

MINUTES OF
THE REGULAR MEETING OF THE
CITRUS COUNTY HOSPITAL BOARD

OCTOBER 25, 2021 6:00 P.M.

(1) CALL TO ORDER

A regular meeting of the Citrus County Hospital Board of Trustees was held Monday, October 25, 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. Mark Fallows (Vice-Chairman) and Dr. Jeff Wallis (Secretary/Treasurer)

Absent Board Members: Allan Bartell (Trustee) and Rick Harper (Trustee)

Also in attendance:

William Grant, Esq. (General Counsel)
Karla Dozier (Administrative Assistant)

Members of the Public: Fred Hiers (Citrus County Chronicle).

(5) PUBLIC COMMENT

None.

(6) BUDGET HEARING AND RESOLUTION AMENDING THE CITRUS COUNTY HOSPITAL BOARD BUDGET FOR THE 2020-2021 FISCAL YEAR.

Mrs. Ressler presented and read the Citrus County Hospital Board Resolution amending the Budget for Fiscal Year 2020-2021. Discussion ensued.

Public Comment: None

MOTION by Dr. Fallows, second by Dr. Wallis to adopt Resolution 2021-02 with the Amended Budget as exhibit "A". The Motion passed unanimously, 3-0.

(7) APPROVAL OF MINUTES

MOTION by Dr. Fallows, second by Dr. Wallis to approve the Minutes from the September 20, 2021 Regular Meeting. After discussion, the Motion passed unanimously, 3-0.

(8) FINANCE COMMITTEE REPORT

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

MOTION by Dr. Wallis, second by Dr. Fallows to approve the Finance Report for September 2021. The Motion passed unanimously, 3-0.

b) Approval of the Citrus County Hospital Board Invoices:

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

MOTION by Dr. Fallows, second by Dr. Wallis to approve payment of the CCHB invoices for October 2021 as presented. The motion passed unanimously, 3-0.

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 Dr. Fallows, second by Dr. Wallis to approve CCHB payment of the invoices o/b/o FRC as presented. The motion passed unanimously, 3-0.

d) Other:

Mrs. Ressler presented an updated Lease Proceeds report of the four (4) Escrow accounts (two at Fifth Third Bank, one at JP Morgan and one at Cadence Bank). (Copy on file)

(10) UNFINISHED BUSINESS

➤ Foundation Resolution Corporation Update: None.

Citrus County Community Charitable Foundation (CCCCF) Update: Mrs. Ressler stated that the Executive Director of the CCCCCF Board resigned. The personnel committee of the CCCCCF will schedule three (3) meetings in November, 2021 to look for a new assistant.

The CCCCCF included a clarification note in their Audit for Fiscal Year 2019-2020 with respect to the Auditor Note referring to Finding 5 of the State of Florida Auditor General audit report #2022-001 as it relates to the Citrus County Hospital Board's oversight of the Charitable Foundation.

(9) LEGAL

The CCHB is still waiting the return of the Memorandum of Agreement (MOA) signed by the Salvation Army.

Mr. Grant noted that under the Master Agreement the Citrus parties have to consult with HCA regarding the self reporting issue. After conference calls between the attorneys, the recommendation from Baker Donelson is to delay the self report and submit a modified self report.

MOTION by Dr. Fallows, second by Dr. Wallis to delay and submit a modified self report. After discussion, the motion passed unanimously, 3-0.

Mr. Grant distributed to the Board an email from Attorney Schapira explaining that there is no change in the Medicaid Recoupment matter since last month. (Attached copy)

After various attempts Dr. Kaushal's attorney and attorney Burks have begun communicating regarding the sale of CCHB property. Also, attorney Burks sent an email with his firm's proposed hourly billing rates regarding the team who will work in this matter (Attached copy) at no cost to the CCHB.

MOTION by Dr. Wallis, second by Dr. Fallows to approve the hourly billing rates proposed by Baker, Donelson, Bearman, Caldwell & Berkowitz. After discussion, the motion passed unanimously, 3-0.

CCHB Directors/Officers Insurance policy has been bound.

The Fifth Third Bank escrow accounts are closed. Mr. Grant distributed a chain of emails requesting an amendment to the Escrow agreement between the Citrus parties and HCA (Attached copy). Per escrow agreement the interest made by the Indemnity JP Morgan Escrow account was sent directly to the Fifth Third Bank General Escrow account, now that the Fifth Third Bank account is closed an amendment is needed to decide where the interest shall be put. After discussion the CCHB would like the interest money to be transferred to the new Cadence account.

MOTION by Dr. Wallis, second by Dr. Fallows to amend the Escrow account agreement and transfer the interest from JP Morgan every month to the CCHB Cadence account and authorize the Chairperson to sign the amendment. After discussion, the motion passed unanimously, 3-0.

Mr. Grant requested authorization of spending up to \$10k to develop the CCHB bronze plaque that will be placed at Citrus Memorial Hospital. Also, the Board asked Mrs. Ressler to begin conversations with Mrs. Carroll (CEO of CMH) for a place to install the plaque.

MOTION by Dr. Wallis, second by Mrs. Ressler to approve the CCHB bronze plaque and authorize spending up to \$10K. After discussion, the motion passed unanimously, 3-0.

The SR 491 eminent domain project was discussed.

MOTION by Dr. Fallows, second by Dr. Wallis to sign the eminent domain for the County project for 491 and authorize the Chairperson to sign. After discussion, the motion passed unanimously, 3-0.

Josh Moore, COO of the Hospital sent an email to Mr. Grant (Attached copy) regarding potential buyers expressing interest for two (2) properties owned by the Citrus County Hospital Board and leased to HCA. Dr. Patel would like to acquire the Citrus Primary Care in Floral City and a private party is looking to acquire the empty white house on Osceola Ave to turn into a café.

The Trustees discuss the benefits of properties being improved; generate collection of additional tax by the County and continue the great partnership with HCA.

MOTION by Dr. Wallis, second by Dr. Fallows to support the initiative of HCA selling the property to Dr. Patel property in Floral City and a private party property in Osceola Ave. (Inverness). Also, CCHB will not incur at any costs (including attorney fees) associated with the transactions. The motion passed unanimously, 3-0.

(11) NEW BUSINESS

➤ Elections

Elections/ Conducted by General Counsel per direction of the CCHB Chairperson.

Dr. Wallis nominates Debbie Ressler for Chairperson. No additional nominations.

MOTION by *Dr. Wallis, second by Dr. Fallows to close nominations for Chairperson. The Motion passed unanimously, 3-0.* Debbie Ressler elected Chairperson.

Dr. Wallis nominates Dr. Mark Fallows for Vice-Chairperson. No additional nominations.

MOTION by *Dr. Wallis, second by Mrs. Ressler to close nominations for Vice-Chairperson. The Motion passed, 3-0.* Dr. Mark Fallows elected Vice-Chairperson.

Mrs. Ressler nominates Dr. Wallis for Secretary/Treasurer. No additional nominations.

MOTION by *Mrs. Ressler, second by Dr. Fallows to close nominations for Secretary-Treasurer. The Motion passed, 3-0.* Dr. Jeffrey Wallis elected Secretary/Treasurer.

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

Employee Evaluation

The Citrus County Hospital Board (CCHB) discussed the annual performance evaluation of the Administrative Assistant (AA) Karla Dozier (Mrs. Dozier left the room). Evaluations were all reported as positive performance, no discrepancies.

MOTION by *Dr. Wallis, second by Dr. Fallows to raise the salary of Karla Dozier (CCHB Administrative Assistant) five (5) percent plus a \$1K bonus. After discussion, the Motion passed unanimously, 3-0.*

(12) TRUSTEE COMMENTS

- Ressler: Mrs. Ressler noted that she will bring a proposal for a health care initiative at a future meeting.
- Wallis: Dr. Wallis stated that he didn't have an update in the project of the Doctor's Free Clinic, because their Board wasn't able to have a meeting for different circumstances.

(13) OTHER

None.

(14) NEXT SCHEDULE MEETING DATE

The next meeting schedule for Monday, November 15, 2021 at 6:00pm in the Conference Room of the Annex Building, 123 S. Pine Ave. Inverness, Florida could be cancelled and the December 16, 2021 meeting has been cancelled.

The Board scheduled new meeting dates for January, February and March 2022.

(15) ADJOURNMENT

MOTION by Dr. Fallows, second by Dr. Wallis to adjourn the meeting. The motion passed unanimously, 3-0.

Respectfully Submitted,



Jeff Wallis, MD.
Secretary/Treasurer

10.25.2021 Minutes Copy on File:

1. Agenda & Public Notice
2. CCHB Finance Report
3. CCHB list of Invoices
4. Report of Escrow accounts

10.25.2021 Minutes Attached copy

1. Email from Attorney Schapira
2. Email from Baker, Donelson – Hourly billing rates
3. Email Escrow Agreement Amendment
4. Email from Josh Moore (COO of CMH) sale of properties