



## MEETING AGENDA

July 27, 2021

4 p.m.

1. **Call to Order** and accept proof of publication of notice of meeting.
2. **Approve Minutes** of the meeting held on May 25, 2021.
3. **Open Forum/Public Comment:** The Health Facilities Authority allows any person to speak regarding agenda items other than ministerial or information only matters. Speakers must complete the speaking request form prior to the start of the meeting. Each speaker or group representative is limited to three (3) minutes of speaking time. Speakers shall refrain from abusive or profane remarks, disruptive outbursts, protests, or other conduct which interferes with the orderly conduct of the meeting.
4. **Financial Matters:**
  - a. Report on Operations for the period April 1 to June 30, 2021
  - b. Update on Baptist Health Care Corp 2020 Series A & B – Amendments to Trust Agreements and Loan Agreements
5. **Routine Authority Business:**
  - a. Office lease renewal for a new three year term (October 2021 to Sept 2024)
  - b. Update on Re-appointment of Susan Ashby to the Board for a 4 year term beginning August 22, 2021.
  - c. NAHEFFA Fall Conference – Milwaukee WI Sept 8-10, 2021
  - d. Meeting calendar addition – August 24, 2021

**Next Scheduled Meeting of the Authority: August 24, 2021**

**ESCAMBIA COUNTY HEALTH FACILITIES AUTHORITY  
MEETING MINUTES  
May 25, 2021**

**Members In Attendance:**                      **Jim Hall**  
   **Mike Kohler**  
   **Eugene Franklin**  
   **Keith Bullock**  
   **Susan Ashby**

**Others Present:**                                **Virginia Yeagle, Administrator, CPA**  
   **Michael Stebbins, General Counsel**

1.     **Call to order and accept proof of publication of notice of meeting.**  
Chairman Hall called the meeting to order at 4:01 p.m. The Board members in attendance were Mr. Mike, Kohler, Mr. Gene Franklin, Mr. Keith Bullock and Ms. Susan Ashby. Also present was Virginia Yeagle, Administrator and Mr. Michael Stebbins, General Counsel.

Notice of the meeting was published in the BCC weekly meeting notice in the Pensacola News Journal, on the Authority’s website, and a meeting notice was posted on the front door at the Authority’s office.

2.     **Approve Minutes of March 23, 2021 meeting.**  
  
Motion was made by Mr. Franklin and seconded by Ms. Ashby to approve the minutes as presented. Motion passed unanimously.

3.     **Open Forum/Public Comment – None**

4.     **Financial Matters:**

- a.     **Report on Operations for the period January 1 to March 31, 2021.**

Ms. Yeagle presented the Report on Operations covering the period January 1 to March 31, 2021. The report shows all activity in the bank and investment accounts for the three month period, which is the second quarter of the Authority’s fiscal year. Ms. Yeagle also presented a detail of investments held in the Regions Investment account noting upcoming bond maturities and cash on hand.

Motion was made by Mr. Kohler and seconded by Mr. Bullock to approve the Report on Operations and Investments. Motion passed unanimously.

- b.     **Office Lease renewal**

Ms. Yeagle reported that she has a meeting with Beck Properties, property managers for the office complex, to discuss 2020 CAM billings and to explore extending the current lease, which ends September 30, 2021, for another three year term. The Board confirmed their desire to remain in the current location if rental rates are reasonable. Ms. Yeagle will report back to the Board on her meeting. Notice of renewal must be made by July 31, 2021 or 60 days prior to the end of the lease.

**Routine Authority Business:**

**a. Re-appointment of Susan Ashby to the Board for a 4 year term beginning August 22, 2012**

Ms. Yeagle explained that Ms. Ashby's term expires on August 21, 2021. Ms. Ashby was appointed to fulfill the unexpired term of Ms. Miragliotta, who resigned when she moved to south Florida. Ms. Ashby has expressed her desire to serve her own four year term to begin August 22, 2021. Appointments to the Authority Board are made by Escambia County Commissioners; however, the Authority normally recommends candidates to the Board for consideration. After a brief discussion concerning making recommendations concerning appointments to the Authority Board, it was decided that the Board should make a formal recommendation to the Board of County Commissioners requesting Ms. Ashby be appointed for a new four year term beginning August 22. The motion to recommend Ms. Ashby was made by Mr. Kohler and seconded by Mr. Franklin. Motion passed unanimously with Ms. Ashby abstaining. Ms. Yeagle will prepare the letter of recommendation to be sent to the Escambia County Administrator for recommendation to the Board of Commissioners.

**b. Request by Baptist Health Care to Amend the 2020 Bond Loan Agreement**

Ms. Yeagle presented a letter from Mr. Bill Mitchem with Beggs & Lane, counsel for Baptist Health Care, proposing to amend the Bond Indentures and Loan Agreements dated February 1, 2020 for the Series 2020A and Series 2020B Bonds to remove certain current members of the Obligated Group as signatories on the Loan Agreement. Baptist would like to have these amendment approved by the end of June, which can only be accomplished by holding an additional Authority meeting. Ms. Yeagle suggested having a June meeting on June 22 at 4pm to address this issue. June 22 is the 4<sup>th</sup> Tuesday of the month and would be the Authority's normal meeting date and time. Aside from the overall transaction, matters the Board specifically raised and requested input on as part of this process, is how the proposed request could potentially affect the bond rating, the value of the bonds and the repayment of the bonds.

Mr. Stebbins expounded on the request being made by Baptist Health Care and explained that Mr. Randy Clements with Bryant Miller Olive (Authority Bond Counsel) has been in touch with Baptist Bond counsel to review a draft of the amendments. Mr. Stebbins will contact Mr. Clements to ask him to be available by phone for the June 22 meeting.

**c. NAHEFFA Fall Conference – September 8-10, 2021**

Ms. Yeagle provided information on NAHEFFA's Fall 2021 conference to be held in Milwaukee, WI on September 8-10. Opening reception will be Wednesday evening, September 8 with conference sessions Thursday and Friday September 9 and 10. Ms. Yeagle will provide more information as it becomes available and will provide a travel budget at the July 2, 2021 meeting.

**Meeting adjourned at 4:35pm**

**Next Scheduled Meeting of the Authority: June 22, 2021**

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