

Approval Date:
March 25th, 2024

MINUTES OF
A REGULAR MEETING OF THE
CITRUS COUNTY HOSPITAL BOARD

FEBRUARY 20TH, 2024 AT 6:00 P.M.

(1) CALL TO ORDER

A regular meeting of the Citrus County Hospital Board of Trustees was held Monday, **February 20th, 2024**, in the Conference Room at 123 N. Apopka Avenue, Inverness, Florida 34450. Chairman Dr. Mark Fallows called the meeting to order at 6:00 P.M.

(2) PUBLISHED MEETING LEGAL NOTICE

(Agenda & Published Legal notice Copies On File)

(3) QUORUM PRESENT

(4) ATTENDANCE

Board Members Present: Dr. Mark Fallows (Chairman), Allan Bartell (Vice-Chairman/Secretary/Treasurer) and Dr. Jeffrey Wallis (Trustee) and Rick Harper (Trustee).

Also in attendance:

William Grant, Esq. (CCHB General Counsel)
Richard Powell (CCHB CPA)
Judy Dunn (CCHB Administrative Assistant)
Kaylee Flaherty (CCHB Administrative Assistant)

Members of the Public:

Mike Tringali (CCCCF & YMCA)
Crystal Barton, Executive Director (CCCCF)

(5) PUBLIC COMMENT

No public comments.

(6) APPROVAL OF MINUTES

MOTION by Dr. Wallis to accept the Minutes as presented, second by Mr. Harper. No further discussion, the Motion passed unanimously, 4 -0.

(7) FINANCE COMMITTEE REPORT

Richard Powell presented the January 2024 Finance Reports.

Discussion ensued regarding the Finance Reports.

MOTION by Mr. Harper to accept Finance Reports for January 2024 as presented, second by Mr. Bartell.
No further discussion, the Motion passed unanimously, 4 -0.

Richard Powell presented the January 2024 CCHB invoices. The invoices are as follows:

- Citrus Real Estate Investments 1, LLC for March rent in the amount of \$400.00.
- Powell Consulting for services 1/16/24-2/13/24 in the amount of \$2625.00.
- Karen Schapira, PLLC for services 11/30/23 in the amount of \$3870.00.
- Karen Schapira, PLLC for services 1/31/24 in the amount of \$5130.00
- Cadence bank credit card charges in the amount of \$179.98.
- Regions bank credit charges in the amount of \$1681.57.

MOTION by Mr. Bartell to approve payment of all CCHB invoices, second by Dr. Wallis. No further discussion, the Motion passed unanimously, 4-0.

(8) LEGAL

Attorney Grant presented the Amended MOU for the Doctors' Free Clinic of Citrus County in the amount of \$20,000.

MOTION by Mr. Harper to approve Amended MOU and submit payment, second by Mr. Bartell. No further discussion, the Motion passed unanimously, 3-0.

Dr. Wallis identified a conflict of interest and did not participate in the vote or discussion.

Once the MOU is executed, a payment will be submitted to the Doctors' Free Clinic of Citrus County.

Per State Audit findings, new engagement agreements were executed for Karen Schapira PLLC, Baker Donelson, and Shepard, Smith, Kohlmyer & Hand. Attorney Grant reviewed the updated engagement agreements from the retained law firms. Attorney Grant confirmed that there were no unapproved rate changes. Rate changes will be announced and approved.

Dr. Fallows commented that Baker Donelson only handles changes in regard to CCHB property and amendments and addendums to HCA Master Lease as needed.

Mr. Harper asked about the ability to cancel services with the law firms, once the agreements are executed and Attorney Grant stated services can be terminated (including his) at any point upon the client's request.

MOTION by Mr. Harper to approve agreements and authorization for the chairperson to sign new engagement agreements , second by Mr. Bartell. No further discussion, the Motion passed unanimously, 4-0.

Attorney Grant stated that the walkthrough of HCA (post Annual Report) has been completed and Mr. Grant provided the HCA Annual Report for the board's review.

Attorney Grant provided the board with a construction lien notice. HCA has filed a permit and construction to upgrade the building is in process. Attorney Grant said the upgrades are underway and will continue to be monitored.

Attorney Grant provided the board with investment documents from Regions Bank and stated the documents have been amended and are ready to be executed.

MOTION by Dr. Wallis for amended investment documents to be signed by the chairperson, second by Mr. Bartell. No further discussion, the Motion passed unanimously, 4-0.

Attorney Grant provided the board with an email from the College of Central Florida. The Board has been invited to a naming celebration on April 24th, 2024, at 3pm. The College of Central Florida has advised the board they will be naming the building the "CCHB Health Sciences Center" as a tribute to the CCHB for their generous efforts and contributions to the College of Central Florida's nursing program.

Attorney Grant reviewed a memo from Karen Schapira in regard to the AHCA litigation, stating no changes have been made. Attorney Schapira has filed two pleadings and is waiting for the administrative law judge to re-open the case, the discovery process to be completed, then a hearing will be set.

Attorney Grant provided the healthcare premium document from the State of Florida website that was provided by Judy Dunn. Per Attorney Grant's employment contract, he is owed a reimbursement for his Healthcare premium from FY 2023 plus October, November, December of 2023, and January, February of 2024 (17 months). The reimbursement shall be paid and deposited so that payroll taxes shall be deducted.

Attorney Grant stated there are no changes in regard to the potential Citrus Springs property sale.

Attorney Grant informed the board that Gerry Mulligan with the YMCA has voiced he will be approaching the Trustees about the YMCA.

Mr. Bartell asked if this is a healthcare interest. Conversation ensued in regard to providing daycare for the nurses to accommodate their children as well as other activities for the community.

(9) NEW BUSINESS

Mike Tringali appeared on behalf of the CCCCF and the YMCA and spoke to the board about the need to expand the YMCA into the Inverness area. The YMCA statistics show there is a demand in Inverness and the ability for profitability with a new location. HCA is also interested in a YMCA in order to entice new employees, who would benefit from the additional childcare opportunities.

Attorney Grant asked if CCCCF has discussed a contribution to the YMCA. Executive Director Crystal Barton advised a contribution has not yet been discussed. But it will be brought up at the next CCCCF meeting on Thursday, February 22nd, 2024. She also states the 4% rule may hinder a contribution from CCCCF.

Attorney Grant advised to examine the by-laws closely and come back with a solid proposal and that the 4% Rule was rejected by the CCHB.

(10) UNFINISHED BUSINESS

Citrus County Community Charitable Foundation

Crystal Barton informed the Board that CCCCF will be holding a meeting on February 22, 2024, at 6pm. It will be held in Room 161 in the Lecanto Government Building. Crystal informed the Board that they have 20 prospects for this grant cycle and is progressing productively.

Doctors' Free Clinic

Dr. Wallis informed the Board that the Doctors' Free Clinic of Citrus County just purchased an ultrasound machine that will help further their efforts to take care of Citrus County residents. Dr. Wallis said the clinic is doing well, staying busy and recently closed a raffle and was able to donate \$500.00 to a Citrus County resident.

(11) TRUSTEE COMMENTS

None.

(12) OTHER

(13) ADJOURNMENT

MOTION by Mr. Harper, second by Dr. Wallis to adjourn the meeting. The motion passed unanimously, 4-0.

Respectfully Submitted



Allan Bartell
Secretary/ Treasurer

11.27.2023 Minute Copy on File:

1. February 20th, 2024, Agenda.
2. Proof of Publication of Legal Notice.
3. Minutes from January 15th, 2024.
4. Finance Reports for January 2024.
5. List of Invoices for Approval for January 2024.
6. MOU from Doctors' Free Clinic.
7. Karen Schapira, PLLC Engagement Agreement.
8. Shepard, Smith, Kohlmyer & Hand Engagement Agreement.
9. Baker Donalson Engagement Agreement.
10. HCA Annual Report.
11. Construction Lien Notice for HCA.
12. Regions Investment Documents.
13. Memo from CF Foundation.
14. Karen Schapira Memorandum 2.20.24.
15. Healthcare Premium Rate Table.