



ESCAMBIA COUNTY HEALTH FACILITIES AUTHORITY

MEETING AGENDA January 22, 2019 4 p.m.

1. Call to order and accept proof of publication of notice of meeting.
2. Approve Minutes of December 12, 2018 meeting.
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. Reports on Operations for the month of December 2018.
 - b. Request by Gulf Coast Kids House for a mini-grant of \$1,952 for medical education software.
5. **Operations:**
 - a. Status of Lakeview – Century Project
 - b. Status of Financial Audit for FYE 9-30-18
 - c. Status of Administrator Transition.
6. **Routine Authority Business:**
 - a. NAHEFFA Conference – March 25-27, 2019 Austin, TX
Omni Austin Hotel – Hotel reservations due by Feb 15, 2019
 - a. Miscellaneous Announcements and other matters.

Next scheduled meeting of the Authority: March 19, 2019

ESCAMBIA COUNTY HEALTH FACILITIES AUTHORITY
MEETING MINUTES
December 12, 2018
4:00 p.m.

Members Present: Eugene Franklin
Michael Kohler
Linda Miragliotta
Keith Bullock
Jim Hall

Others Present: Paula Drummond, Administrator/General Counsel
Virginia Yeagle, Authority CPA

1. Call to order and accept proof of publication of notice of meeting. Chairman Franklin called the meeting to order at 4pm. All Board members were present. Also present were Paula Drummond, Administrator and General Counsel, and Virginia Yeagle, Authority CPA. Notice of the meeting was published in the BCC weekly meeting notice in the Pensacola News Journal on Saturday December 8, 2018 and on the Authority's website since the November meeting.

2. Approve Minutes of November 27, 2018 meeting. Motion was made by Mr. Hall and seconded by Mr. Kohler to approve the minutes as presented. Motion passed unanimously.

3. Open Forum/Public Comment. None

4. Financial Matters:

a. FY 2018 4th Quarter Financial Statements. – Ms. Yeagle presented the compiled financial statements for the quarter ending September 30, 2018. These statements are the final unaudited financial statements for the fiscal year ending September 30, 2018. Ms. Yeagle stated that the financials include the adjustment for the Lakeview Century grant at 90%, but do not include any adjustments for the Florida State pension obligation which ended following the retirement of the Authority's employee in November 2017. Ms. Yeagle advised the adjustments related to pension will be made by the auditors. Ms. Yeagle provided an overview of the statements and answered various questions from the Board. Motion made by Ms. Miragliotta and seconded by Mr. Hall to approve the financial statements as presented. Motion passed unanimously.

b. Reports on Operations for the month of November 2018. – Ms. Yeagle presented the reports on operations which included the Account Balances report and the Transactions Report for the months ended October 31, 2018 and November 30, 2018. After discussion of various items on the report, motion was made by Mr. Hall, seconded by Mr. Bullock to approve the reports as presented. Motion passed unanimously.

c. Adopt Resolution 2018 – 08 establishing policies for routine financial matters commencing January 1, 2019. – Ms. Drummond presented Resolution 2018-08 regarding the policies for routine financial matters. Ms. Drummond explained the purpose of the resolution and the nature of the items being addressed. It was noted that a correction to the EIN number was needed as a digit was missing. Ms. Miragliotta made a motion to approve Resolution 2018-08 as amended for the correction to the EIN, seconded by Mr. Kohler. Motion passed unanimously.

d. Adopt Resolution 2018 – 09 establishing internal control procedures for financial matters commencing January 1, 2019. – Ms. Drummond presented Resolution 2018-09. Ms. Drummond explained the purpose of the Resolution and the need to have written procedures for the Administrator and Board to follow. Ms. Drummond explained that the procedures listed in the Resolution have been discussed with the auditors and they find them satisfactory. Ms. Drummond also explained that the financial limits on check signing and funds transfers follows current practice. After discussion of the specific procedures, motion was made by Mr. Bullock and seconded by Mr. Hall. Motion passed unanimously.

e. Adopt Resolution 2018 – 10 approving the 2019 Investment Policy. Ms. Drummond presented the revised and updated version of the Authority’s 2012 Investment Policy. She indicated primary provisions updated include (1) changing references to the Executive Director to Administrator; (2) revising purchase limitations found in Part XI from 6% to no more than 10% of the assets of the portfolio being held in securities of a single issuer; and (3) expanding the exemption from the purchase limitations to include securities having a maturity of one year or less from the date of purchase. Ms. Drummond explained the revisions allowed for more investment options, including commercial paper which often requires minimum purchases of \$150,000 or higher. Mr. Hall asked for clarification on what is included in the portfolio. Ms. Drummond explained that the term “portfolio” meant the funds held by Regions in the investment account, and did not include any checking, savings or money market accounts held by other financial institutions or in the State of Florida PRIME account. After additional discussion about the revisions, Mr. Hall made a motion, second by Mr. Bullock to approve the Resolution 2018-10. Motion passed unanimously.

5. Operations:

a. Consider approval of Agreement for Consulting Services with Paula G. Drummond, P.L. commencing January 1, 2019. Ms. Drummond presented her agreement for consulting services to the Board. She advised the term of the Agreement is six (6) months with services provided at the rate of \$150 per hour. She provided an overview of the terms of the Agreement and confirmed that her services will not include performance of any duties assigned to the Administrator or General Counsel unless specifically approved in advance by the Board. There was discussion about attorney billing practices, and the nature of the services Ms. Drummond anticipates will be provided. After discussion, motion made by Ms. Miragliotta, seconded by Mr. Hall to approve the agreement. Motion passed unanimously

b. Ms. Yeagle asked for pre-approval from the Board to engage Ms. Drummond for four (4) specific projects which Ms. Yeagle believes will require the assistance of Ms. Drummond, over and above the routine consulting services covered by her Agreement with the Board. She identified the projects as (1) the audit of FY 2018 operations; (2) the completion of the Lakeview Center project in Century; (3) public records management; and (4) transition meetings with new general counsel Mike Stebbins. Ms. Yeagle estimated these four projects will require a maximum of 35 hours of Ms. Drummond’s time over the next few months. Ms. Yeagle indicated the transition meeting with Mr. Stebbins may occur before year end which would reduce the anticipated cost of the special projects. Mr. Hall asked for an explanation of why the records management tasks had not been handled yet. Ms. Drummond explained that management of the Authority’s public records has been an ongoing process over many years with records being retained or disposed of in accordance with the retention schedules established by Florida

law. She indicated much has been accomplished but a number of record categories, especially those related to the conduit bond issues, need additional attention. She advised that the part time nature of her current contract, along with her routine duties as well as training Ms. Yeagle, has not allowed her to spend as much time as needed for Ms. Yeagle to understand the complexities of public records management, which includes handling requests from persons wishing to view Authority records. After additional discussion, Mr. Hall made a motion to approve up to 35 hours of consulting time for Ms. Drummond in 2019 for the projects identified by Ms. Yeagle. Motion was seconded by Mr. Bullock. Motion passed unanimously.

6. Routine Authority Business:

a. Miscellaneous items.

(1) Ms. Drummond showed the Board the award presented to the Authority by the Council on Aging in appreciation for the financial support provided over the years. She advised the award was presented at the Council on Aging's reception on December 4, 2018 which she, Ms. Yeagle and Mr. Kohler attended as representatives of the Authority.

(2) Recognition of Ms. Drummond by the Board on her retirement. Ms. Drummond was presented with a plaque honoring her for her 35 years of outstanding service to Authority. A small reception was held at the office after the meeting adjourned.

There being no further business to discuss, the meeting adjourned at 5:15 p.m.

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Minutes approved in public meeting on this 22th day of January, 2018.

ESCAMBIA COUNTY HEALTH FACILITIES

AUTHORITY

ATTEST:

By: _____
Chairman or Vice Chairman

Secretary or Assistant Secretary