

**GEORGE E. WEEMS MEMORIAL HOSPITAL**  
**GOVERNING BODY MEETING MINUTES**  
**REGULAR MEETING**  
**AUGUST 28, 2008**

**Members Present:** Curt Blair, Co-Chair; Tammi Hardy, Secretary; Paul Marxsen; Mark Friedman; Margie Solomon

**Member Absent:** Gayle Dodds, Chairperson (Family Death); Dr. Stephen Miniati

**Staff Present:** Charles Colvert, CEO/CFO; Candi Fox, CNO; Ginny Griner, HR Director; Becky Gibson, RN, Admin. Asst.; Beth Blair, Public Relations

**Others Present:** Michael Shuler, County Attorney and filling in for Alan Pierce, Liaison;

Ginny Griner led the group in prayer.

Curt Blair, Co-Chair, called the meeting to order at 12:30 PM.

**1. Review of Carrabelle Property and TMH Contract**

Mr. Blair requested that Mr. Shuler present first an update on the purchase of property in Carrabelle and the status of the contract with TMH. Mr. Shuler stated that there had been a last minute glitch in closing on the property with the school board. A survey and legal description of the property had been completed and when presented to the school board, they requested that the closing costs and the attorney's fees be paid by the county. The county agreed to pay the closing costs of approximately \$1,500.00, but would not agree to pay the attorney's fees of \$575.00. The school board is meeting on September 4, and hopefully this issue can be resolved then. Paul Marxsen voiced concern on the 100 year flood plain on the property which one of the architects had presented at the architect's presentation. Mr. Marxsen's concern was that this limits building on substantially less than the total 5.5 acres. Mr. Shuler responded that he was not really concerned by this, that he had discussed this with Alan Pierce, who was also not concerned, and that this concern is a job for the engineers. Mr. Blair voiced concern regarding parts of the property being designated wetlands. Mr. Shuler responded that that issue would be dealt with during the development of the property. Mr. Shuler reported on the status of the contract negotiations with TMH, stating that there were four issues, two very minor that had been dealt with and two to discuss with the board and seek guidance on. The first was TMH's complete absence of fiscal liability in the original proposal. TMH's attorney

is currently developing a way for TMH to handle special damages if TMH is responsible for the damages and Mr. Shuler is waiting to hear back from him. Mr. Shuler does not think this will be a problem. The second issue deals with the CEO and CNO position, specifically Mr. Colvert and Ms. Fox, in the event that the contract with TMH is terminated. Mr. Shuler suggested that the board may want to expand their previous recommendation to include a non-compete clause for TMH. Mr. Friedman commented that he did not want Weems to become a training ground for TMH staff. Paul Marxsen made a motion stating that if the contract is terminated with TMH, TMH can't compete with Weems in Franklin County for five (5) years; that the CEO and CNO, specifically Charles Colvert and Candi Fox, will work 100% of the time under the contract at Weems Hospital; and Weems will not impose any further restrictions on the CEO and CNO. This motion was seconded by Mark Friedman and approved unanimously.

Mark Friedman made a motion to approve the minutes of the July 31, August 8, and August 19 meetings, seconded by Margie Solomon and approved unanimously. (see attached minutes)

## **2. Finance Committee Report (see attached minutes and reports)**

Paul Marxsen reported on the Finance Committee Meeting. He stated that there are still issues with collections, but they should be getting better. The Finance Committee does anticipate having to possibly make a change in this area. Mr. Marxsen also announced that Pioneer is no longer performing CFO services. Two large CPA firms were contacted and neither provide monthly reports. The committee still plans on talking with TMH after the contract is finalized. Mark Friedman presented a proposal at the Finance Committee Meeting for his company to take over the CFO duties, but this has been tabled until the committee can talk to TMH. Mr. Colvert will perform these duties in the interim.

Mr. Marxsen also reported that the hospital's current carrier for Professional Liability Insurance had cancelled, and the Finance Committee had reviewed two quotes from Pat Thomas. These quotes also included General Liability Coverage. The Finance Committee recommended that the Board accept the quote that included tail coverage. A motion was made by Paul Marxsen to accept the quote from Pat Thomas with tail coverage, seconded by Margie Solomon and approved unanimously. Mr. Colvert reported on the Sales Tax Revenue, as it was not available at the time of the Finance Committee Meeting. The amount for June was \$178,440.20. Mark Friedman commented that if the amounts stayed at approximately \$178,000 for July, and \$100,000 for the rest of the year, the total should be close to \$1.5 million.

Paul Marxsen reported that the Finance Committee was recommending the hiring of a person to help with financial counseling and Medicaid enrollment, in addition to POS collection. The position will start out as temporary until results are evaluated.

A motion was made by Paul Marxsen to recommend acceptance of the Finance Committee report, seconded by Mark Friedman and approved unanimously.

## **3. New Beginnings Report (see attached minutes)**

Margie Solomon reported that Amy McDaniels from TMH spoke to the New Beginnings group at their last meeting and provided insight on volunteer and ancillary services. A Chaplains meeting was held,

and although there wasn't a large crowd, the attendees were enthusiastic. The committee is planning on having an open house of the hospital in November after furniture donated by Harry Arnold for the Lobby, Chapel and ER waiting room has been installed and some sprucing up is completed. Mr. Colvert stated that there would also be a re-dedication of the Chapel. Mr. Colvert also stated that the \$60,000 from the county has to be used for physical appearance of the building and that hopefully the hospital can use it for a new sign. Mr. Shuler asked how much income the hospital had last month, and Paul Marxsen and Mark Friedman reviewed the Financial Statement with him. Mr. Shuler left the meeting.

#### **4. CEO Report**

Mr. Colvert announced that a replacement for the old C-arm has been ordered. It is a used unit and the cost is \$45,000. He stated that not only will this allow pacemaker insertion, which he has been discussing with Dr. Sanallah, but also other procedures.

Mr. Colvert announced that the hospital has received \$100,000 Capital Equipment Grant paperwork from the State and requested any suggestions for its use from the members. One of his suggestions was to replace the current medical records building due to his concern with how it would withstand a significant wind. He explained that the board and himself are legally responsible for the records. Although not prepared at this time for a former proposal, he stated that the current building may be used for the Ambulance housing and a new building for Medical Records be obtained.

The new beds have been ordered from Stryker who has agreed to take payment when the monies are received from the grant and to honor the VHA pricing. The new pumps have not been ordered because that company will not wait on payment or honor VHA pricing until the hospital is under TMH management when the hospital will have access to their ordering number.

Mr. Colvert stated that work will start on the mammogram area in about two weeks when James Roberson, Controller, moves to the Business Office, Ginny Griner moves into James' old office and the mammogram equipment is installed in Ginny's old office. Two of the X-ray techs have been trained, but are not certified yet.

Mr. Colvert thanked Mark Friedman for giving him the names of two CRNA's. One of them lives on the island and Mr. Colvert will meet with her. Having CRNAs on staff will allow the start of some surgical cases, with podiatry being the first to start once the contract with TMH is complete. The weakness for surgical procedures is with the Central Sterile Area, which requires a certified person running it.

Mr. Colvert announced that Dr. Pat Conrad is the new ED Director, and that Dr. Tim Adamcryk is the ED Director at Blountstown. Dr. Hart had become spread too thin to continue as ED Director for all of the hospitals serviced by Southland, so new directors were appointed.

Three weekends ago the ambulance service on the island was cancelled due to low volume. After a call from the county commissioner, the ambulance owes the island a weekend of coverage.

All hospitals in the state have to pay ACHA for the PMATF, which is the fund the disproportionate fund comes out of, and Weems bill is \$53,000. Failure to pay this is what the previous operator did and what created part of the debt the current operator inherited.

The hospital has purchased a sponsorship for the Seafood Festival.

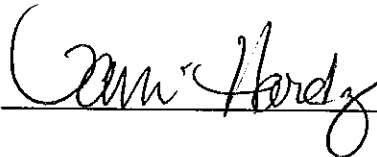
**5. Temporary Clinic in Carrabelle (see Pro Forma)**

Paul Marxsen reported that he had spoken with John McGinnis, Carrabelle City Manager, regarding the lack of any medical provider currently in Carrabelle since the closure of Bayline Medical. Mr. McGinnis offered space in the old school that the city has leased from the school board to use as a temporary clinic until the new one is built. The fee would be the clinic's pro-rated utility use. Mr. Colvert stated that he and Ms. Fox had gone to see the space, which was the nurse's area. He felt there was enough space for two exam rooms, a physician's office, a business area and a nurse's station. He then approached Dr. Chorba, who was interested in working at the clinic especially since Medicare had recently restricted her house call visits. She has agreed to work Monday's 9-5 and Tuesdays 9-1. She already has office hours in Apalachicola on Fridays. Mr. Colvert stated that December 1 would most likely be the earliest date the space could be made ready. Several board members felt the days the clinic was open should be at least four even if a mid level was used. Mr. Colvert presented a Pro Forma for this project. A motion was made by Paul Marxsen to authorize discussion between staff and the city of Carrabelle to develop a letter of agreement for Weems hospital to use a part of the old school as a temporary clinic until the new clinic is built, seconded by Mark Friedman and approved unanimously. A second motion was made by Paul Marxsen to authorize staff to buy equipment needed out of capital monies, up to \$50,000, to use in the temporary clinic and to be used in the new clinic when completed, contingent upon when the letter of agreement with the city of Carrabelle is accomplished, seconded by Mark Friedman, and approved unanimously. Mr. Colvert will present this recommendation to the County Commission at their next meeting.

Mr. Colvert re-visited the school board property, voicing concern over the actual buildable area only being about 1.1 acre less the setbacks once the flood plain was taken into consideration. Due to the fact that the board had never seen the Preble Rish topography map until one of the architects had presented it, he wanted the board to be aware of his concern. A motion was made by Paul Marxsen to delay any final agreement with the school board until a wetlands delineation could be performed by Pebble Ridge, seconded by Mark Friedman and approved unanimously.

There being no old or new business, the regular meeting was adjourned at 2:00 PM and the board went into Executive Session.

Respectfully Submitted,  
Becky Gibson, RN  
Administrative Assistant

Approved 

Date 9-25-08