices as presented. The motion passed unanimously, 5-0.

c) Other:

None.

(9) LEGAL

Mr. Grant informed the Board that he contacted the Property Appraiser and Tax Collector regarding the change of the two vacant lots in Crystal River to be tax free as same are owned and not leased by the Citrus County Hospital Board.

Mr. Grant also gave an update in the negotiations with Ironshore regarding the Attorneys fees and that Attorney Schapira is working on the Indemnity issues and the new law firm and their analysts.

Mr. Grant commented to the Board the possibility of Mr. Glotzback working as a PRN person to finish closing all the FRC Worker's Compensation cases. Discussion ensued and Dr. Fallows suggested he could consider it, if Mr. Glotzback will only get paid after a case is settled.

Mr. Grant distributed an email regarding the pension election (Copy on file). Mr. Stillwell sent an agreement to request an additional \$2M from the indemnity escrow account to acquire a loan for the underfunded pension. The Citrus County Hospital Board legal team has some concerns about the agreement and that additional language be added to the loan agreement. The Trustees have a lengthily discussion and have questions regarding the amount requested. They would like to receive back up information before the money can be lent.

MOTION by Mr. Harper, second by Dr. Wallis to authorize to loan \$2M to the Foundation Resolution Corporation to fund the pension account and also transfer 130K from the Fifth Third Bank Escrow General Account to the Foundation Resolution Corporation operating account (Brannen Bank) after the FRC transfers a 1M from their operating account to the pension account. After discussion the motion passed unanimously, 5-0.

MOTION by Mr. Harper, second by Mr. Bartell for the Foundation Resolution Corporation and AON to produce an accounting of the money needed for the pension account, before the money is loaned. The motion passed unanimously, 5-0.

Mr. Grant made a request to the Citrus County Hospital Board to change his class in the Florida Retirement System to regular class effective January 01, 2015. He will send a letter and the Citrus County Hospital Board Chairman as well.

MOTION by Mr. Harper, second by Dr. Wallis to change Mr. Grant's class in the Florida Retirement System to regular class effective January 01, 2015. The motion passed unanimously, 5-0.

Mr. Grant presented to the Board the Health Insurances costs provided by the State. (Copy on file)

MOTION by Mr. Harper, second by Mr. Bartell to pay Mr. Grant's Health Insurance as presented. The motion passed unanimously, 5-0.

(10) UNFINISHED BUSINESS

• Foundation Resolution Corporation Update: Mrs. Ressler presented to the Board an update list of the Foundation's invoices and stated that Mr. Stillwell confirmed that two (2) invoices of Daniel's A/C can be paid now. (Copy on file)

MOTION by Dr. Fallows, second by Dr. Wallis to approve payment of the FRC invoices including the two (2) invoices from Daniel's A/C. After discussion the motion passed unanimously, 5-0.

• Citrus County Community Charitable Foundation (CCCCF) Update: Mrs. Ressler informed the Board that Charitable Foundation has new officers: Mr. Gudis (President), Mr. Carnahan (Vice-President) and Mrs. Ressler (Secretary/Treasurer) there is a proposed change in the By-Laws regarding the officers' rotation. The investment committee has been formed and a RFP will advertise next week for a management consultant company. Also \$4M went to CCCC from the Citrus County Hospital Board.

Mr. Grant recommended approval of the CCCC By-Laws, but same By-Laws must revert to its original format because of specific references in the Master Agreement with HCA.

MOTION by Dr. Fallows, second by Mr. Bartell to approve the Citrus County Community Charitable Foundation By-Laws and revert to its original format. After discussion the motion passed unanimously, 5-0.

MOTION by Dr. Wallis, second by Dr. Fallows to approve the Citrus County Community Charitable Foundation Articles of Incorporation subject to General Consult review and consent. After discussion the motion passed unanimously, 5-0.

Mrs. Ressler addressed the comments made by a citizen (Alfred Mason) in the local newspaper regarding the CCCC By-Laws. The Citrus County Hospital Board expressed their support to the CCCC and their decisions.

Real Estate Update: Mr. Grant noted that the Listing Agreement has been signed between the Citrus County Hospital Board and JW Morton/Century 21.

(11) NEW BUSINESS

None.

(12) TRUSTEE COMMENTS

➤ Ressler: Mrs. Ressler informed the Board that Mr. Aleman (CEO of CMHS) is preparing an update of the Hospital operations.

➤ Harper: Mr. Harper presented an update regarding the options of investment that the Citrus County Hospital Board has available (Copy on file). After discussion, the Board decided to move the issue until January of next year.

(13) OTHER

None

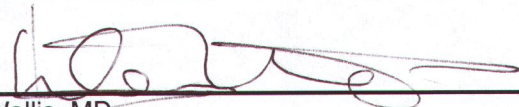
(14) NEXT SCHEDULE MEETING DATE:

The Board will schedule new meeting dates for January, February and March 2017. The Chairman announced the scheduled meeting of December 05, 2016 could be canceled and the next scheduled Board meeting is set for Wednesday, December 14, 2016 at 6:00pm in the Conference Room of Law Office of Grant & Dozier, LLC.

(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

11.21.16 Minute Copy on File:

1. Agenda & Public Notice
2. CCHB Finance Report
3. CCHB list of Invoices
4. Update FRC list of invoices
5. Email regarding Pension Election
6. CCCC Amended By-Laws and Articles of Incorporation
7. Bank Investment options