	Meeting Date Ja	January 3, 2013
		6:00 pm
	ion	CCH Conference Room
×	Robert Sellers – Hospital President	X   Cathy McAllister - Recording Secretary
X	Larry Spour – CFO	
×	Amanda Goostree, CNE	
	$\times$ $\times$ $\times$	tion  - Hospital President  CFO ree, CNE

OI II.	
as Well. The Web site has a wealth of information, and you are encouraged to take advantage	
when comparisons were made. You can broaden the range and compare with other hospitals	
25 mile radius, and was happy to report that CCH was graded very high in a number of areas	
provided an overview of how to compare Clay County Hospital with other hospitals within a	
you become a more informed consumer and to make better health care choices. Mr. Sellers	
following Web site: http://www.healthcarereportcard.illinois.gov. This Web site can help	
staffing, patient satisfaction and costs of services in hospitals and surgery centers via the	
<ul> <li>Illinois Hospital Report Card – You can access information on quality and safety data, nurse</li> </ul>	
Bob Sellers presented on the following topic:	President's Report - Bob Sellers
	presented by Ted Whitehead
<ul> <li>No report. The Leadership meeting for December 2012 was cancelled.</li> </ul>	Leadership Joint Conference Council
would make if and when government changes begin affecting hospital operations.	
faces. The annual budget will be presented with variations to address changes the hospital	
knowing what will happen or when is one of the many challenges the healthcare industry	
beyond. March 2013 is the new deadline for the fiscal cliff, and the simple fact of not	
federal government proposals that could impact hospitals across the nation in 2013 and	
and County Board. Sandra Van Trease, BJC HealthCare provided insight on state and	
budget will be presented for approval at the February meetings of the Hospital Committee	
<ul> <li>Larry Spour reviewed the preliminary budget for FY 2014 during the meeting. The final</li> </ul>	
approve paid and unpaid claims as presented. Seconded by Ted Whitehead. Motion carried.	
<ul> <li>Hospital paid and unpaid claims were presented for approval. Motion by Ron King to</li> </ul>	
<ul> <li>Larry Spour, CFO presented financial data for November 2012.</li> </ul>	Finance - Larry Spour
approve minutes as presented. Seconded by Tom Butcher. Motion carried.	of Minutes
<ul> <li>Minutes from December 6, 2012 were presented for approval. Motion by Ron King to</li> </ul>	Welcome/Quote/Call to Order/Approval
Discussion	Agenda Item

, ; ; ; ; ; ; ; ; ; ; ; ; ; ; ; ; ; ; ;		
Informational Items	BJC Added Value Services:	
	Louis	Lonis
	<ul> <li>Bob Sellers participated in CHGB</li> </ul>	B and President's Council meetings on December 13 in St.
	Louis.	
Contracts/Agreements signed	The following contracts are approaching renewal:	grenewal:
	• <b>Danka</b> – Copier Maintenance A	Danka - Copier Maintenance Agreement. 30 Day Notice. Auto Renew.
	<ul> <li>G2N – Chargemaster Maintenance. Cancel Anytime.</li> </ul>	ce. Cancel Anytime.
	<ul> <li>Health Technologies – Dietitian</li> </ul>	Health Technologies - Dietitian Consulting Services. 60 Day Notice. Auto Renew.
	• Imaging Resource Center - De	Imaging Resource Center - Dexa Scan. 60 Day Notice. Auto Renew.
Chief Nursing Executive Report	The following topics were covered:	
presented by Amanda Goostree, CNE	<ul> <li>BIC Scorecard – October 2012</li> </ul>	
	<ul> <li>Patient Experience Results for November 2012</li> </ul>	lovember 2012
Credentials Committee	Credentialing	
(Action Item)	(Action Item)	
	After review and approval of the applica	After review and approval of the applications by the Credentials Committee, the Medical Staff
	Executive Committee and the Leadership	p Joint Conference Council recommends appointment for
	the following health professionals:	
	Reappointment	
	Jose Rodriguez, MD	Courtesy Teleradiology
	Joelle Curry, MD	Courtesy Teleradiology
	Robert Burke, MD	Courtesy Teleradiology
	David Ruskey, MD	Courtesy Teleradiology
	George Magre, MD	Courtesy Teleradiology
	David Ayoub, MD	Courtesy Teleradiology
	Raymond Lee, MD	Courtesy Teleradiology
	Kenneth Winkler, MD	Courtesy Teleradiology
	Curtis Settlemoir, MD	Courtesy Teleradiology
	Brandon Wynn, MD	Courtesy Teleradiology
	Angela Schlisky, MD	Courtesy Teleradiology
	John Felker, MD	Courtesy Teleradiology
	Kevin Coakley, MD	Courtesy Teleradiology

Arthur Sinno MD	Duncan Dinkha, MD	Colleen Murphy, MD	Jeffrey Cullen, MD	Eileen Figuerres, MD	Robert Haag, MD	John Schlepphorst, MD	Robert Knudson, MD	Kenneth Kraudel, MD	David Shekleton, MD	Jennifer Sharp, MD	William Moore, MD	Craig Russo, MD	Lucy Christ	John Snodsmith, MD	Prashad Vasireddy, MD	Naveen Chapa, MD	Kanchan Gupta, MD	Andrew Sherrick, MD	Joseph Baima, MD
													Lucy Christopherson, MD C						
Provisional Courteey Emergency	Courtesy Emergency	Active Family Practice	Courtesy Teleradiology	Courtesy Teleradiology	Courtesy Teleradiology	Courtesy Teleradiology	Courtesy Teleradiology	Courtesy Teleradiology	Courtesy Teleradiology										

#### Motion carried. Motion made by Tom Butcher to approve appointments as presented. Seconded by Sue Pettit.

Motion to adjourn by Sue Pettit. Seconded by Ron King. Motion carried. regarding precautionary measures to address influenza. days. The hospital has protocol in place for flu season, and plans to make a public announcement Amanda Goostree reported several influenza cases had presented at the hospital during the past five

Adjournment

Open Discussion

Clay County Hospital Committee Meeting Minutes	eting Minutes	Meeting Date	January 9, 2013
		Meeting Time	5:00 pm
		Meeting Location	CCH Conference Room
Members:			
X Jerry Britton – Chair X T	X Ted Whitehead G	Guests: Chris Rinehart, Mike Rinehart, Robert Sellers	bert Sellers
X Sue Pettit X R	X Ron King		
X Tom Butcher Ju	Joe Rudolphi		

Agenda Item	Discussion
Review Non-Binding Letter of Intent between County of Clay and St. Mary's Good Samaritan, Inc.	The purpose of this meeting was to review "Term Sheet" provided by St. Mary's Good Samaritan, Inc. Prior to the meeting, the Term Sheet was distributed to all County Board members at the January 8, 2013 County Board meeting during executive session. All County Board members were invited to attend this special meeting of the Hospital Committee.
	Sue Pettit opened the meeting by setting the ground rules for the review of the Term Sheet. The process was to review each paragraph of the Term Sheet and give each board member the opportunity to comment. Jesse James provided written comments since he was unable to attend the meeting. The following areas were discussed:
	<ol> <li>Public announcements</li> <li>Buildings, real estate, inventory and supplies</li> <li>Normal value of net working capital</li> <li>Employee PTO accounts</li> <li>Capital lease obligations and outstanding bond indebtedness</li> <li>Not-for-profit acute care hospital operations for 10 years</li> <li>Accounts receivable</li> <li>BJC HealthCare Management Agreement</li> <li>Transition planning and integration plan</li> <li>Definitive Agreement and Proposed Transaction</li> </ol>
	The Hospital Committee agreed to begin search for general counsel to assist and advise them on legal matters pertaining to the proposed transaction. Additionally, a decision was made to search for an accounting firm to do an asset evaluation to determine a market value of the hospital.
Adjournment	Motion by Tom Butcher to adjourn the meeting. Seconded by Ron King. Meeting adjourned at 7:00 p.m.

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Cla	Clay County Hospital Commi	ttee 1	Meeting Minutes		Meeting Date	Febru	February 5, 2013
					Meeting Time	6:00 pm	pm
					Meeting Location	ССН	CCH Conference Room
Me	Members:						
×	Jerry Britton – Chair		Ted Whitehead	×	X Robert Sellers – Hospital President	×	X   Cathy McAllister - Recording Secretary
×	Sue Pettit	X	X Ron King	X	Larry Spour – CFO		
×	Tom Butcher	X	X Joe Rudolphi	X	X Amanda Goostree, CNE		
Gue	Guest: Don Robbins, DaVita						

Agenda Item	Discussion	
Welcome/Quote/Call to Order/Approval	<ul> <li>Minutes from January 3 and January 9, 2013 H</li> </ul>	January 9, 2013 Hospital Committee meetings were presented
of Minutes	for approval. Motion by Sue Pettit to approve	Pettit to approve minutes as presented. Seconded by Tom
	Butcher. Motion carried.	

DaVita Presentation

Finance - Larry Spour

- overview of the company. He discussed services they offer, and also presented data pertinent Don Robbins, representative from DaVita Kidney Dialysis provided an informational to dialysis needs in Clay County and surrounding areas.
- Larry Spour, CFO presented financial data for December 2012.
- approve paid and unpaid claims as presented. Seconded by Joe Rudolphi. Motion carried Hospital paid and unpaid claims were presented for approval. Motion by Ron King to

#### (Action Item)

#### Budget Presentation FY 2014

budget has been included in your packet. Motion by Tom Butcher to approve the budget for The hospital's budget for FYE 2014 was presented for approval at the meeting. A copy of the FY2014 as presented. Seconded by Ron King. Motion carried.

#### (Action Item)

# Flora Bank & Trust – Change in personnel for ACH and Balance Inquiry

- Larry Spour requested approval to remove Phyllis Cox as an authorized hospital representative and establish Kaci O'Dell as the new hospital representative for ACH and as presented. Seconded by Joe Rudolphi. Motion carried. banking authorization. Motion by Ron King to approve a change in banking authorization Balance Inquiry purposes at Flora Bank and Trust. Board action is required for changes in
- No update provided due to Ted Whitehead's absence.

Leadership Joint Conference Council

presented by Ted Whitehead

President's Report – Bob Sellers	Bob Sellers presented on the following topics:  SSM Health Care Update – Bob Seller with the County Board and SSM	llers presented on the following topics:  SSM Health Care Update – Bob Sellers provided updates on activities related to discussions with the County Board and SSM
Informational Items	BJC Added Value Services:	2
	<ul> <li>Bob Sellers attended a President's Council meeting in St. Louis on January 10, 2013.</li> <li>Bob Sellers participated in CHGB and President's Council meetings on January 31 in St. Louis.</li> </ul>	Council meeting in St. Louis and President's Council mee
Contracts/Agreements signed	The following contracts are approaching renewal:  • B & E Hospital Equipment – Surgery Maintenance Agreement. 30 Day Notice. Auto Renew.	newal: gery Maintenance Agreemen
	<ul> <li>First Class Solutions – Coding Agreement. 30 Day Notice. Auto Renew.</li> <li>Flora High School – Clinical Site Agreement. 60 Day Notice. Annual Renewal.</li> <li>Kathy Slichenmyer-Medical Transcription Agreement. 30 Day Notice. Auto Renew.</li> <li>Vilex – Podiatry Product Agreement. 60 Day Notice. Auto Renew.</li> <li>Vincennes University – Clinical Affiliation. Written Notice.</li> <li>Walker Communication – Radio/Antennae Service. 30 Day Notice. Auto Renew.</li> </ul>	reement. 30 Day Notice. Au Agreement. 60 Day Notice. A scription Agreement. 30 Day at. 60 Day Notice. Auto Rene ffiliation. Written Notice. Antennae Service. 30 Day N.
Chief Nursing Executive Report presented by Amanda Goostree, CNE	The following topics were covered:  BIC Scorecard – November 2012  Patient Experience Results for December 2012	mher 2012
Credentials Committee (Action Item)	Credentialing	
	(Action Item) After review and approval of the applications by the Credentials Committee, the Medical Staff Executive Committee and the Leadership Joint Conference Council recommends appointment for the following health professionals:	ns by the Credentials Commoint Conference Council rec
	Reappointment	
	Ď	Courtesy Ophthalmology
		Specified Professional Affiliate
	Kellie Grapperhaus, APN	Provisional Specified Professional Affiliate
	Kaci Durbin, MD	Provisional Courtesy OB/GYN

1 980 0			
		Anthony Nunez, MD	Provisional Cardio Thoracic Specialty Clinic -
	8		Approved to perform cancer screenings
		Alexander Ryan, MD	Provisional Courtesy Teleradiology
		Advancement from Provisional	nl to Full Courtesy
		Michael Covlin, MD	Courtesy OB/GYN
		Douglas Combs, MD	Courtesy OB/GYN
		Michael Schifano, MD	Courtesy OB/GYN
		Catherine Barteau, MD	Courtesy Teleradiology
	*		
	Motion made by Motion carried	Motion made by Tom Butcher to approve Motion carried.	e appointments as presented. Seconded by Ron King.
Open Discussion	None.		
Executive Session – Contract Discussion	Motion Seconde	made by Sue Pettit to enter into each by Tom Butcher. Motion carrie	Motion made by Sue Pettit to enter into executive session for the purpose of contract discussion. Seconded by Tom Butcher. Motion carried. Executive Session convened at 7:40 pm. Motion to
	return to	return to open session made by Ron King. open session at 8:30 pm. No action taken l	Seconded by Joe Rudolphi. Motion carried. Return to by the committee.
Adjournment	Motion	Motion to adjourn by Sue Pettit. Seconded by Ron King. Motion carried.	ed by Ron King. Motion carried.

P	P	Mei			НО
Sue Pettit	Jerry Britton (Chairman) P Ron King	Members:			HOSPITAL COMMITTEE MEETING
P	P				EET
Tom Butcher	Ron King				ING
Α	Α				
A Joe Rudolphi	Ted Whitehead		Meeting Location	Meeting Time	Meeting Date
	P		Hosp	5:30 p.m.	Febru
	Bob Sellers		Hospital Conference Room	p.m.	February 18, 2013

Agenda Item Call to Order  Presentation of Financial Firm engagement proposal  S Call to Order  Presentation of Law Firm engagement proposal  Presentation of Law Firm engagement proposal	Jerry Britton, Hospital Committee Chairman called the meeting to order at 5:30 p.m. on February 18, 2013.  Bob Sellers presented an update on the search for a financial firm to complete an asset evaluation in support of the SSM proposed purchase of Clay County Hospital and Rural Health Clinics. Three firms were contacted; KEB, BKD, and CBIZ. KEB was unable to submit a proposal due to a conflict of interest. BKD did not respond to our request.  CBIZ provided a complete background on their company and a Letter of Engagement. These documents were provided to the Committee for their review. Motion was made by Tom Butcher and seconded by Ron King to approve CBIZ Letter of Engagement and move the proposal to the County Board for their consideration.  Bob Sellers was also tasked with the search for a Law Firm to assist the County with legal documents for the potential sale of Clay County Hospital and Clinics. Bob presented three firms; Greensfelder, Sorling Northrup, and Hinshaw Culbertson. Greensfelder had a the County Board.
	Sob Sellers presented an update on the search for a financial firm to complete an assevaluation in support of the SSM proposed purchase of Clay County Hospital and Ru lealth Clinics. Three firms were contacted; KEB, BKD, and CBIZ. KEB was unablubmit a proposal due to a conflict of interest. BKD did not respond to our request. BIZ provided a complete background on their company and a Letter of Engagement hese documents were provided to the Committee for their review. Motion was mad om Butcher and seconded by Ron King to approve CBIZ Letter of Engagement and love the proposal to the County Board for their consideration.
Airm	Bob Sellers was also tasked with the search for a Law Firm to assist the County with legal documents for the potential sale of Clay County Hospital and Clinics. Bob presented three firms; Greensfelder, Sorling Northrup, and Hinshaw Culbertson. Greensfelder had a conflict of interest and Sorling Northrup did not respond. Hinshaw Culbertson provided a Letter of Engagement with company background and CVs. Ron King motioned to move the Hinshaw Culbertson proposal forward to the County Board for their consideration. The motion was seconded by Tom Butcher and approved
IMRF/SSM cutoff date fi c:	Discussion was held concerning the potential approval of a cutoff date being established for Clay County Hospital and Clinic new hires. It was determined that employees hired on or after March 1, 2013 would not be afforded the same retirement opportunity as the current employees. New hires would qualify for IMRF but would not be included in the "frozen benefit" program if the County sells CCH. Motion was made to establish March 1, 2013 as the program cutoff date by Ron King and seconded by Tom Butcher. Motion carried.
ADJOURNMENT T	The meeting was adjourned at 6:30 p.m. with a motion by Ron King and seconded by Tom Butcher.

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Agenda Item	Discussion	SSION
Welcome/Quote/Call to Order/Approval	•	Minutes from February 5 and February 18, 2013 Hospital Committee meetings were
of Minutes		presented for approval. Motion by Ted Whitehead to approve minutes as presented.
18°A - 12		Seconded by Tom Butcher. Motion carried.
Finance - Larry Spour	•	Larry Spour, CFO presented financial data for January 2013.
· · · · · · · · · · · · · · · · · · ·	•	Hospital paid and unpaid claims were presented for approval. Motion by Ron King to
		approve paid and unpaid claims as presented. Seconded by Ted Whitehead. Motion carried.
Leadership Joint Conference Council	ě	• Ted Whitehead was unable to attend the February 26, 2013 Leadership Council Meeting.
presented by Ted Whitehead		Bob Sellers provided a brief update from the meeting.
President's Report - Bob Sellers	Bob S	Bob Sellers presented on the following topics:
(Iwo Action Items)	•	IMRF Update - Bob Sellers shared information received from SSM regarding their proposal

- on benefits, etc HR personnel from SSM set up meetings with hospital and clinic staff to present information discussions. Additionally, Bob Sellers requested and received committee approval to have related to IMRF benefits. The information provided clarification on previous IMRF IMRF Update - Bob Sellers shared information received from SSM regarding their proposal
- committee to table any action at this time. They instructed Bob Sellers to obtain additional Stage II Meaningful Use criteria. After lengthy discussion, a decision was made by the information pertaining to the discussion and remain attentive to the timeline. HMS Stage II Discussion - Bob Sellers presented a timeline and cost estimate for meeting
- that he shared last month, noting all issues had been resolved Physician Services - Bob Sellers provided follow up on discussions held with physicians

#### Action Iten

#### Selection of Legal Firm for SSM Negotiations

Bob Sellers presented three proposals from legal firms to provide legal services pertaining to

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ante apa telanguaga filma	negotiations with SSM. After reviewing the proposals, a recommendation was made to engage the legal firm Hinshaw & Culbertson and accept the fee schedule outlined in their proposal.
	Motion made by Ted Whitehead to engage the legal firm Hinshaw & Culbertson to provide legal services pertaining to SSM negotiations. Tom Butcher seconded the motion. Motion carried.
	Action Item  Selection of Accounting Firm for SSM Negotiations  • Bob Sellers presented information obtained from three accounting firms he contacted to submit a proposal to provide valuation services pertaining to SSM negotiations. Only one firm, CBIZ submitted a proposal for services. After reviewing the proposal, a recommendation was made to engage CBIZ to perform a real estate and operational review pertaining to negotiations with SSM at an estimated cost of \$15,000 - \$20,000.
	Motion made by Tom Butcher to engage CBIZ to perform a valuation pertaining to SSM negotiations at an estimated cost of \$15,000-\$20,000. Seconded by Ted Whitehead. Motion carried.
Informational Items	<ul> <li>BJC Added Value Services:</li> <li>Amanda Goostree participated in the CNE meeting on February 6<sup>th</sup> via teleconference.</li> <li>Bob Sellers attended the CHGB and President's Council meetings on February 14<sup>th</sup> in St. Louis.</li> </ul>
Contracts/Agreements signed	<ul> <li>The following contracts are approaching renewal:</li> <li>Dr. Nemani – Sleep Disorder Testing. 60 Day Notice. Auto Renew.</li> <li>Availity – Electronic BC/BS Agreement. Ongoing.</li> </ul>
Chief Nursing Executive Report presented by Amanda Goostree, CNE	<ul> <li>The following topics were covered:</li> <li>BIC Scorecard – December 2012</li> <li>Patient Experience – Delayed reporting due to BJC resetting thresholds. Results are anticipated late March or early April.</li> </ul>
Medical Staff Meeting (Action Item)	Medical Staff Bylaws Change (Action Item)  The Medical Staff has approved adding the Professional Practice Quality Review Committee to Section XI of the Medical Staff Bylaws. The addition to the Bylaws was forwarded to the
	Leadership Council where it received approval. A change to the Medical Staff Bylaws requires

and the section of	**	a colonia.		Credentials Committee (Action Item)	Data sekeranga P
Carlos Sanchez, MD	Initial Appointment	Syed Shah, MD	Reappointment	Motion made by Tom Butcher to approve Ron King seconded the motion. Motion con Credentialing (Action Item)  After review and approval of the application Executive Committee and the Leadership Jothe following health professionals:	board action as well.
Provisional Courtesy ER		Courtesy Neurology		Motion made by Tom Butcher to approve the change to the Medical Staff Bylaws as presented.  Ron King seconded the motion. Motion carried.  Credentialing (Action Item)  After review and approval of the applications by the Credentials Committee, the Medical Staff Executive Committee and the Leadership Joint Conference Council recommends appointment for the following health professionals:	

Adjournment Open Discussion Motion to adjourn by Sue Pettit. Seconded by Ted Whitehead. Motion carried. dinner, a speaker from the Illinois Hospital Association, followed by the regular meeting agenda. Whitehead. Motion carried.

The April 2, 2013 Hospital Committee meeting will begin at 5:30 pm. The meeting will include Motion made by Tom Butcher to approve appointments as presented. Seconded by Ted

		Joe Rudolphi	Α	Ron King	Ā
		Ted Whitehead	P	Sue Pettit	P
	Bob Sellers	Tom Butcher P	P	Jerry Britton(Chair	1
Administration	Court of the second			Wembers:	Me
	Meeting Location		· · · · · · · · · · · · · · · · · · ·		SERVICE STATE
11:00 a.m.	Meeting Time				
March 26,2013	Meeting Date				
					STATE OF THE PARTY

		Agenda Item Term Sheet and Conference Call with Roy Bossen lead lawyer representing CCH in the negotiations with Good Sam.
Paragraph 5: suggested that it includes the operation of two rural health clinics  Paragraph 6: also suggested to include the two rural health clinics	Need clarification on paragraph 1, "and minus (iii) [TBD] Dollars (\$[TBD]), representing the normal value of net working capital for the Hospital."	The meeting started with introductions of the Hospital Committee Members. Roy Bossen expressed his appreciation for selection his firm in the negotiations with Good Sam. Roy explained the purpose of the meeting was to clarify the Hospital Committee's position on several items identified in the Term Sheet. Roy requested a copy of the Confidentiality Statement, real estate documentation, bond documents, and clean copy of the Term Sheet (electronic). There was an exchange of thoughts about governance structure and it was explained that our thoughts were that the Joint Leadership Council would function like a local board and feed information to the members on Good Sam's regional board. Roy had questions about what information can be released and thought we needed clarification on the issue. The Committee explained to Roy that the ambulance service must be maintained. That if the ambulance was an issue that would be a show stopper. There was a long discussion about conducting due diligence of Good Sam and the Committee decided to have that discussion at a later date. A question was asked about including the IMRF process in the Term Sheet. Roy asked for Bob Sellers to provide a summary of the IMRF process so that it can be included in the Term Sheet.
	Clarification: 1. Term Sheet para 1 2. Para 5 3. Para 6 4. Para 7 5. Para 8	Send Documents: 1. Confidentiality Statement 2. Real estate documentation 3. Bond document 4. Electronic Term Sheet 5. Summary of IMRF process  Open Issues: 1. Governance Structure 2. Information release 3. Ambulance service 4. Due diligence

Paragraph 7: Hospital Committee would like to place language in the agreement to sell the accounts receivables to Good Sam.
Paragraph 8: Paragraph 8 discusses employment and the conditions of employment after the sale of the Hospital. The Committee suggested that paragraph 8 be expanded to include language about salaries and benefits.

Meeting was adjourned at 12:00 p.m.

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6	ay County Hospital Commit	itee (	Teeting Minutes		Meeting Date	April 2, 2013
					Meeting Time	6:00 pm
Manual					Meeting Location	CCH Conference Room
M.	Members:					
×	Jerry Britton – Chair	×	X Ted Whitehead	×	X Robert Sellers - Hospital President	X Cathy Mc Allister Doggading South
×	Sue Pettit	×	Ron King	×	Larry Spour – CFO	Ax Camy incamster - Necolumg Secretary
×	Tom Butcher		Joe Rudolphi	×	Amanda Goostree CNF	2
G <sub>II</sub>	est. Al Wilhelmi Illinois Us	2	1 A ggoaintion		The state of the s	
T C L	Oucst. As williemit, millions Hospital Association	Spita	1 Association			

Agenda Item	Discussion
Welcome/Quote/Call to Order	AJ Wilhelmi, Chief Governmental Relations Officer for the Illinois Hospital Association presented
Presentation – AJ Wilhelmi, IHA	an overview of issues facing the healthcare industry – present and future. The IHA continually
	works with the legislature, hospital boards and administration on creative ways to compensate for
A STATE OF	the many challenges put before them.
Approval of Minutes	<ul> <li>Minutes from March 5 and March 26, 2013 Hospital Committee meetings were presented for</li> </ul>
	approval. Motion by Ron King to approve minutes as presented. Seconded by Ted Whitehead Motion carried
Finance - Larry Spour	<ul> <li>Larry Spour, CFO presented financial data for February 2013.</li> </ul>
	<ul> <li>Hospital paid and unpaid claims were presented for approval. Motion by Ron King to</li> </ul>
Leadership Joint Conference Council presented by Ted Whitehead	Ted Whitehead provided a brief update from the March 26, 2013 Leadership Council  Meeting
President's Report – Bob Sellers	Bob Sellers presented on the following topic:
(One Action Items)	Action Item
	Capital Equipment Purchase - Endo EYE laparoscopic videoscope
	• The surgery department submitted a request to purchase a laparoscopic videoscope from
	Olympus system used in surgery. Three quotes were not obtained for this piece of
	equipment, because this is a replacement. This equipment has met with the approval of the
	Motion made by Tom Butcher to approve the purchase of the Endo EYE laparoscopic videoscope
Informational Items	from Olympus for a total cost of \$18,012.87. Ron King seconded the motion. Motion carried.
	Die Audeu value belvices:
	<ul> <li>Bob Sellers attended the President's Council meeting on March 7 and the CHGB meeting on March 21 in St. Louis</li> </ul>

March 21 in St. Louis.

Motion to adjourn by Ron King. Seconded by Tom Butcher Motion Comical	Adjournment
None.	Open Discussion
Motion made by Sue Pettit to approve appointments as presented. Seconded by Ted Whitehead. Motion carried.	
Kellie Grapperhaus, APN Provisional Specified Professional Affiliate	
Additional Privileges  Courtesy OB/GYN	
rivileges	÷- \$
Amir Cheema, MD  Courtesy Cardiology	
Janes APN Specified Burfaction 1 A CCIT	
After review and approval of the applications by the Credentials Committee, the Medical Staff Executive Committee and the Leadership Joint Conference Council recommends appointment for the following health professionals:	5.
(Action Item)	(Action Item)
Credentialing	Credentials Committee
• Patient Experience – January 2013. BJC is resetting thresholds and results presented are still considered preliminary. Results will be based on quality of care only; the willingness to recommend has been dropped from the process	
• BIC Scorecard – January 2013. Exceeded goal with a total score of 1.2 for the month	presented by Amanda Goostree, CNE
The following tonics were covered:	Chief Nursing Executive Report
<ul> <li>Choate Mental Health - Cooperation Agreement. 30 Day notice. Annual Review.</li> <li>Healthcare Services Corporation - Electronic Agreement. Ongoing.</li> <li>IHA - Mutual Aid MOU. Ongoing.</li> </ul>	
<ul> <li><u>Air Evac</u> – Helicopter Transport Agreement. 60 Day Notice. Auto Renew.</li> <li><u>BJC Emergency Preparedness</u> – Memorandum of Understanding Annual Review.</li> </ul>	
The following contracts are approaching renewal:	Contracts/Agreements signed

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Cla	y County Hospital Commi	free	Meeting Minutes		Meeting Date	June	June 4, 2013
					Meeting Time	6:00 pm	pm
					Meeting Location	CCH	CCH Conference Room
Mei	Members:						
×	Jerry Britton – Chair	×	X Ted Whitehead	×	X Robert Sellers - Hospital President	×	Cathy McAllister – Recording Secretary
×	Sue Pettit	×	Ron King	×	Larry Spour – CFO		
×	Tom Butcher		Vacancy	×	Amanda Goostree, CNE		
Gue	Guests: Bryan Knapp, County Board, Dr. Galen Lucking and Jane Janes, NP	3oar	d, Dr. Galen Lueking and J	ane J	anes, NP		

Agenda Item	Discussion
Welcome/Quote/Call to Order	
Approval of Minutes	<ul> <li>Minutes from May 7 and May 13, 2013 Hospital Committee meetings were presented for</li> </ul>
	approval. Motion by Ron King to approve minutes as presented. Seconded by Ted
	Whitehead. Motion carried.
Finance - Larry Spour	<ul> <li>Larry Spour, CFO presented financial data for April 2013.</li> </ul>
	<ul> <li>Hospital paid and unpaid claims were presented for approval. Motion by Ted Whitehead to</li> </ul>
	approve paid and unpaid claims as presented. Seconded by Ron King. Motion carried.
	Cost Report FY13
	<ul> <li>Kerber, Eck &amp; Braeckel recently completed the annual audit. They held an exit conference</li> </ul>
	with Bob Sellers and Larry Spour, noting the hospital has a very strong balance sheet. The

#### Audit Presentation 2013

of \$501,526 for the FY13 bottom line.

added to the bottom line for FY13 bringing the total to \$631,526. A total of \$130,000 was

hospital finished the fiscal year with \$184,526 - the cost report settlement of \$447,000 was

set aside into an account in case there are changes to prior cost reports, which leaves a total

scheduled for June 17, 2013 - 2:00 pm in the hospital conference room. The Hospital Larry Spour announced the annual audit presentation by Kerber, Eck & Braeckel has been discussion. discussion with SSM. The audit presentation will immediately follow the Term Sheet Committee has scheduled a meeting at 12:30 pm on June 17, 2013 to continue Term Sheet

#### Incentive Program

The Hospital Committee has supported implementation of an incentive program for full time FY2013. All full-time and part-time hospital staff will receive the incentive based on the however they are pleased to announce that the targeted financial goal has been exceeded for and part time hospital staff during the past two years. The goal was not met for FY12;

Bob Se. Action Centra  Next G	Toolanki Tit Co	goal met. Congratulations to all staff for a very successful year!
Bob Se Action Centra  Next G  Physici	Leadership Joint Conference Council presented by Ted Whitehead	<ul> <li>Minutes from the May 28, 2013 Leadership Council Meeting were provided to the Hospital Committee.</li> </ul>
Action Hem  Centralized Registration Project  A proposal for the centralized registration project at the hospital has board packet. The purpose of centralized registration is to increase create a single point of entry for all patients & visitors, create a patient reduce registration errors that are costly and time consuming and err ambulance patients. Centralized registration would be located in the current ER entrance would only be open for ambulance patients. The the approval of the Leadership Council and Illinois Department of P project request includes furniture, signage, plumbing and additional of \$74,403.00  Motion by Tom Butcher to approve the centralized registration as presented. Seconded by Ted Whitehead. Motion carried computers to interface with hospital computers. This software will order and access diagnostic tests electronically, meeting Meaningful greatly increasing physician and patient satisfaction. The cost of the \$60,000. The hospital would receive a \$22,000 credit on previously did not fix the interface issues. A request to purchase the Certify so that the July Hospital Committee meeting.  Physician Update  Bob Sellers provided the following physician update: Effective Jun Lucking reduced his work schedule and is working two days per we has signed her agreement, interviews have been completed with a po Nurse Practitioner to replace Gayle Erxleben who is retiring effective June department to enhance the natient experience.	President's Report – Bob Sellers (One Action Item)	Bob Sellers presented on the following topics:
<ul> <li>A proposal for the centralized registration project at the hospital has board packet. The purpose of centralized registration is to increase create a single point of entry for all patients &amp; visitors, create a patient reduce registration errors that are costly and time consuming and exambulance patients. Centralized registration would be located in the current ER entrance would only be open for ambulance patients. The the approval of the Leadership Council and Illinois Department of P project request includes furniture, signage, plumbing and additional of \$74,403.00.</li> <li>Motion by Tom Butcher to approve the centralized registrat as presented. Seconded by Ted Whitehead. Motion carried seasons of the conductor of the seasons of the conductor of the seasons of the conductor of the seasons of the conductor of the cond</li></ul>		Action Item Centralized Registration Project
ambulance patients. Centralized registration would be located in the current ER entrance would only be open for ambulance patients. It the approval of the Leadership Council and Illinois Department of I project request includes furniture, signage, plumbing and additional of \$74,403.00.  **Motion by Tom Butcher to approve the centralized registra as presented. Seconded by Ted Whitehead. Motion carried Next Gen Certify  • Certify software is a third party interface solution that will provide computers to interface with hospital computers. This software will order and access diagnostic tests electronically, meeting Meaningfu greatly increasing physician and patient satisfaction. The cost of the \$60,000. The hospital would receive a \$22,000 credit on previously did not fix the interface issues. A request to purchase the Certify so at the July Hospital Committee meeting.  **Physician Update**  **Bob Sellers provided the following physician update: Effective Juu Lucking reduced his work schedule and is working two days per we has signed her agreement, interviews have been completed with a p Nurse Practitioner to replace Gayle Enxleben who is retiring effective Maduakolam will have increased coverage in the Emergency Department to enhance the patient experience.		<ul> <li>A proposal for the centralized registration project at the hospital had board packet. The purpose of centralized registration is to increase create a single point of entry for all patients &amp; visitors, create a patient reduce registration errors that are costly and time consuming and creater than the consuming and creater than</li></ul>
As presented. Seconded by Ted Whitehead. Motion carried Next Gen Certify  Certify software is a third party interface solution that will provide a computers to interface with hospital computers. This software will order and access diagnostic tests electronically, meeting Meaningful greatly increasing physician and patient satisfaction. The cost of the \$60,000. The hospital would receive a \$22,000 credit on previously did not fix the interface issues. A request to purchase the Certify so at the July Hospital Committee meeting.  Physician Update  Bob Sellers provided the following physician update: Effective Jun Lucking reduced his work schedule and is working two days per we has signed her agreement, interviews have been completed with a p Nurse Practitioner to replace Gayle Erxleben who is retiring effection Maduakolam will have increased coverage in the Emergency Depart Acute Care. There will be three physicians working steady rotation department to enhance the natient experience.		ambulance patients. Centralized registration would be located in the current ER entrance would only be open for ambulance patients. The approval of the Leadership Council and Illinois Department of I project request includes furniture, signage, plumbing and additional of \$74,403.00.
<ul> <li>Certify software is a third party interface solution that will provide computers to interface with hospital computers. This software will order and access diagnostic tests electronically, meeting Meaningfu greatly increasing physician and patient satisfaction. The cost of th \$60,000. The hospital would receive a \$22,000 credit on previously did not fix the interface issues. A request to purchase the Certify so at the July Hospital Committee meeting.</li> <li>Physician Update</li> <li>Bob Sellers provided the following physician update: Effective Jur Lueking reduced his work schedule and is working two days per we has signed her agreement, interviews have been completed with a p Nurse Practitioner to replace Gayle Erxleben who is retiring effecti Maduakolam will have increased coverage in the Emergency Depan Acute Care. There will be three physicians working steady rotation department to enhance the patient experience.</li> </ul>		tion by Tom Butcher to presented. Seconded by
order and access diagnostic tests electronically, meeting Meaningfu greatly increasing physician and patient satisfaction. The cost of th \$60,000. The hospital would receive a \$22,000 credit on previously did not fix the interface issues. A request to purchase the Certify so at the July Hospital Committee meeting.  *Physician Update*  *Bob Sellers provided the following physician update: Effective Jur Lueking reduced his work schedule and is working two days per we has signed her agreement, interviews have been completed with a p Nurse Practitioner to replace Gayle Erxleben who is retiring effective Maduakolam will have increased coverage in the Emergency Depan Acute Care. There will be three physicians working steady rotation department to enhance the patient experience.		<ul> <li>Certify software is a third party interface solution that will provide computers to interface with hospital computers. This software will</li> </ul>
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s provided the following duced his work schedule her agreement, interview titioner to replace Gayle im will have increased come will be three phase to enhance the patient e		s60,000. The hospital would receive a \$22,000 credit on previously did not fix the interface issues. A request to purchase the Certify so at the July Hospital Committee meeting.
Lucking reduced his work schedule and is working two days per we has signed her agreement, interviews have been completed with a po Nurse Practitioner to replace Gayle Erxleben who is retiring effective Maduakolam will have increased coverage in the Emergency Department to enhance the patient experience.		s provided the following
Nurse Practitioner to replace Gayle Erxleben who is retiring effective Maduakolam will have increased coverage in the Emergency Department to enhance the patient experience.		Lucking reduced his work schedule and is working two days per week, Dr. Colleen Murphy has signed her agreement, interviews have been completed with a potential candidate for
Acute Care. There will be three physicians working steady rotation department to enhance the patient experience.		Nurse Practitioner to replace Gayle Erxleben who is retiring effective Maduakolam will have increased coverage in the Emergency Depart
CONTINUE OF CONTIN		Acute Care. There will be three physicians working steady rotations in the emergency

1 100 5	
Informational Items	BJC Added Value Services:  Bob Sellers attended the President's Council meeting on May 16, 2013 in St. Louis
Contracts/Agreements signed	<ul> <li>The following contracts are approaching renewal:</li> <li>Bemes—PFT Service agreement. Renewal required. 30 Day Notice.</li> <li>BTE Technologies — Physical Rehab Equipment Warranty Agreement. Renewal required. 30 Day Notice.</li> </ul>
	<ul> <li>Code Red- EMS Software License. Annual renewal. 30 Day Notice.</li> <li>Southeastern IL Counseling — Counseling Services. Annual Renewal. 30 Day Notice.</li> <li>Little Egypt Breast Program - Funding Program for Women's Health Services. Annual Program dependent on state funding.</li> </ul>
Chief Nursing Executive Report presented by Amanda Goostree, CNE	<ul> <li>The following topics were covered:</li> <li>BIC Scorecard – March 2013. Exceeded goal with a total score of 1.6 for the month.</li> <li>Patient Experience Results for April 2013 show continued improvement, with an overall</li> </ul>
Credentials Committee	No Credentialing Action to Report.
Open Discussion	<ul> <li>Sue Pettit updated those present on an issue with county owned property located on east Seventh Street. The issue has been addressed and a resolution is forthcoming.</li> <li>Dr. Lueking and Jane Janes, NP requested an update regarding SSM Term Sheet discussion. Sue Pettit reported that a conference call was held with County Board members, SSM representatives and legal representation for both parties on June 3, 2013. They continue to work on language in the Term Sheet that would be agreeable to both parties. A meeting has been scheduled for June 17, 2013 to continue that work.</li> </ul>
Adjournment	Motion to adjourn by Ron King Seconded by Tom Butcher Motion carried
	0 0 0

COUNTY BOARD MEETING Members:	NG	Meeting Date Meeting Time Meeting Location	June 26, 2013 5:30 p.m. Hospital Conference Room
Members:		meeting Eocation	Hospital Conference Room
Jerry Britton	Tom Butcher	Bob College	
Sing Battis (Class)	Tomo Dancillo	Bob Sellers	Brad Harris
Suc Letti (CHall)	Led Whitehead	John Weidner	
Ron Kino	D V		CHIS MIEHAL
Survey of the state of the stat	Diyan Knapp	David Johnson	

Agenda Item	Discussion	
SSM Term Sheet	The purpose of the meeting was to review SSM's responses and changes to the most current Term Sheet and prepare the County Board Members for the next meeting with SSM on July 2 <sup>nd</sup> . A paragraph by paragraph review was accomplished and all changes were approved with the exception of those listed below.	Provide Roy Bossen a copy of SSM Term Sheet and a copy of of our notes from the meeting.
	Changes made to the opening paragraph were approved. The stated changes are as follows, "including the CCH Medical Center building located at 929 Stacy Burk Drive, Flora, Illinois and the Louisville Medical Clinic building located at 935 Bryant Street, Louisville, Illinois, the education and research building, the leased building located at 433 E. 7 <sup>th</sup> Street, Flora, Illinois, the ambulance service, and all other"	Follow up with Board to provide financials for the Ambulance service. Calculate County assets if the facility would sale to SSM.
	Paragraph 1- the Board still wants to discuss the Purchase Price. The County Board would also like to have a better understanding of the last statement in the paragraph, "A portion of the Purchase Price would be placed into an escrow account at closing for a period of thirty (30) months to secure indemnification obligations under the Definitive Agreement."	
	Paragraph 5 - County Board wishes to delete paragraph 5.	
	Paragraph 7 - Increase period to seven (7) years.	
	Paragraph 12 — Would like to remove, "If Buyer determines in good faith during the 10-year period that Buyer intends to close the ambulance service because the ambulance service cannot be operated on a break-even (taking into account the County subsidy). Buyer would cooperate with the County to find a new buyer for	-

Meeting was adjourned at 6:55 p.m.

Clay County Hospital Committee Meeting Minutes	nutes Meeting Date	July 2, 2013
	Meeting Time	6:00 pm
Members:	Meeting Location	CCH Conference Room
Jerry Britton – Chair	head X Robert Sellers – Hospital President	X Cathy McAllice Boards
	X Larry Spour CFO	A Camy Michailster – Recording Secretary
Chiests: Mark Della Kran (X) Bryan Knapp	^	
Cuests. Mark Dallas, KEB, Sandra Van Trease, BJC HealthCare		bolipa sui
Agenda Item	Discussion	
Welcome/Quote/Call to Order		
Audit Fresentation 2013	Mark Dallas, from the accounting firm of Kerber, Eck & Braeckel presented the audit for FY2013.	Eck & Braeckel presented the audit for FY2013.
Approval of Minutes	audit went very smooth, with no major issues or concerns being reported.	nishing with a bottom line of \$501,532. The neerns being reported.
	• Minutes from June 3, 4 and 26, 2013 Hospital Committee meetings were presented for	tal Committee meetings were presented for
Ringago Town C	Knapp. Motion carried.	Knapp. Motion carried.
Action Items	<ul> <li>Larry Spour, CFO presented financial data for May 2013.</li> </ul>	or May 2013.
	approve paid and unpaid claims were presented for approval. Motion by Ron King to approve paid and unpaid claims as presented. Seconded by Ted Whitehead. Motion c Credit Card Machine	approve paid and unpaid claims were presented for approval. Motion by Ron King to approve paid and unpaid claims as presented. Seconded by Ted Whitehead. Motion carried. Card Machine
	Action Item	
	<ul> <li>Larry Spour presented a request for an additional credit card machine to be placed in the business office. Currently, the hospital has one credit card machine at recistration.</li> </ul>	ional credit card machine to be placed in the
	additional machine will allow payments to be made in the customer back to the registration area. The finant prior to installing the additional credit card machine.	additional machine will allow payments to be made in the business office instead of sending the customer back to the registration area. The financial institution requires board approval prior to installing the additional credit card machine
	Motion by Tom Butcher to approve the request for an additional	he request for an additional
Leadership Joint Conference Council presented by Ted Whitehead	• Ted Whitehead provided a brief overview from the June 28, 2013 Leadershi	verview from the June 28, 2013 Leadership Council
President's Report – Bob Sellers Action Items	Bob Sellers presented on the following topics:  Next Gen Certify	e provided to the Hospital Committee.
	Action Item	

• Certify software was discused at the June Hospital Committee meeting. This software is a

hospital computers. It will allow the providers to order and access diagnostic tests electronically, meeting Meaningful Use requirements and greatly increasing physician and a \$22,000 credit on previously purchased software that did not fix the interface issues. Information relating to this request has been included in your board packet patient satisfaction. The total cost for the software is \$60,928.00. The hospital will receive third party interface solution that will provide the link for clinic computers to interface with Motion by Tom Butcher to approve the Certify Software request

# as presented. Seconded by Ron King. Motion carried. HMS Equipment Upgrade

#### ction Item

Bob Sellers presented a proposal from HealthTech Holding, Inc. to upgrade the HMS to this purchase has been included in your board packet. existing primary server. The total cost of the upgrade is \$64,740.00. Information relating

Motion by Bryan Knapp to approve the proposal from HealthTech Holding, Inc as presented. Seconded by Ted Whitehead. Motion carried.

### BJC Collaborative presented by Sandra Van Trease, BJC •

well. Each system has maintained their unique strengths, missions and brands, while sharing deployment of clinical programs and services to improve access to and quality of healthcare. resources to facilitate more effective care delivery and cost management. The objectives of BJC, Saint Luke's Health System, CoxHealth and Memorial Health System established a Sandra Van Trease, BJC HealthCare presented information relating to the BJC Collaborative. the Collaborative are to achieve savings, share and adopt best practices and coordinate Limited Liability Company (LLC) in November 2012, and the relationship is working very

#### BJC Added Value Services:

Bob Sellers attended the President's Council meeting on June 13, 2013 in St. Louis.

The following contracts are approaching renewal:

- Up-to-Date Physician Subscription Education. Annual Renewal
- Vision Share Electronic Access DDE. 60 Day notice. Annual Renewal

#### The following topics were covered:

Chief Nursing Executive Report

presented by Amanda Goostree, CNE

Contracts/Agreements signed

Informational Items

- BIC Scorecard April 2013. Exceeded goal with a total score of 1.6 for the month.
- Patient Experience Results for May 2013 were reviewed during the meeting. Amanda Goostree reported the results continue to show improvement, and the Patient Experience Committee meets on a m 'hly basis to work on department action plans.

Adjournment	Open Discussion											Action Item
Motion to adjourn by Ron King Geograph	Motion made by Ted Whitehead to a Butcher. Motion carried.	Lawrence Semenza, MD	Stephanie Swope, MD	Chester Harrison, MD	Matthew Donaldson, MD	David Spirer, MD	Initial Appointment	David McNichols, MD	Miguel Alcordo, MD	Reappointment	After review and approval of the app Executive Committee and the Leader the following health professional:	(Action Item)
anded by Tom Dutalog Mai	Motion made by Ted Whitehead to approve appointments as presented. Seconded by Tom Butcher. Motion carried.	Provisional Courtesy Emergency (Rapid Credentialed)	Provisional Courtesy Teleradiology	Provisional Courtesy Teleradiology	Provisional Courtesy Teleradiology	Provisional Courtesy Teleradiology		Courtesy Urology	Courtesy Allergy/Immunology		After review and approval of the applications by the Credentials Committee, the Medical Staff Executive Committee and the Leadership Joint Conference Council recommends appointment for the following health professional:	and the second s

COUNTY BOARD MEETING	41	Meeting Date	July 30, 2013
		Meeting Time	6:00 p.m.
		Meeting Location	Hospital Conference Room
Members:			
Jerry Britton	Tom Butcher	Bob Sellers	
Sue Pettit (Chair)	Ted Whitehead	John Weidner	
Ron King	Brian Knapp	Mike Rinehart	

Agenda Item	Discussion	Follow Up
Members on Conference Call	Roy Bossen and Mike Davidson – Hinshaw Law	
Definitive Agreement	SSM provided a draft copy of the Asset Purchase Agreement (Definitive Agreement) dated 7-26-2013 and the purpose of the meeting was to have Roy Bossen review and comment on the contents of the document. The majority of the discussion was related to paragraph 5.6h and what action needed to be taken by the County Board to meet those requirements. The rest of the meeting was dedicated to preparing for the conference call on Monday, August 1 <sup>st</sup> .	Item to be discussed at August 1 <sup>st</sup> conference call.
Communications	One of the areas of concern for the Board is the communications with the physicians, staff, and community. Sue suggested that representatives from SSM meet the physician group and start the process of providing information to the physician character vision and address any concerns	Bob will work with SSM on setting up one-on-one meetings with physicians.
Foundation	SSM had proposed to place an additional \$1.0M in the Foundation upon sale of the hospital. County Board directed Roy to offer a total of \$1.0M be placed in the Foundation. It was Roy's suggestion that the Foundation may have to change their bylaws and their status to a 509(a)(3). Further discussion will have to take place on this issue.	Item to be discussed at August 1 <sup>st</sup> conference call.
Accounts Receivable	It is the opinion of the County Board that they would like to sale the accounts receivable. Roy is to present to SSM that the County would like to sale the A/R and would like to see SSM's proposal on the transaction.	Item to be discussed at August 1 <sup>st</sup> conference call.

Meeting was adjourned at 7:40 p.m.

Ron King	Sue Pettit (Chair)	Jerry Britton	Members:			COUNTY BOARD MEETING
Brian Knapp	Ted Whitehead	Tom Butcher				
Mike Rinehart	John Weidner	Bob Sellers		Meeting Location	Meeting Time	Meeting Date
				Hospital Conference Room	6:00 p.m.	July 30, 2013

Accounts Receivable It	Foundation S h F	Communications C p	Definitive Agreement S A di	Agenda Item D  Members on Conference R  Call
It is the opinion of the County Board that they would like to sale the accounts receivable. Roy is to present to SSM that the County would like to sale the A/R and would like to see SSM's proposal on the transaction.	SSM had proposed to place an additional \$1.0M in the Foundation upon sale of the hospital. County Board directed Roy to offer a total of \$1.0M be placed in the Foundation. It was Roy's suggestion that the Foundation may have to change their bylaws and their status to a 509(a)(3). Further discussion will have to take place on this issue.	One of the areas of concern for the Board is the communications with the physicians, staff, and community. Sue suggested that representatives from SSM meet the physician group and start the process of providing information to the physicians about contracts, vision, and address any concerns.	SSM provided a draft copy of the Asset Purchase Agreement (Definitive Agreement) dated 7-26-2013 and the purpose of the meeting was to have Roy Bossen review and comment on the contents of the document. The majority of the discussion was related to paragraph 5.6h and what action needed to be taken by the County Board to meet those requirements. The rest of the meeting was dedicated to preparing for the conference call on Monday, August 1 <sup>st</sup> .	Discussion Roy Bossen and Mike Davidson – Hinshaw Law
Item to be discussed at August 1 <sup>st</sup> conference call.	Item to be discussed at August 1 <sup>st</sup> conference call.	Bob will work with SSM on setting up one-on-one meetings with physicians.	Item to be discussed at August 1 <sup>st</sup> conference call.	Follow Up

Meeting was adjourned at 7:40 p.m.