

Munroe Regional Health System, Inc.

Minutes of the Meeting of the Board of Directors

November 23, 2015 @ 5:00 p.m.

Marion County Hospital District Office
1121 SW 1st Avenue, Ocala, FL

Larry Strack - Chairman

Call to Order

Larry Strack called the November 23, 2015 regular meeting of the Munroe Regional Health System, Inc. Board of Directors to order with a quorum present at 5:00 p.m.

Board Members Present

Larry Strack, Rich Bianculli, Ram Vasudevan, Ken Marino, David Cope, Sam McConnell, Randy Klein

Board Members Absent

None

Hospital Attorneys Present

Jonathan S. Dean

Others Present:

Jon Kurtz; Debbie Cooper, Ed Dean, Dolly Dockham, Terri Judy, Rich Grosso, Munroe Auxiliary; Erin Hess, Florida Health; Matt and Butch Verrando; Verrando Engineering, Fred Hiers (arrived at 5:35).

Invocation

Jon Dean gave the invocation.

Approval of Previous Minutes

- October 26, 2015 – MRHS Draft Board Meeting
- November 17, 2015– MRHS Draft Investment/Finance Meetings

A **Motion** was made by Sam McConnell to accept the Minutes of the October 26, 2015 Board meeting and the November 17, 2015 Committee meetings as presented. The **Motion** was seconded by Ken Marino. With no further discussion, the motion passed unanimously.

Approval of Financial Report and MRHS Budget vs Actual for October 2015

Sam McConnell made a **Motion** to approve the Financial Report for October 2015 and the MRHS Budget vs Actual Report. Debbie Cooper gave a brief review of all the financial reports.

After discussion, the **Motion** was seconded by Rich Bianculli. With no further discussion, the motion passed unanimously.

New Business

2016 Board and Committee Dates – the meeting dates for 2016 were presented and approved and will be sent out electronically to all Board members.

Ken Marino made a **Motion** to approve the Board and Committee Dates for 2016. After discussion, the **Motion** was seconded by David Cope. With no further discussion, the motion passed unanimously.

MRHS Policies/Procedures

Debbie Cooper reviewed the MRHS/MCHD Policies and Procedures that Finance abides by, these are not HR policies. After discussion, it was the recommendation of the Committee that the MRHS/MCHD Policies and Procedures be deferred to the December Board meeting for approval as Jon Dean and Crippen & Crippen have not had an opportunity to review the Policies and Procedures.

After discussion, it was requested that the following changes be made to the Finance Policy and Procedure Manual:

Page 8 – Closing of the bank accounts shall be consistent with the procedure for opening a bank account.

Page 9 – remove Petty Cash Policy as that is not relevant.

Page 12 – Under Procedures – Request for Purchase – the third paragraph shall read:

“For items over the value of \$10,000 three quotations must be provided.”

In the table at the bottom of that same page, the amount in the Second Authorization column for Equipment, Assets, Building Maintenance and Contracts, shall be changed to \$10,000 going forward with the new Executive Director as of April 1, 2016.

Page 18 – Under Procedures, Cash Entries – do not be specific as to names of employees or Banks, just put titles.

Page 32 – Change “Denial Management” to “Medicare Denial Management.”

MRHS 401(k) Audit

Debbie Cooper reviewed the 401K Financial Statements and Auditors Report from Purvis Gray. The 401(k) has to be audited every year per ERISA. Ms. Cooper stated the only real change is that assets have decreased substantially.

Sam McConnell made a **Motion** to approve the MRHS 401(k) Audit Report. After discussion, the **Motion** was seconded by Randy Klein. With no further discussion, the motion passed unanimously.

MRHS 401K Restatement

Debbie Cooper reviewed the 401(k) restatement. Every five years the 401(k) plan has to be restated due to IRS change in laws and rules. The restatement was reviewed by the Health

System's ERISA attorney and everything looks appropriate in the restatement. Ms. Cooper requested approval for Jon Kurtz, Executive Director, to sign the restatement. The VCP should be ready to go to the IRS in the next 30 days.

Sam McConnell made a **Motion** to approve the MRHS 401(k) Restatement and for Jon Kurtz to sign on behalf of the Health System. After discussion, the **Motion** was seconded by Randy Klein. With no further discussion, the motion passed unanimously.

Old Business

None.

Legal Matters

Jon Dean reported nothing significant as far as legal matters. A couple more workers compensation cases have been closed. He said that at the next meeting he will have an update on the Ehlers Trustee matter as the time for response will be expired. Jon Kurtz stated that two new professional liability cases have come in also that are being handled by Jon Dean.

Public Comment

Chairman Strack introduced two guests, Erin Hess, who is the Public Health Officer for Marion County and Rich Grosso, the President of the Munroe Auxiliary.

Adjournment

There being no further business, Larry Strack announced the meeting was adjourned at 5:56 p.m.



Lawrence J. Strack, Chairman