



Gadsden County, Florida

GADSDEN HOSPITAL, INC. BOARD OF DIRECTORS

ANNUAL MEETING MINUTES

February 05, 2015 at 6:00 PM
Capital Regional Medical Center - Gadsden Memorial Campus

Present:

Craig McMillan, Chair
Herb Sheheane, Vice – Chair
Jimmy Suber, Secretary – Treasurer
Scott Whitehead
Dr. Hantz C. Hercule, M.D., Ph.D.
Mike Glazer, Hospital Attorney
Arthur Lawson, Assistant County Administrator
Susie West, Emergency Director
Mark Robinson, CEO, CRMC
Alan Keesee, COO, CRMC
Beryl H. Wood, Deputy Clerk

Absent:

Shelia Atkins
Dr. Charles Kent
Sen. Fred Dudley
Shaia Rene' Simmons

AGENDA ITEMS

Introduction

Chair McMillan called the Gadsden Hospital Inc. Board of Directors Annual Meeting to order and welcomed everyone in attendance.

1. **Approval of Minutes - January 16, 2014 (Craig McMillan)**

UPON MOTION BY MR. SHEHEANE AND SECOND BY MR. WHITEHEAD, THE BOARD VOTED 5 – 0, BY VOICE VOTE, FOR APPROVAL OF THE JANUARY 16, 2014 MINUTES OF THE GADSDEN HOSPITAL, INC. BOARD OF DIRECTORS.

2. Election of Officers

UPON MOTION BY MR. WHITEHEAD AND SECOND BY MR. SHEHEANE, THE BOARD VOTED 5 – 0, BY VOICE VOTE, FOR APPROVAL OF THE CURRENT SLATE OF OFFICERS TO REMAIN THE SAME.

CHAIR – CRAIG MCMILLAN; VICE – CHAIR HERB SHEHEANE; SECRETARY – JIMMY SUBER

3. Gadsden Campus Update (Mark Robinson, CEO - CRMC)

Mark Robinson, CEO - CRMC gave update on the CRMC Gadsden Memorial Campus. He discussed his background and that he was most recently the CEO in Lake City and was now glad to be in the Area. He discussed the following with the Board.

- Physician Growth with doctors Dr. Oviedo, Dr. Wright – General Surgery; Dr. Burns, Dr. Okoroji – OB/GYN; Dr. Douso – Uro – Gynecology; Dr. Baker – Cardiology; Dr. Derickson – Podiatry; Quality and Patient Safety, Emergency Services Outcomes, Gadsden Patient Volume and Gadsden EMS. They discussed additionally the following:
 - Timeshare Schedule
 - Quality Award/Designations presented for the 2014-2016 Year.
 - Cardiovascular Excellence: Industry – Best Door to Balloon
 - Primary Stroke Accreditation
 - Overview of ED Services
 - Gadsden Patient Care
 - Gadsden EMS
 - 2015 Projects
 -  Develop plan to add 4 additional treatment bays.
 -  Develop plan and secure funding for expansion of timeshare to accommodate patient care needs.

The complete package may be obtained from the Clerk's Office.

Mr. McMillan inquired about the added to treatment bays.

Mr. Keesee said they are currently seeking the space right behind the nurses' station; they already have the infrastructure designated area with extra bays.

Mr. Glazer stated this is a very unique animal. There are a couple of beds here, but in the unlikely event CRMC leaves, we have to be able to operate. They are patient rooms that meet Code. One room is used as a sleep room.

Mr. McMillan asked did they really want to stir up an issue when you already lease the property.

Mr. Keesee commented they would need to make adjustments in monitoring.

Mr. McMillan asked what kind of issue would they run into with the Board.

Mr. Lawson said he wasn't sure with the makeup of the Board.

Mr. Robinson said they can't consider adding beds and expanding the hospital until we are able to provide for capacity. He said for now they only interested in expanding the Emergency Department.

Attorney Glazer said if the level of equipment and commitment is small. I don't think you need anything from us.

Mr. Robinson said they just want to utilize the space, expanding the Emergency Department (ED) is our primary goal. He stated a lot of hospitals start out with ED's.

Mr. Keesee discussed using the adjacent space next to the Emergency Room (ER) of the hospital for shelf space. He said they want to consider developing a plan and secure funding for expansion of timeshare to accommodate patient care needs.

Mr. McMillan along with the GCH Board concurred they welcome the discussion about the expansion and urged them to please comeback when they have more concrete information. He commented on how great the partnership has been with CRMC thus far. He asked them to make a presentation to BOCC in the near future.

Mr. Hercules inquired about the EMS (Air – Life Flight) is it included in the numbers.

Mr. Keesee commented he didn't think those numbers were included.

4. **Update on SM Financial Services v. Gadsden County**
(Mike Glazer)

Attorney Glazer discussed the SM Financial Services v. Gadsden County. He briefed the Board referencing the Ashford Lawsuit. Ashford went into bankruptcy and with a reservation of right to continue the lawsuit. SM Financial Services took over for Ashford in 2013 claiming they (Ashford) were owed millions of dollars for indigent care. The Complaint was dismissed by the Court at the request of the County, but SM appealed. The appellate court dismissed the appeal on January 9, 2015. Judge Shelfer ruled to dispose case. He stated the County should get some of the Attorney fees back from that.

5. Old Medical Records

Attorney Glazer discussed the disposal of old records from when Ashford ran the hospital. He said there was nothing newer than 2005 and the first seven years custodial rules apply. He said they were kept for those reasons and for the pending lawsuit dealing with Ashford. He said it was his recommendation to destroy records, there will be expense in destroying and HIPPA Laws would apply.

He said in 2005, after an order was issued from the Florida Agency for Healthcare Administration issued an Order that closed the former Gadsden Community Hospital which, at the time, was operated by Ashford Healthcare Systems, Inc. Ashford essentially abandoned the hospital leaving behind a large volume of business and medical records. There are also dozens of old computers. Since the hospital facility belonged to Gadsden County, those records and computers came into the possession of the County. The County Staff boxed up the records and they have been stored in the hospital ever since. The estimate is that there are over 1700 boxes of records and approximately 300 boxes of x-rays. The old computers are also stored. All of these items are kept in a locked area that is not in the part of the building currently leased to Capital Regional Medical Center. The storage area is in the unfinished portion of the building controlled by the County. He noted the records were retained in case they might be needed for the second lawsuit with Ashford that has now been disposed.

UPON MOTION BY MR. SHEHEANE AND SECOND BY MR. SUBER, THE BOARD VOTED 5 – 0, BY VOICE VOTE, TO RECOMMEND TO THE BOARD OF COUNTY COMMISSIONERS TO DISPOSE RECORDS, COMPUTERS, HARD DRIVES AND ANYTHING THAT WAS RELATED TO THE OLD HOSPITAL (ASHFORD). THE MOTION PASSED.

6. General Discussion

Dr. Hercule's gave a brief background introduction of himself. He said he was excited and happy to be apart of the Board. He thanked the County for the opportunity to serve.

Attorney Glazer reminded the Board of the Sunshine Laws that applies to the GHI Board.

ADJOURNMENT

**THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE GHI BOARD OF DIRECTORS, THE CHAIR
DECLARED THE MEETING ADJOURNED AT 6:45 P.M.**

CRAIG MCMILLAN, CHAIR

GADSDEN HOSPITAL, INC. BOARD OF DIRECTORS

ATTEST:

BERYL H. WOOD, DEPUTY CLERK