

Munroe Regional Health System Marion County Hospital District

Board of Trustees Meeting Minutes

July 27, 2020

Rich Bianculli, Chairman

Call to Order

Rich Bianculli called the July 27, 2020 Meeting of the Munroe Regional Health System and Marion County Hospital District Board/Committee Meetings to order at 5:05 pm.

Emergency Meeting Resolution – This resolution was passed by the Board as called for by the Governor's Executive Order EO 20-69. Based upon the serious nature of this emergency and the series of Executive Orders by the Governor beginning with EO 20-51 and EO 20-52 and finally EO 20-69, the District Meeting can include binding votes on matters that come before the District. The District passed this resolution announcing a State of Emergency by the District and specifically following the requirements of Florida Statute 120.54 (5)(b)2.

Public Comment (3 Minutes)

None

Board Members Present by Web

Roll Call: Sam McConnell, David Cope, Randy Klein, Sheryll Goedert, Rich Bianculli, Ram Vasudevan, Ken Marino

Board Members Absent

None

Others Present (by web/phone)

Joe Hanratty, Dolly Dockham, Heather Wyman, Matt White, Kathy Bryant, Carlos Medina

Present in Office /by Web

Debra Velez, Curt Bromund

Approval of Previous Minutes – June 29 and July 21, 2020 – A **Motion** was made by Sam McConnell to approve the previous minutes of June 29 and July 21, 2020 as presented. The **Motion** was seconded by Sheryll Goedert. **With no further discussion and no objections the Motion passed unanimously by general consent.**

Legal/Other

Legal Claims – Joe stated he received a lawsuit that was filed against MRHS, it was a slip and fall case in the bathroom from 2017, Joe filed answers and affirmative defenses stating that MRHS has not been in a lease with the hospital since 2014 and therefore the complaint failed to state a cause of action and he expects they will voluntarily dismiss their complaint.

Legal Counsel Contract for Joe Hanratty – Joe Hanratty's law firm is restructuring, and he will be going out on his own but physically residing in the same location. It is a friendly restructuring and they are all in agreement. All other terms of the agreement will remain the same but it will be with the Law Offices of Joseph Hanratty instead of Forman-Hanratty, and Montgomery. **Sam stated that this was approved at the committee by general consent and has moved that the board approve the revised legal counsel contract as presented by general consent. With no further discussion and no objections the Motion was unanimously accepted by general consent.**

Offer to Purchase Debt – Joe received two offers from Advent last week to purchase Debt which are Claims against Bankrupt Insurance companies that an investment firm has made offers to purchase from us.

Quality Health Plans	Amount of Claim \$134,587.32	Amount Offered to Purchase \$134,587.32
Physicians United Plan	Amount of Claim \$1,855,354.92	Amount Offered to Purchase \$389,624.53

After some discussion it was decided to do more research on the bad debt. Rich is going to discuss how to proceed with some financial people over the next week or two and Matt White will contact representatives at the hospital and current collection agencies to gather information about bad debts from the last 10-15 years, specifically related to bankruptcy.

New Business

Curt Bromund reported Sheryll Goedert will be leaving the District board as of July 30, 2020. The County Commissioners will elect someone else to take her place on August 4, 2020. She will be staying on the committees for now.

Committee Reports

Rich Bianculli then requested that David Cope call to order the Grant Committee report.

Grant Committee – David Cope

David Cope called the Grant Committee report to order at 5:21 PM then and asked Curt to proceed with the grant report.

New Business

Beacon Point Update

Gantt Timeline – Curt presented an update on services to be done at Beacon Point. Everything is on track except for Building 5, it has been delayed. The Centers have begun to move into Buildings 6 and 4 with services expected to begin 8/1/20. Lifestream is now fully operational at Beacon in Building 1.

Building 2 - Clinical Withdrawal Management RFQ - We received two responses to the RFQ for Clinical Withdrawal Management services in Building 2. This will give us a baseline for budgeting and licensing requirements for this location. Luis, Curt and Debra will need a few days to analyze the proposals and budget to ensure the provider captured all potential revenue/billing sources. They will have more information at the August committee meeting.

Building 5 – After receiving a list of new renovation licensing requirements from Advent, we did a walkthrough with Michelle Partin and the Advent Facilities personnel to assess the timeline required to complete the renovations. Partin and Advent concluded it is not possible to complete architectural drawings, sign contractor agreements, pull permits, schedule construction and obtain a CO by September 1 (which is latest date to start services for 340b). As a backup, Curt has been speaking with Heart of Florida about setting-up a primary care clinic and eventually a pharmacy distribution room. Jamie and Curt walked through Building 5 and identified rooms and minimal requirements to start a clinic. The start date depends on when he can reallocate staff, as they have been working overtime on COVID.

Projects Update – AMP/Fans – Curt stated there was information in the board packet on the update presented on AMP and FANS during the committee meeting. He also shared that Rebecca Tull's last day was July 24th. We will have more information on the AMP and FANS program at the August committee meeting.

There being no further business, Dave closed the Grant Committee report at 5:28 PM.

A Motion was made by Sam to accept the Grant Committee report by general consent. The Motion was seconded by Ken Marino, with no further discussion and no objections the Grant Committee report was unanimously accepted by general consent.

Investment Committee – Rich Bianculli

Rich requested that Sheryll call the Investment Committee report to order, Sheryll called the Investment Committee report to order at 5:29 PM.

New Business

Sheryll stated that Renasant's quarterly report for July was much more informative but after some discussion that it would be good to have a simple graph of the investors and their overlay with benchmarks and the committee would like to see the actual statements of each investor. She also stated the Investment Overview will also be presented in a different format going forward.

Renasant Investment Report Summary – Sheryll stated that Caleb reported at the committee meeting that there were some changes in the company and that their new name will be Park Place Capital. It will include new platforms and new technology. The changes will take place late in the fourth quarter.

Investment Policy Sixth Amendment – Sheryll stated that Caleb also stated that there needs to be a change to the IPS “to adopt a benchmark for cash which should be 90-day Treasury Bill”. The updated Investment Policy has been presented for approval. There was an error on the added Treasury Bill on Exhibit B, page 9. It should read 90 day not 91 day. Debra Velez fixed the error on the policy during the meeting.

A Motion was made by Ken Marino to accept the Sixth Amendment to the Investment Policy with the revision on Exhibit B of the 90 day Treasury Bill and to approve it by general consent. The Motion was seconded by Ram Vasudevan. With no further discussion and no objections the Motion was unanimously accepted by general consent.

A Motion was made by Rich Bianculli to accept the Investment Committee report by general consent. The Motion was seconded by Ram Vasudevan. With no further discussion and no objections the Investment Committee report was unanimously accepted by general consent.

There being no further business, Sheryll closed the Investment Committee report at 5:37 PM. Rich then requested Sheryll call to order the Finance Committee report.

Finance Committee - Sheryll Goedert

Sheryll called the Finance Committee report to order at 5:38 PM.

New Business

MRHS/MCHD June 2020 Financials – Sheryll stated that the June financials had no anomalies.

Outsource of Finance Department to Crippen –Crippen and Co. is handling all of the accounting and finance for the Marion County Hospital District. Matt White, CPA and partner, was introduced again to the Board.

A Motion was made by Rich to accept the June Financials and the Finance report by general consent. The Motion was seconded by Ken Marino With no further discussion and no objections the June Financials and the Finance Committee report were unanimously accepted by general consent.

There being no further business, Sheryll closed the Finance Committee report at 5:39 PM. Rich then requested that Randy call to order the Audit Committee report.

Audit Committee – Randy Klein

Randy called the Audit Committee report to order at 5:40 PM.

RFP for Audit Update– The RFP for Audit Services has been placed on www.mchdt.org and emailed to various CPA firms who provide auditing services. There was a question regarding the start date for selected Auditor. Debra Velez explained the auditor would begin after the fiscal year was finished. The expectation is the Auditor would begin in November of 2020 and finish within 120 days start date.

A Motion was made by Sam to accept the Audit Committee report by general consent. The Motion was seconded by Sheryll Goedert. With no further discussion and no objections the Audit Committee report was unanimously accepted by general consent.

There being no further business, Randy closed the Audit Committee report at 5:41 PM. Rich then requested Sam to call order the Operations Committee report to order.

Operations Committee – Sam McConnell

Sam McConnell called the Operations Committee report to order at 5:41 PM.

New Business

MCHD Build Out Update – Debra Velez reported construction is at 20% completion and that during the Operation Committee meeting, there were questions about the project that needed answers:

- Should there have been a Structural Engineering Plan for this project?
- How did this project get permitted without a Structural Engineer Plan?

The questions were asked to Michelle Partin with Partin Architecture and the consultant for construction project with MCDH. Michelle stated the scope of work for the interior buildout did not require a structural engineer. In regard to the permit for the project, Michelle reported she was a licensed architect in the State of Florida and there was structural work required for the project so it could be permitted. The Construction Consultant confirmed the lack of structural drawings in not uncommon for a permitted interior buildout project. As far as timeline for completion they are still on schedule.

Strategic Plan Meeting - A Survey Monkey had been sent out to each of the Board of Trustees to determine the best date and time in August for Strategic Planning Meeting for 2020-2021. The Survey Monkey also asked participants would like to appear in person or via Zoom. The responses were due by July 27th so the best date and time can be selected. Debra stated that the majority of trustees picked August 17th, 2020 from 5-8 PM, the meeting will be held by way of in-person and by Zoom, the location will be selected and the meeting will be noticed in the paper and on the website. Rich requested an agenda be sent out for discussion to include a plan on how to handle obesity and the CF Gym renovation. The Strategic Plan will also be moved for discussion from the Operations committee to the Grant committee.

A Motion was made by Sam to accept the Operations Committee report by general consent. With no further discussion and no objections the Operations Committee report was unanimously accepted by general consent.

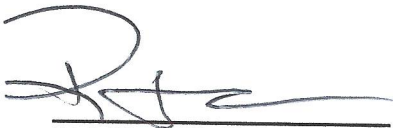
Old Business

None

Sam closed the Operations committee at 5:46 PM and then there being no further business or discussions Rich adjourned the meetings at 5:46 PM.

Other

None



Rich Bianculli, Chairman