

**LAKE SHORE HOSPITAL AUTHORITY
BOARD OF TRUSTEES**

**Minutes
Regular Meeting**

**February 10, 2014
5:15 p.m.**

Present: Lory Chancy
Dr. Waseem Khan
Marc Vann
Koby Adams
Stephen Douglas
Tim Murphy

Also Present: Rhonda Sherrod, Shands
Jack Berry, LSHA Staff
Steve Nelson, LCMC
Cynthia Watson, LSHA Staff
Frank Pommett, Shands
Marlin Feagle, Attorney
Sue Frazee, LSHA Staff
Linda Silecchia, Shands
Stephanie Bushart, Shands
Tony Britt, Lake City Reporter

Absent: Courtney Bryan, LSHA Staff
Richard Powell, Auditor

Public: Barbara Lemley
Stewart Lilker

CALL TO ORDER

The Regular Meeting of the Lake Shore Hospital Authority Board of Trustees was called to order at 5:15 pm by Chairman Waseem Khan in the Conference Room at the Lake Shore Hospital Authority Administrative Complex.

PUBLIC COMMENTS

Mr. Stewart Lilker addressed the Board with the issue of refusing to post the LSHA minutes to the website before they are approved. He also questioned why the Executive Director had resigned from the WellFlorida Council as well whether financial statements had been obtained on newly hired consultant.

CONSENT AGENDA

January 2014 check registers were presented to the Board for approval.

Motion: Mr. Koby Adams made a motion to approve checks 1687 - 1714 from the Operating Fund NOW account, checks 1758 – 1770 from the Patient Care Fund - Clinical Services NOW account, check 1102 from the Patient Care Fund – Hospital Services Money Market Account, and check 1215 from the Patient Care Fund – Hospital Services NOW account. Mrs. Lory Chancy seconded the motion. All were in favor. Motion carried.

APPROVAL OF MINUTES

Minutes were reviewed from the January 13, 2014 Public Hearing.

Motion: Mr. Stephen Douglas made a motion to approve the minutes as written.
Mr. Koby Adams seconded the motion. All were in favor. Motion carried.

Minutes were reviewed from the January 13, 2014 Regular Hearing.

Motion: Mr. Koby Adams made a motion to approve the minutes as written.
Mrs. Lory Chancy seconded the motion. All were in favor. Motion carried.

Mr. Koby Adams questioned Mr. Marlin Feagle as to the statutory requirements regarding the posting of the minutes on the website. Mr. Feagle responded by telling him that he didn't believe it was required. Mr. Stephen Douglas had further questions.

APPROVAL OF INVOICES

Women's Center of Florida

An invoice in the amount of \$3,850.00 was presented for payment representing December/January 2014 patient visits.

Motion: Mrs. Lory Chancy made a motion to approve payment to Women's Center of Florida. Mr. Koby Adams seconded the motion. All were in favor.
Motion carried.

Family Health Center

There was no invoice.

Shands Assistance Program

An invoice for Shands Assistance Program for December 2013 was presented for approval in the amount of \$147,975.13.

Motion: Mr. Marc Vann made a motion to approve the invoice. Mr. Koby Adams seconded the motion. All were in favor. Motion carried.

Lake Shore Primary Care West

Invoices in the amount of \$250.00 for December 2013 patient visits and \$800.00 for January 2014 patient visits totaling \$1,050.00 were presented for payment.

Motion: Mr. Tim Murphy made a motion to approve payment. Mrs. Lory Chancy seconded the motion. All were in favor. Motion carried.

Jean-Felert Cadet, MD, LLC

An invoice in the amount of \$1,300.00 was presented for payment for December/January 2014 patient visits.

Motion: Mr. Koby Adams made a motion to approve the invoice. Mrs. Lory Chancy seconded the motion. All were in favor. Motion carried.

Mohammed Choudhury, M.D., P.A.

There was no invoice.

Mohammad A. Faisal, M.D., P.A.

An invoice in the amount of \$150.00 was presented for payment for December/January 2014 patient visits.

Motion: Mr. Koby Adams made a motion to approve the invoice. Mr. Stephen Douglas seconded the motion. All were in favor. Motion carried.

Begum Internal Medicine LLC

An invoice in the amount of \$750.00 was presented for payment for January 2014 patient visits.

Motion: Mr. Koby Adams made a motion to approve the invoice. Mrs. Lory Chancy seconded the motion. All were in favor. Motion carried.

Directors and Officers Liability Quote

Mr. Jack Berry presented quote of \$11,837.80 for renewal of the D & O Liability policy through Zurich.

Motion: Mr. Koby Adams made a motion to approve the quote. Mr. Marc Vann seconded the motion. All were in favor. Motion carried.

UNFINISHED BUSINESS

Review of Proposals: Firm

Mr. Jack Berry presented and reviewed the spreadsheet of bid proposals. He reported that sixteen (16) bid packets had been sent out and seven (7) had come back in. Three (3) responses received were for Appraiser and the other four (4) were for Transaction Brokers. There was discussion regarding the sale and the process of selling the hospital.

Review of Proposals: Transaction Broker/Financial Advisor

Mr. Berry reported that the Brokers had been ranked; however, First Southwest has agreed to work with the Authority prior to any upfront deposit, at \$350.00 per hour, to help determine if there will be a sale. If the Authority proceeds with a sale, the \$350.00 per hour will be deducted from the total. There were comments and discussion regarding the matter.

Motion: Mr. Tim Murphy made a motion to accept the CBIZ Valuation Group, LLC's quote at \$62,000.00. Mrs. Lory Chancy seconded the motion. All were in favor except Mr. Stephen Douglas, who opposed. Motion carried.

Mr. Feagle will prepare the contract and bring back to the next meeting.

Motion: Mr. Stephen Douglas made a motion to accept the proposal by First Southwest Company, Phoenix, AZ, with Bruce Kelley as contact, as proposed. Mrs. Lory Chancy seconded the motion. Mr. Koby Adams opened discussion as to why the Transaction Broker was being obtained at this point. There were comments and concerns. Mr. Feagle read the proposal aloud to the Board. Mr. Douglas withdrew his original motion.

Motion: Mr. Stephen Douglas made a motion to retain First Southwest as Financial Broker/Advisor at \$350.00 per hour and in good faith continue their proposal if the Authority continues in the sale process. Mrs. Chancy suggested the hourly rate come off the retainer fee and not the success fee. Mrs. Chancy seconded the motion. All were in favor except Mr. Koby Adams, who opposed this motion, but not the sale, and explained that he would like time to be taken on this particular move. Motion carried.

NEW BUSINESS

Discussion on the TLC Report & Facilities Assessment Report

Mr. Jack Berry presented a basic scope of work after a review of the TLC Report and work schedule, which had been requested by several Board Members. He estimated the cost at about \$6,000.00 - \$7,000.00. Mr. Marc Vann stated that his interest was in how much work of the original five year plan had been done after HMA's three and a half years. There was discussion regarding the initial assessment.

Motion: Mr. Tim Murphy made a motion to ask HMA to develop a schedule of expenditures spent on the facilities since lease inception for our consultant to evaluate and for him to report back to the Board. Mr. Koby Adams seconded the motion. All were in favor. Motion carried.

HOSPITAL UPDATE

Mrs. Rhonda Sherrod reported that the merger with CHS had taken place on January 27, 2014. Also, she reported that a new internist had been recruited for the Primary Care West office and would join them next month. Mr. Stephen Douglas questioned the Authority's involvement in the merger. In closing, she informed the Board that February was National Heart Month and invited them to a talk by their UF cardiologist on Thursday, February 20th at the Holiday Inn. Mr. Frank Pommert reported that the window replacement project was complete.

STAFF REPORT

Mr. Jack Berry presented a request from Mr. Joe Chancy, Republican Executive Committee, to use the Authority's upstairs classroom to hold an upcoming function with Congressman Yoho, and on a monthly basis. There was discussion regarding the use of the Authority's meeting facilities.

Mr. Berry reported that in regards to the East Access Road, they were at the point of retaining an engineer at the cost of \$70,000-\$75,000, which the City and the County would split.

Mr. Berry reported on the numbers of members active in the program, as well as new members and renewals. Additionally, he reported on the number of Emergency Room visits by Authority members, primary care visits and members using the pharmacies for generic prescriptions for the month of January 2014.

In closing, Mr. Berry suggested the Board direct Mr. Feagle in regards to researching Strategic Planning meetings.

Motion: Mr. Koby Adams made a motion directing Mr. Feagle to pursue research on Strategic Planning meetings. Mrs. Lory Chancy seconded the motion. All were in favor. Motion carried.

Mr. Stephen Douglas questioned the Strategic Planning meetings. An *Admin Complex Usage Agreement* was brought in for review. Mr. Berry read the line "normally used for health related purposes consistent with the mission of the LSHA." After discussion, the issue of the Republican Executive Committee using the facility died for lack of a motion.

ANNOUNCEMENTS AND ADJOURNMENT

- Regular Meeting: March 10, 2014 at 5:15 p.m.

There being no further business, the Regular Meeting adjourned at 6:40 p.m.

Respectfully submitted,

Lory Chancy, Secretary/Treasurer

Date of Approval