

Approval Date:
June 27, 2011

MINUTES OF
THE REGULAR MEETING OF THE
CITRUS COUNTY HOSPITAL BOARD

MAY 16, 2011 3:00 P.M.

(1) CALL TO ORDER

The regular monthly meeting of the Citrus County Hospital Board of Trustees was held Monday, **May 16, 2011**, in the Citrus Memorial Hospital Administration Building, 2nd floor Boardroom, 502 W. Highland Blvd., Inverness, Florida. Dr. Rao Chairman called the meeting to order at 3:00 P.M.

(2) PUBLISHED MEETING LEGAL NOTICE

(Agenda & Published Legal notice Copies On File)

(3) ATTENDANCE

Board Members: V. Upender Rao, MD (Chairman) Deborah L. Ressler, RN, BSN (Vice Chairman) Michael A. Smallridge (Secretary /Treasurer) Susan Kirk, LMT (Trustee)

Also in attendance:

William J. Grant, Esquire, CCHB General Counsel
Vickie LaMarche, CCHB Chief Operating Officer
Harry Kilgore, CCHB Director of Finance
Karla Dozier CCHB Staff

Jerry DeLoach, COO (CMHF)
Mark Williams, CFO (CMHF)
Prestige Court Reporter Services, (CMHF)

Members of the Public: Chris Van Ormer (Citrus County Chronicle), Joe Chrietzberg, and Richard Callahan.

(4) APPROVAL OF MINUTES

MOTION by Mr. Smallridge, second by Mrs. Kirk to approve the April 18, 2011 Minutes. The Motion passed unanimously, 4-0.

(5) PUBLIC COMMENT

None.

(6) FINANCE COMMITTEE REPORT

a & b) Finance Report for April 2011 and Citrus County Hospital Board Invoices: Mrs. Ressler, chairperson of the Finance Committee recommended approval of the Finance Report for April 2011 as well as the list of invoices to be paid.

MOTION by Mrs. Ressler, second by Mr. Smallridge to approve the Finance Report for April 2011 and to pay the list of invoices as submitted subject to staff reviewing the \$49 item with Spectrum Computers . The Motion passed unanimously, 4-0. (Copy on file)

c) Update of Citrus Memorial Health Foundation, Inc. funding request: (Copy on file)

d) Citrus Memorial Health Foundation Long Term Financing: (Copy on file)

e) Citrus Memorial Health Foundation Audited Financial Statements for the fiscal year ending September 2010:
(Copy on file)

f) Other: Mrs. Ressler presented to the Board the following CCHB Finance Policies for approval: Credit Card Use, Deposits & Withdrawal of funds, Finance Committee Duties, Financial Audit and Travel Conference & Education. (Copy on file)

MOTION by Mrs. Ressler, second by Mr. Smallridge to approve the CCHB Finance Policies as presented. The Motion passed unanimously, 4-0. (Copy on file)

(7) FINANCE DIRECTOR REPORT

a) TRIM and Budget Timetable: Mr. Kilgore stated that the process for the certification for taxable value begins July 01 and we will have two (2) public hearings in September. Mr. Kilgore recommended the Board have at least two budget workshops, the Board set the dates for July 11, 25 and August 3 at 9:00am. Mr. Kilgore stated that the Board needs to set the tentative millage rate before August 04, 2011.

(8) COO REPORT

Ms. LaMarche stated that Powell & Associates began with the audit process and that she has been invited to speak at different civic organizations. Ms. LaMarche spoke regarding Health Grades Awards and the Five Star Awards for Spine and how they require payment in order to use their logo. Ms. LaMarche requested that the Trustees advise her of what they want her to present during her COO reports.

(10) PRESENTATION OF MEDICAL BAGS TO COMMUNITY ORGANIZATIONS

Mr. Smallridge presented the medical bags to the following community organizations: Food Pantry, Citrus United Basket (CUB) and Citrus Resource Center on behalf of the Board he thanked the three (3) organizations for the dedication to the people in need.

RECESS

NEW BUSINESS:

(11) OTHER

None

(12) TRUSTEE STATEMENT

V. Rao: None.

D. Ressler: Mrs. Ressler commented about that importance of the quality of healthcare for the citizens of Citrus County and the two boards (CCHB & CMHF) should follow state statutes, policies and procedures.

M. Smallridge: None.

S. Kirk: Mrs. Kirk stated that the Board needs to keep working on the by-laws; she also informed the Board that she met with Governor Scott about her reappointment and that she was glad to meet him. Mrs. Kirk had comments and questions about the Citrus Memorial Health Foundation, long time financing (bonds 2006 & 2008), financial audit, and retirement plan. Mrs. Kirk also stated that the Commission that reviews taxpayer funded hospitals is going to begin their meetings in Tallahassee and she is planning to attend.

(9) FOUNDATION GOVERNANCE ISSUES / LEGAL

Mr. Grant made a brief comment regarding the 2006 and 2008 bonds. Mr. Grant informed the Board that he will

have a draft to send to the Trustees of the CCHB by-laws after the Governor signs the local bill.

- CMHF vs. CCHB (2010-CA-5399) Mr. Grant stated that our Second Motion to Dismiss is pending because of the issues with the Hospital Care Agreement amendments from 1992 and 2006 which directly addresses sovereign immunity. Mr. Grant informed the Board that the hearing is set for July 29, 2011; however it will not remain on July 29 because there is a conflict. He expects it to occur between August 01 and 03. He also stated that the discovery in this case is still ongoing and he is working with the Foundation to get that done.
- CCHB vs. CMHF (2010-CA-5702) Mr. Grant stated that the Motion for Leave to Amend has been filed and also the First Amended Complaint adding the Foundation members to the lawsuit.
- CCHB vs. Ryan Beaty (2011-CA-809) Mr. Grant stated that the Motion to Compel Arbitration has been filed.
- CMHF vs. CCHB (2011-CA-1476) Mr. Grant informed the Board that the Foundation will drop one of the counts which relates to Representative Schultz; as to the other count regarding the October 21, 2009 meeting, Mr. Grant did a public record request for the public notice, the minutes and the transcript of that meeting.

Mr. Grant stated that he received the policy from the insurance company to indemnify the Trustees.

- Struke vs. CCHB (2011-CA-1255) Mr. Grant informed the Board that he answered the lawsuit and the Foundation has filed a motion to drop the CCHB as a party because of the allegations of sovereign immunity.

- Resolution

Mr. Grant presented a Resolution for indemnification and he asked the Trustees to consider and pass this resolution (Copy attached).

MOTION by Mr. Smallridge, second by Mrs. Ressler to adopt the Resolution as presented regarding indemnification to the CCHB Trustees. After discussion the Motion passed unanimously, 4-0.

MOTION by Mrs. Kirk, second by Mr. Smallridge to authorize the Citrus County Hospital Board general counsel to file claims in regard to CMHF Sunshine violations. After discussion the Motion passed unanimously, 4-0.

Mr. Grant requested the Board's advice for the purpose of settlement negotiations and strategy sessions related to litigation expenditures in Case Numbers 2010-CA-5399, 2010-CA-5702, 2011-CA-809, 2011-CA-1255, 2011-CA-1388, and 2011-CA-1476. Mr. Grant stated that he approximated the necessary time to seek the Board's advice and direction to be five hours in length. The entire session shall be recorded by a certified court reporter. The court reporter will record the times of the commencement and termination of the attorney/client session. All discussions and proceedings as well as the names of all persons present shall be recorded. The names of all persons speaking shall be recorded. No portion of the session shall be off of the record. The court reporter's notes shall be fully transcribed and be filed with the entity's clerk within a reasonable time after the meeting. The chief administrative officer of this agency is Vickie LaMarche, who will also be in attendance with the Trustees, the court reporter and their counsel. Their counsel is William J. Grant and Bruce Blackwell and any other counsel deemed appropriate, will be put on the notice.


MOTION by Mrs. Ressler, second by Mrs. Kirk to engage in an attorney-client executive session meeting on June 02, 09 and 13, 2011 at 9:00am for the purposes of discussing settlement negotiations or strategy sessions related to litigation and expenditures. Following discussion, the motion passed 4-0.

(13) RECOMMENDED NEXT SCHEDULED MEETING DATE: Monday, June 27, 2011 at 3:00 pm

(14) Adjournment

MOTION by Dr. Rao, second by Mrs. Ressler to adjourn meeting. The Motion was approved unanimously and the meeting adjourned at 4:59PM

Respectfully Submitted,



Michael Smallridge
Secretary

05.16.11 Minute Copy on File:

1. Agenda & Public Notice
2. CCHB Financial Report
3. List of invoices

05.16.11 Minute Attachments:

1. Resolution dated 05-16-11