

**MINUTES
OF
THE REGULAR BOARD MEETING OF THE
CITRUS MEMORIAL HEALTH FOUNDATION, INC.
d/b/a
CITRUS MEMORIAL HEALTH SYSTEM**

The regular meeting of the Citrus Memorial Health Foundation, Inc., d/b/a Citrus Memorial Health System, was held on **Monday, August 24, 2009.**

Board members present: Dr. V. Reddy, Dr. M. Kumar, David Langer, Phil Kofmehl, Debbie Ressler, Bob Henigar, Sandy Chadwick, Deborah Frankel, Esq., Jim Wood, Dr. Rao and Mike Smallridge.

Board members absent: Joseph Brannen, Esq. and Jim Sanders.

Staff present: Ryan Beaty, Jerry DeLoach, Clark Stillwell, Esq., Lee Glotzback, Craig McCurdy, Chris Pool, Emery Hensley, George Mavros, Leslie Hayes, Linda McCarthy, Andrea Weeks, and Catherine Ouellette.

Also present: Dr. Shukla, Dr. Govantes, Dr. Herron and Attorney Bill Grant.

Meeting called to order at 6:34 p.m.

SPECIAL RECOGNITIONS

The Board recognized the ACES and CARES employees who were recipients of the awards. Margie Leturno presented John Kaminsky for recognition.

MINUTES

Motion made to approve the July 27, 2009 minutes and seconded. Motion carried.

UNFINISHED BUSINESS

None.

NEW BUSINESS

(A) Medical Staff Appointments Presented By the Chief of Staff:

MEDICAL DEPARTMENT

Reappointments After 1 Year on Staff:

Aribandi, Manohar	MD	Consulting (Tele-Med)	Radiology- Tele Medicine
Chinta, Bharath	MD	Consulting (Tele-Med)	Radiology- Tele Medicine
Govindarajan, Balachander	MD	Active Staff	Cardiology / Cardiac Electrophysiology / Moderate (Conscious) Sedation

Kalyanpur, Arjun	MD	Consulting (Tele-Med)	Radiology- Tele Medicine
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Reappointments:

Ansari, Masood	MD	Emergency Room Staff	Emergency Medicine / Moderate (Conscious) Sedation
Kamat, Seema	MD	Active Staff	Family Medicine
Patel, Nilesh	MD	Emergency Room Staff	Emergency Medicine / Moderate (Conscious) Sedation
Tawfik, Eihab	MD	not approved as Active Staff, but given 30 days provisional pending chart review.	Internal Medicine
Todorovic, Boris	MD	Active Staff	Hospitalist / Internal Medicine
Upadya, Shrikanth	MD	Active Staff	Cardiology / Interventional Cardiology / Moderate (Conscious) Sedation

Status Change:

Govindarajan, Balachander	MD	Change from Active Staff to Courtesy Staff	Cardiology/Cardiac Electrophysiology/ Moderate (Conscious) Sedation
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Resignations:

Sagar, Meenor	MD	Active Staff	Radiology
Wardrop, Daniel	MD	Active Staff	Radiology

Temporary Privileges:

Smith, Richard	MD	Temporary	Radiology
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SURGICAL DEPARTMENT

Reappointments After 1 Year on Staff:

Thornton, James	MD	Active Staff	Cardiovascular Surgery / Moderate (Conscious) Sedation
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Reappointments:

Hirsch, Eric	MD	Active Staff	Orthopedic Surgery / Moderate (Conscious) Sedation
Kim, Peter	MD	Active Staff	Cardiovascular Surgery / Moderate (Conscious) Sedation
Velez, Frank	MD	Active Staff	Anesthesiology

Motion was made to approve medical staff appointments and seconded. Motion carried unanimously.

Equipment Requests

Pharmacy Renovation – Mr. DeLoach explained the need for \$182,000 for the renovation of the Pharmacy. The \$182,000 would be placed in next year's budget. Lengthy discussion ensued regarding the bid process.

Motion made to send this project out to bid and be brought back to the next meeting. Motion was seconded. Motion carried unanimously.

Mr. Stillwell discussed a patient case scheduled for court and requested the Board approve a meeting in the shade with the malpractice lawyer, court reporter, Executive Committee members, Barb Reding and Mr. Beaty. Mr. Stillwell stated that the case could then go to mediation and any settlement would go to the full Board for approval. Discussion ensued regarding information not coming to the Board from the committees and the question was asked if other Board members could attend the shade meeting.

Motion was made to approve the special meeting of the Executive Committee in the shade and any Board member who wants to attend would be able to. Motion was seconded. Motion carried unanimously.

Mr. Stillwell stressed to the members that anyone who wishes to attend has to make their intent known so their name can be published with the legal notice and if they do not they will not be allowed to attend the meeting under any circumstance.

Mrs. Chadwick discussed the meeting times and asked the Board to consider changing the Board meeting date and time due to schedule conflicts with the Hospital Board. Discussion ensued with several options considered. Decision was made to pass the issue on to the Hospital Board.

COMMITTEE REPORTS

Executive Committee

Mr. Stillwell explained his legal opinion regarding the issue of carrying items to the Hospital Board as information only with discussion following.

Compensation Committee

Mr. Henigar reported on the Compensation Committee meeting held earlier in the day. The Committee reviewed the 10 evaluations that they had received from Board members in order to decide the increase to Mr. Beaty's base salary. Mr. Beaty was in the top tier at 84 and the Committee moved to increase his base salary by 7%. The motion was seconded and approved unanimously. Lengthy discussion ensued regarding the process and history of the Board giving authority to make decisions on their behalf to certain committees.

Pension Committee

Mr. Hensley discussed what occurred at the Pension Committee meeting held earlier in the day. Mr. Hensley directed the members to the handout (attached) from Mr. Jim Rizzo, who is with Gabriel, Roeder, Smith & Co. and explained the highlights of the document. Mr. Hensley asked the Board to approve \$500,000 per month for the Pension Plan.

Motion was made to approve \$500,000 per month for funding the Pension Plan until re-evaluated in March or April. Motion seconded and carried unanimously.

Finance Committee

Mrs. Weeks reviewed the Monthly Financial Report. The Finance Report will be broken out into specific segments. Discussion ensued regarding Comparative Ratio Analysis, cash on hand, Comparative Key Operating Numbers, statistics, case mix, etc. There will be a focus on qualifying people for charity. Discussion ensued regarding the LIP Program. Suggestion was made to market the new Medicaid office on the Citrus Memorial Health System campus to the physicians.

Discussion ensued regarding the Pension Plan and the Preliminary Operating and Capital Budget. The Foundation Board will be asked for approval of the Budget at its September 28, 2009 regular meeting. The Tentative Budget Public Hearing is set for September 14, 2009 and the Final Budget Public Hearing is set for September 21, 2009, both at 5:01 p.m.

Motion was made to approve the financial report as presented. Motion seconded and carried unanimously.

Mrs. Chadwick reported on the Audit Committee meeting that was held on August 14, 2009. The Audit Committee will meet again between now and the next Hospital Board meeting.

Mr. Henigar reported on the Construction Committee and gave an update to the Emergency Room Expansion project. Mr. Henigar explained that they will not have AHCA approval until September 15, 2009; however, the project is two weeks past its Notice to Proceed. Mr. DeLoach stated they have verbal approval from AHCA. Mr. Henigar recommended issuing a Notice to Proceed subject to AHCA approval.

Motion made to issue a Notice to Proceed to Robins & Morton Group for those items outlined in the memo from the construction manager dated August 21, 2009 with the Final Notice to Proceed to be withheld until ACHA approval. Motion seconded and carried unanimously.

QUALITY ASSURANCE / RISK MANAGEMENT REPORT

Mr. Beaty introduced Leslie Hayes, Director of Quality Improvement. Mrs. Hayes discussed the handout entitled Quality & Process Improvement Monthly Report to the Board (attached). Mrs.

Hayes also asked the Board to approve Cheryl Love, RN, to serve as backup Risk Manager when the Risk Manager is unavailable.

Motion made to appoint Cheryl Love, RN as backup Risk Manager. Motion seconded and carried unanimously.

CEO REPORT

Mr. DeLoach informed the Board of the Fuel Spill Incident that occurred on July 7, 2009 (this item had been deferred from last meeting) and that all proper procedures were followed to bring the incident to conclusion.

Mr. Henigar distributed a Confidentiality Agreement in regards to the Five-Year Strategic Plan from Navigant. Due to the confidential nature of the report, Mr. Henigar asked the members who wished to have a copy of the report to sign the Agreement and send it back to Catherine by September 15, 2009, which is the date of the next Strategic Planning Steering Committee meeting. Discussion ensued regarding the request.

Mr. Wood and Mr. Stillwell shared their experience as recent members of the hospital's Intern Program.

NEXT MEETING

The next regularly scheduled meeting will be held on Monday, September 28, 2009.

There being no further business, the meeting adjourned at 8:02 p.m.

Respectfully submitted,
Catherine J. Ouellette, Executive Assistant

Ryan D. Beaty, CEO

Sandra Chadwick, Chairperson