



## MEETING AGENDA

June 28, 2022

4 p.m.

1. **Call to Order** and accept proof of publication of notice of meeting.
2. **Approve Minutes** of the meeting held on March 22, 2022.
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 January 1 to March 31, 2022.
  - b. Resolution 2022-01 – Establishing the Audit Selection Committee
  - c. Redemption of Covenant Hospice Series 2005 A&B Bonds
  - d. Revisions to the Authority's Charitable Grant Program Policy and Procedures
  - e. Consideration of REAP's grant request for the Clinton Cox Building
5. **Routine Authority Business:**
  - a. Meeting calendar addition – July 26, 2022
  - b. NAHEFFA Fall Conference – Bozeman Montana Sept 13-16, 2022

**Next Scheduled Meeting of the Authority: July 26, 2022**

**ESCAMBIA COUNTY HEALTH FACILITIES AUTHORITY  
MEETING MINUTES  
March 22, 2022**

<b>Members in Attendance:</b>	<b>Jim Hall Mike Kohler Eugene Franklin Susan Ashby</b>
<b>Members Absent:</b>	<b>Keith Bullock</b>
<b>Others Present :</b>	<b>Virginia Yeagle, Administrator, CPA</b>
<b>Attending by Phone</b>	<b>Michael Stebbins, General Counsel</b>
<b>Guests:</b>	<b>From Saltmarsh, Cleaveland and Gund, CPAs Allison Jones and Maria Thompson</b>

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**1. Call to order and accept proof of publication of notice of meeting.**

**2. Call to order and accept proof of publication of notice of meeting.**

Chairman Hall called the meeting to order at 4:04pm. The Board members in attendance were Mr. Mike Kohler, Mr. Gene Franklin, Ms. Susan Ashby. Absence was Mr. Keith Bullock. Also in attendance was Virginia Yeagle, Administrator, and Mr. Michael Stebbins, General Counsel (by telephone).

Also in attendance were Ms. Allison Jones and Ms. Maria Thompson with Saltmarsh, Cleaveland and Gund.

Notice of the meeting was published in the BCC weekly meeting notice in the Escambia Sun Press, on the Authority's website, and a meeting notice was posted on the front door at the Authority's office.

**2. Approve Minutes of the meeting held on January 25, 2022.**

Motion was made by Mr. Kohler and seconded by Ms. Ashby to approve the minutes as presented. Motion passed unanimously.

**3. Open Forum/Public Comment: - None**

**4. Financial Matters:**

**a. Presentation of audited financial statements for fiscal year 2021 by representatives from Saltmarsh, Cleaveland & Gund, and acceptance of same by the Authority Board.**

Ms. Allison Jones and Ms. Maria Thompson from the auditing firm Saltmarsh, Cleaveland & Gund presented the fiscal year 2020-21 audited financial statements. Ms. Jones reviewed in detail the audit report and financial statements as well as the compliance reports and management letter. Ms. Jones explained the Board's responsibilities for the financial statements compared to the responsibilities of the auditors for the financial statements. Ms. Jones reviewed in detail the notes to the financial statements and the supplement disclosures required under governmental accounting standards. Ms. Jones explained that there are several new governmental accounting standards that will be applicable to the Authority's next fiscal year financial statements such as the new lease accounting standard but the impact should be relatively minor. Ms. Jones expressed appreciation for the cooperation she and

her staff received during the audit from Ms. Yeagle. There were no questions from the Board. Mr. Franklin made a motion to accept the audited financial statements as presented, Ms. Ashby seconded the motion. Motion passed unanimously. Ms. Jones and Ms. Thompson left the meeting at this time.

**b. Grant Submission – REAP – Revised Grant for a) Structural Improvements to Clinton Cox Building or b) Portable bathroom facilities for 3 locations.**

Ms. Yeagle discussed the site visit she and Mr. Kohler made to REAP on February 9, 2022. Mr. Whibbs, Executive Director of REAP, gave Ms. Yeagle and Mr. Kohler a tour of the three locations REAP will be using in their housing of the homeless initiative, The locations include the Pathway for Changes location, the Salvation Army Facility in Brownsville and the old Escambia Community Clinics building on North Palafox and Jordan Street. In addition, Mr. Whibbs explained there is a possibility of obtaining the Clinton Cox building at Pathways for Change location and renovating it for indoor housing. However, the building has foundation issues and there is pending litigation concerning the foundation issues.

Mr. Kohler and Ms. Yeagle asked many questions on how the locations would be operated, cleaned, maintained etc. It became apparent that the best use of any Authority grant monies would be for the renovation/structural improvements to the Clinton Cox Building at the Pathways for Change location.

After much Board discussion on the merits of the grant and use of funds, a motion was made to table the grant request until the pending litigation on the Clinton Cox building was resolved. The Board will reconsider REAP's grant request once REAP has ownership of the Clinton Cox building and has with firm quotes for its renovations.

Ms. Yeagle will contact Mr. Whibbs and convey the Board decision

**5. Routine Authority Business:**

**a. Website maintenance –**

Ms. Yeagle is working on obtaining assistance with the website. There are several options she is pursuing. The website is functional and the prior issues have been resolved. Ms. Yeagle will report back to the Board as to the options for website maintenance.

**b. Reappointment of Board Member Franklin – Term expires August 2022**

Mr. Franklin's Board term expires on August 21, 2022. Mr. Franklin has agreed to serve another term if reappointed by Board of County Commissioners. A motion was made by Mr. Kohler, seconded by Ms. Ashby to recommend reappointment of Mr. Franklin for another four year term commencing August 22, 2022 to August 21, 2026. Motion passed unanimously, with Mr. Franklin abstaining.

**c. Review of Authority's Charitable Policy and Guidelines**

General Counsel Michael Stebbins reviewed the Authority's current charitable policy and guidelines as well as the power and legality of the Authority to make charitable grants. Mr. Stebbins agreed that the Authority has the power to make charitable grants. Mr. Stebbins then reviewed with the Board each criterion of the policy and the specific requirements a charitable organization must meet in their grant application. Two criteria

Not Final until Approved

in the policy that need clarification are #2. Program funding and #4. Eligibility requirements. Ms. Yeagle agreed to discuss the program funding – annual budget consideration with the auditors for clarification since funds are currently designated for charitable purposes. Also, Ms. Yeagle will review alternative eligibility requirements to determine if the requirement for 3 years of reviewed or audited financial statements are reasonable given the expense to charitable organizations for such services.

- d. **NAHEFFA Spring Conference – April 24-26, 2022, Charleston SC.**  
Board Members attending the conference will be Mr. Hall, Mr. Kohler, Ms. Ashby and General Counsel, Michael Stebbins.

**Next Scheduled Meeting of the Authority: June 28, 2022**

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**RESOLUTION NO. 2022 - 01**

**A RESOLUTION OF THE ESCAMBIA COUNTY HEALTH FACILITIES AUTHORITY ESTABLISHING AN AUDIT SELECTION COMMITTEE; DESIGNATING THE MEMBERS OF THE AUDIT SELECTION COMMITTEE; AND PROVIDING AN EFFECTIVE DATE.**

**BE IT RESOLVED BY THE ESCAMBIA COUNTY HEALTH FACILITIES AUTHORITY:**

1. The Escambia County Health Facilities Authority (the "Authority") is required pursuant to Section 218.391, Florida Statutes, to establish an audit selection committee to assist the Authority Board in the selection of an auditor to conduct the Authority's annual audit of its financial statements, and to handle such other matters as may come before an audit selection committee under Florida law.
2. The Authority hereby establishes the audit selection committee and designates the persons holding the following positions with the Authority as the members of the committee:
  - a. Two Authority Board Member designated by the Chairman, one of which will serve as chair of the committee.
  - b. One member from the general public that is a resident of Escambia County possessing financial and or audit experience, preferably in the health care industry.
  - c. In the event any designated audit selection committee member resigns or is otherwise unable to serve, the Chairman of the Authority shall appoint a replacement to fill the vacant position on the committee, which replacement may be another Board Member or member of the general public residing in Escambia County.
3. The Authority's administrator shall serve as an advisory to the Audit Selection Committee and provide administrative assistance to the committee as needed.
4. The Authority's General counsel shall advise the Audit Selection Committee regarding its obligations and duties under Florida law, and may provide guidance regarding the proposals received in response to the request for proposals for auditor services, and other matters as they come before the committee from time to time.

5. The duties of the audit selection committee shall be those provided for under Section 218.391(3), Florida Statutes, as supplemented and amended from time to time, and such other duties related to audit oversight purposes as may be determined by resolution of the Authority. The audit selection committee shall hold such meetings as are necessary to complete their duties under the Statute. All such meetings shall be open to the public and duly noticed as required by law.
6. The audit selection committee shall reconvene at any time auditor selection services, or other audit related matters, are required by the Authority.
7. All prior resolutions or parts of resolutions in conflict herewith are hereby repealed to the extent of such conflict.
8. This Resolution shall take effect immediately upon adoption.

**DULY ADOPTED** in public meeting on this 28<sup>th</sup> day of June, 2022.

**ESCAMBIA COUNTY HEALTH FACILITIES  
AUTHORITY**

**By:** \_\_\_\_\_  
**Chairman**

**ATTEST:**

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**Secretary**