

HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY

MEETING MINUTES

May 14, 2009

Attendees:

Authority board Members: Charles Lingle, Lamar Reese, Wilhelmina Hall, Jyotir Mehta, M.D., John Inman, Jr. M.D., Rev. H.B. Johnson, Ralph Rosenberg and Rev. Eugene Sherman Also present were Joel Wernick, Kerry Loudermilk, Authority Attorney, James Reynolds and Huff Croxton, PPHS General Counsel, Tommy Chambless, Attorney Bob Baudino and Annette Allen, recorder.

Absent:

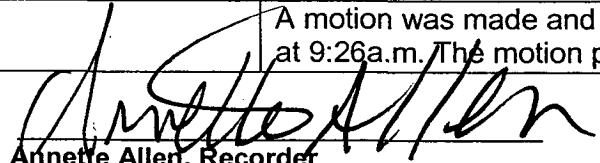
Called To Order:

The meeting was called to order by Vice Chairman, Lingle at 7:30a.m. in the Willson Board Room of PPMH.

Topic/Discussion	Conclusion	Recommendations/Actions
<p>Open Meeting and Establish a Quorum Dr. Lingle welcomed Authority and stated a quorum is represented.</p>		
<p>Approval of the Agenda Dr. Lingle reviewed the agenda.</p>		<p>A motion was made and seconded to approve the agenda. The motion passed unanimously.</p>
<p>Proclamation: Dr. Lingle read a Proclamation from the Dougherty County Board of Commissioners in honor of Dr. Ernest W. Benson who expired in February.</p>	<p>Dr. Lingle concluded by stating the Proclamation is to be recorded with the Authority minutes as a permanent tribute to Dr. Ernest W. Benson</p>	<p>A motion was made and seconded to adopt the proclamation as read and to record the same in the minutes as a permanent tribute to Dr. Benson. The motion further requests management places an ad in the local paper, having the proclamation. The motion passed unanimously.</p>
<p>Approval of the Minutes</p>		<p>The minutes of the February 12, 2009 meetings were approved.</p>
<p>FY 2009 Audit: Mr. Bert Bennett, auditor of Draffin and Tucker presented FY2007-2008(attached to the permanent minutes) hospital Authority Audit for review.</p>	<p>Mr. Bennett concluded by stating the Auditors have conducted the audit in accordance with general auditing standards.</p>	<p>Dr. Sherman made a motion and Dr. Inman seconded to approve the audit. The motion passed unanimously.</p>
<p>Draffin & Tucker Engagement FY09 Mr. Loudermilk presented the 2009 Draffin & Tucker Engagement Letter.</p>		<p>Mr. Rosenberg made a motion and Ms. Hall seconded to approve the engagement of Draffin and Tucker as the Auditors for the Authority for its fiscal year ending in 2009. The motion passed unanimously.</p>
<p>Executive Session</p>		<p>Mr. Reese made a motion and Dr. Inman seconded to adjourn the meeting to go into Executive session to discuss privileged consultation with legal counsel pertaining to pending or potential litigation, settlement, claims, administrative proceedings or other</p>

Topic/Discussion	Conclusion	Recommendations/Action
		<p>judicial actions and the presentation of potentially commercially valuable plan, proposal or strategy that may be of competitive advantage in the operation of Phoebe's medical facilities, which has not been made public.</p> <p>Dr. Lingle polled the Board for approval to go into executive session:</p> <ul style="list-style-type: none"> • Charles Lingle -Yes • John Inman – Yes • Wilhelmina Hall – Yes • H.B. Johnson – Yes • Eugene Sherman – Yes • Hasan Rizvi – Yes • Lamar Reese –Yes • Ralph Rosenberg – Yes <p>The motion passed unanimously and the Authority convened executive session at 7:42a.m. The Executive Session was adjourned and the regular meeting reconvened at 9:23a.m</p>
<p>Amendment to the Lease and Transaction Agreement Dr. Lingle stated management presents the resolution (attached to the permanent minutes) to approve the second amendment to the lease and transfer agreement between the Authority and Phoebe Putney Memorial Hospital.</p>		<p>Mr. Reese made a motion and Ms. Hall seconded to adopt the resolution to amend the lease agreement. The motion passed unanimously.</p>
<p>Approval of Americus Sumter County Hospital Authority Lease with Phoebe Sumter Medical Center, Inc. Dr. Lingle stated management presents the resolution (attached to the permanent minutes) to approve the transaction with Americus and Sumter County Hospital Authority under section 5.05(b) of the Lease and transfer Agreement with Phoebe Putney Memorial Hospital, Inc.</p>		<p>Ms. Hall made a motion and Mr. Rosenberg seconded to adopt the resolution to approve the transaction with Americus and Sumter County Hospital Authority. The motion passed unanimously</p>
<p>Election of Officer Dr. Lingle stated with the recent death of Chairman, Dr. Benson the Authority must elect a new Chairman.</p>		<p>Dr. Inman made a motion nominating Mr. Ralph Rosenberg as chairman and Dr. Chuck Lingle as Vice Chairman respectively. The motion was seconded and passed</p>

Topic/Discussion	Conclusion	Recommendations/Action
		unanimously
Next meeting	Mr. Rosenberg thanked everyone for their attendance and stated the next meeting date is August 13, 2009	
Adjournment		A motion was made and seconded to adjourn at 9:26a.m. The motion passed unanimously.


 Annette Allen, Recorder