

WMH GOVERNING BOARD OF DIRECTORS

NOVEMBER 30, 2017

Members Present: Jim Bachrach, Chairman; Duffie Harrison, Secretary; Doug Creamer; Hank Kozlowsky; Patrick Conrad, M.D.

Members Absent: Anne Wilson; Robert Davis

Staff Present: Michael Cooper, CEO; Ginny Griner, HR/Med Staff; Jordan Fulkerson, CFO; Craig Gibson, POD; Becky Gibson, DON; Heather Huron, Administrative Assistant

CALL TO ORDER & APPROVAL OF MINUTES

- The meeting was called to order at 9:00 a.m. Huron confirmed that appropriate notice had been given for the public meeting. The 8/31/2017 minutes were presented for approval.
 - **A motion was made by Creamer to approve the August 31, 2017 minutes as presented; seconded by Kozlowsky. The motion was carried unanimously.**

COUNTY REPORT

- Moron addressed the proposed CHC management agreement. He stated that negotiations between the county and CHC had reached an impasse. Moron explained the major point of debate was who would be responsible for maintaining licenses, certifications, as well as who would be responsible for employees. In an attempt to resolve the differences, a workshop has been scheduled for Tuesday, December 5th at 1:30, to be held at the Apalachicola Courthouse Annex. In the event that negotiations with CHC are not successful, Moron stated several options for the hospital had been discussed including selling or leasing the hospital and sunseting the sales tax.
- Moron reviewed actions taken at the 11/21/17 BOCC meeting. At the meeting, Moron made a request on Cooper's behalf to allow the hospital to access funds from the Healthcare tax account to cover the cost of 3 payrolls. Following the request, the following actions were taken.
 1. Commissioner Lockley made a motion to terminate the management contract with TMH and Mr. Cooper. Commissioner Sanders seconded the motion. The motion passed 4-1.
 2. Commissioner Lockley made a motion to allow the Hospital access to 3 payrolls. Commissioner Massey seconded the motion. Motion carried; 5-0.
 3. Following Attorney Shuler's recommendation, Commissioner Lockley made a motion to terminate the TMH contract in 90 days. Commissioner Jones seconded the motion. Motion carried; 4-0. Commissioner Sanders left the meeting prior to the vote.
- Bachrach questioned the request for access to the HCTF. Cooper explained the request had been discussed with Moron prior to the meeting. He stated the request was made in preparation for possible cash flow delays. Cooper did not want to make the request on an emergency basis as he had to do in the past. Creamer noted that with the organization of the Hospital Board and the Board of County Commissioners, access to an outside credit line was not possible.

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Creamer suggested the only solution was to request a line of credit to the HCTF so that future needs could be met without it being a major event. Cooper explained that previous to last year, the LIP DSH payments were disbursed quarterly. When the delayed DSH payment came in last year, \$250,000 was paid to the HCTF, accounts payable were paid down, and the remainder was reserved in the money market account. Cooper hopes to do the same in the coming year.

MEDICAL STAFF REPORT

- Dr. Conrad reviewed the November 28, 2017 Medical Staff minutes and recommendations. The following items were unanimously recommended to the WMH Governing Board for approval:
 - Dr. Gregory E. Adaka - Request for Associate Staff Privileges (Southland)
 - Sussete Valdueza, ARNP- Request for Associate Staff Privileges (Weems Medical Centers)
 - Cassidy Abbott Orr, ARNP- Request for Associate Staff Privileges (Weems Medical Centers)
 - VRad Updated Schedule 1 for approval (Radiologists)

A motion was made by Kozlowsky and seconded by Creamer to approve Associate Staff Privileges for Dr. Adaka, Sussete Valdueza ARNP, Cassidy Abbott Orr ARNP, and the updated Schedule 1 VRC radiologists' privileges, as recommended by the medical staff. The motion was carried unanimously.

CEO REPORT

Digital Radiography

- Installation of the digital radiography software has begun. The portable and hospital installation is complete. Cooper reported that the difference in quality is night and day.

2017-18 LIP / DSH

- Cooper reviewed DSH and LIP funding. He explained that DSH funds were provided in full from the federal government; however, LIP funds were to be an equal match between state and federal. In the past, Florida hospitals have funded the state match in order to receive the federal money, and then the supplied funds were returned to the contributing hospitals. This method will no longer be allowed. A proposed solution is to enact a provider tax to fully fund the state's portion of the LIP program. If the provider tax passes, the LIP money will be distributed at the beginning of the year, instead of waiting to see how much money will be available at the end of the year.

CHC Partnership

- Cooper expressed his concerns with the CHC agreement. He stated the fees would be negotiated, but not on current terms.
- Cooper noted that discussions were being held between Doctors Memorial Hospital in Perry and CHC regarding a management agreement for their hospital. Currently, TMH has a partnership agreement with the hospital through the city of Perry.

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CFO REPORT

Fulkerson presented and reviewed the following reports:

September 30, 2017

- YTD Trailing Income Statement
- YTD Balance Sheet
- Income Statements by Unit
- Collections Trend Graph

October 31, 2017

- YTD Income Statement
- YTD Balance Sheet
- Income Statements by Unit
- Collections Trend Graph
- Statistical Data

Fulkerson noted the September financials were unaudited and adjustments were anticipated.

DIRECTOR OF NURSING REPORT

B. Gibson presented and reviewed the following reports:

1. Quality Assessment / Performance Improvement Dashboard
2. Risk Management Summary 3rd Quarter 2017
3. Infection Control Summary 3rd Quarter 2017
4. September and October 2017 Patient Satisfaction Results

Cooper noted the information provided in the reports was on the subject of quality and that quality was the #1 priority for the Hospital Board.

ADJOURNMENT

The meeting was adjourned at 10:15 a.m.