

MINUTES OF
THE REGULAR MEETING OF THE
CITRUS COUNTY HOSPITAL BOARD

OCTOBER 17, 2016 6:00 P.M.

(1) CALL TO ORDER

A regular meeting of the Citrus County Hospital Board of Trustees was held Monday, **October 17, 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 6:02P.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 6:15pm, 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: J.W. Morton (Century 21) 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 with the correction of some typos from the September 07, September 19 and September 26, 2016 Regular Meeting. The Motion passed unanimously, 4-0.

(7) FINANCE COMMITTEE REPORT

a) Approval of the Finance Report for September 2016: Mrs. Ressler requested the Board's approval of the Finance Report for September 2016.

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

b) Approval of the Citrus County Hospital Board Invoices:

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

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

c) Other:

None.

Dr. Fallows entered the meeting at 6:15pm.

(8) LEGAL

Mr. Grant informed the Board that Mr. Stillwell continues negotiating with Blue Cross & Blue Shields (BCBS) and the amount in dispute is suppose to decrease pursuant to Mr. Stillwell.

Also Mr. Grant presented to the Board Mr. Stillwell's request to approve the Foundation Resolution Corporation's By-Laws and Articles of Incorporation to enable them to have a small number of Directors for quorum purposes. (Copy on file)

MOTION by Dr. Wallis, second by Dr. Fallows to accept the Foundation Resolution Corporation changes in their By-Laws and Articles of Incorporation. After discussion the motion passed unanimously, 5-0.

Mr. Grant distributed a memo sent by Mr. Stillwell regarding the pension (Copy on file). The Citrus County Hospital Board will participate in the Foundation Resolution Corporation (FRC) meeting on December 14, 2016 with AON that could be scheduled for 12:00pm or 1:00pm. The Citrus County Hospital Board could move their December 05 meeting to December 14 at 6:00pm. Mr. Grant noted that Attorney Ford is reviewing the AON contract.

The Cerner issue is still pending and they continued to have conversations with Mr. Stillwell.

Also, Mr. Grant request approval from the Citrus County Hospital Board to hire Attorney Karen Schapira from the Greenspoon Marder Law Firm to assist with all Indemnity issues.

MOTION by Dr. Wallis, second by Mr. Bartell to approve the hiring of Attorney Karen Schapira's Law Firm in the cases related to Indemnity issues. After discussion the motion passed unanimously, 5-0.

Mr. Grant made a request to the Citrus County Hospital Board of the possibility of his January 2017 salary to be paid in the month of December 2016 and the reimbursement of his health insurance for calendar year 2016 in December 2016.

MOTION by Dr. Wallis, second by Mr. Bartell to approve Mr. Grant's salary payment for January 2017 to be paid in December 2016 and also reimbursement for his health insurance for the calendar year 2016 in December 2016. The motion passed unanimously, 5-0.

(9) UNFINISHED BUSINESS

• **Foundation Resolution Corporation Update:** Mrs. Ressler presented to the Board an update list of the Foundation's invoices. The Board requested detail information regarding the reimbursement for Mr. Glotzback and Mr. Stillwell. (Copy on file)

MOTION by Dr. Wallis, second by Dr. Fallows to approve payment of the FRC invoices with the exception of the reimbursement to Mr. Stillwell and Mr. Glotzback. After discussion the motion passed unanimously, 5-0.

- Citrus County Community Charitable Foundation (CCCCF) Update: Mrs. Ressler stated that the CCCCCF will have their next meeting on Thursday, October 27, 2016. In the next meeting the rotation for officers will be different and this is one of the By-Laws changes that require the Citrus County Hospital Board approval. Also the CCCCCF received positive comments in the press.

Real Estate Update: Mrs. Ressler introduced Mr. JW Morton to present update information regarding the sale of the two (2) Crystal River lots.

Mr. Morton presented to the Board the name of the different places the lots are been advertised:

- Citrus County MLS.
- Commercial Websites (Loopnet, Zillow, Realtor.com, Trulia, Google, MSN, Yahoos Real Estate and Century 21 Website).

Mr. Morton explained to the Board the different factors that are contributed to the lack of sale:

- The prices on vacant land dropped 50% to 75% between 2007-2008. There is been a slow recovery between 2014-2016 40% to 50%.
- There is a lot of inventory and the properties are in the market for long time (aprox. 500 days).

Also mentioned a list of:

- Comparable Commercial Properties for Sale.
- General Commercial Sales.

After various inquires from the Trustees the Board agreed to extend the Listing Agreement and continue listing the two vacant lands with JW Morton/Century 21.

MOTION by Dr. Wallis, second by Dr. Fallows to extend the agreement between the Citrus County Hospital Board and JW. Morton (Century 21) for one (1) year beginning December 01, 2016 and authorize the Chairman to sign. After discussion, the motion passed unanimously, 5-0.

(10) NEW BUSINESS

Mr. Grant asked the Board to approve the binding of the D&O insurance and he recommended continuing with the same coverage.

MOTION by Dr. Fallows, second by Dr. Wallis to approve the binding of the insurance for D&O with the same coverage and authorize the Chairman to sign. After discussion the motion passed unanimously, 5-0.

(11) TRUSTEE COMMENTS

None.

(12) OTHER/ELECTIONS

Elections

Mr. Harper nominates Debbie Ressler for Chairperson.

MOTION by Dr. Wallis, second by Dr. Fallows to close nominations for Chairperson. The Motion passed unanimously, 5-0.

Dr. Wallis nominates Dr. Mark Fallows for Vice-Chairperson.

MOTION by Dr. Wallis, second by Mr. Bartell to close nominations for Vice-Chairperson. The Motion passed unanimously, 5-0.

Dr. Fallows nominates Dr. Jeffrey Wallis for Secretary/Treasurer.

MOTION by Dr. Fallows, second by Mr. Harper to close nominations for Secretary-Treasurer. The Motion passed unanimously, 5-0.

The Officers of the Citrus County Hospital Board are as follows:

- 1) Chairman – Deborah Ressler, BSN
- 2) Vice Chairman – Mark Fallows, DO
- 3) Secretary/Treasurer – Jeffrey Wallis, MD

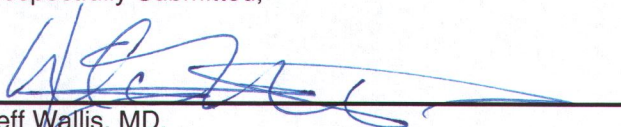
(13) NEXT SCHEDULE MEETING DATE:

The next scheduled Board meeting is set for Monday, November 21, 2016 at 6:00pm in the Conference Room of the Citrus Memorial Hospital Annex Building.

(14) ADJOURNMENT

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

Respectfully Submitted,



Jeff Wallis, MD.
Secretary/Treasurer

10.17.16 Minute Copy on File:

1. Agenda & Public Notice
2. CCHB Finance Report
3. CCHB list of Invoices
4. FRC list of invoices
5. JW Morton Presentation
6. FRC Amended By-Laws and Articles of Incorporation
7. Memo from Clark Stillwell (Pension)