

## HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY

### MINUTES OF THE NOVEMBER 16, 2017 MEETING

#### (Open Session)

#### **Attendees:**

Authority Board Members: Fred Ghiglieri, Joel Callins, Pastor Charlene Glover, John Hayes, Dr. Michael Laslie, Ferrell Moultrie, and Nyota Tucker

Authority Legal Counsel: Tommy Coleman

Those Present on Behalf of Phoebe Putney Memorial Hospital, Inc.: Joe Austin, Dawn Benson, Brian Church, Dr. Steven Kitchen, Dr. Suresh Lakhanpal, Joel Wernick, Felicia Lewis, Jessica Castle, Ben Roberts, Jennifer Heleski, RN

Draffin and Tucker, LLP: Stephen Harrell and Jeffrey Wright

**Absent Authority Members:** Dr. Kathy Hudson

#### **Open Meeting and Establish a Quorum:**

Vice Chairman Fred Ghiglieri called the meeting to order at 7:30am in Conference Rooms B & C at Phoebe Northwest. Mr. Ghiglieri thanked all Members for their attendance and participation and he observed that a quorum was present. Mr. Ghiglieri reported that Chairman Charles Lingle has tendered his resignation from the Authority due to health reasons.

#### **Approval of the Agenda:**

The proposed Agenda had been previously provided to the Authority Members and a motion to adopt the proposed Agenda for the meeting was made by Pastor Charlene Glover and seconded by Mr. John Hayes. A copy of the Agenda as adopted is attached. Mr. Ghiglieri noted there would be no Executive Session today and the minutes from the August Executive Session would be approved at the February 2018 meeting.

#### **Approval of the Minutes:**

The proposed Minutes of the August 17, 2017 open session meeting of the Authority had likewise been provided to Members prior to this meeting and the same were considered for approval. Ms. Nyota Tucker made a motion and Mr. Hayes seconded the motion, to approve the Minutes as previously provided. The motion passed unanimously by vote of all Members.

#### **Public Comment:**

Mr. Will Geer spoke on matters he deemed of interest to the Authority.

### **Certified Authority Audit for FYE 2017:**

Jeffrey Wright, assisted by Stephen Harrell, each of Draffin & Tucker, CPAs, presented the Audited Financial Statements for the Authority for the year ending July 31, 2017 and the report also showed the 2016 financial statements for comparison purposes. Discussions, questions, and comments ensued. A copy of the Audit is attached hereto. A motion was made by Mr. Hayes, seconded by Mr. Joel Callins to adopt and approve the Certified FYE Authority 2017 Audit as prepared and presented by Draffin & Tucker. The motion passed unanimously by vote of all Members. A bound copy of the Authority Audit was offered to all Authority Members and a copy is retained with these Minutes.

### **Financial Reports:**

Brian Church, CFO of PPMH, Inc., presented and reviewed an interim financial report for the Authority's current fiscal year through September 30, 2017. A copy of the Authority's Financial Statements as presented by Mr. Church is attached.

### **PPMH, Inc. CEO and Operational Reports:**

Joe Austin, COO of the Hospital and Health System, reported on the recent DNV annual survey which included no category 1 condition level nonconformities.

Mr. Austin introduced Jennifer Heleski, RN who updated the board on Phoebe's recent designation as a Baby-Friendly facility. Baby-Friendly hospitals provide the most up-to-date care for mothers and babies. Baby-Friendly promotes breastfeeding and skin-to-skin contact. Phoebe is one of only eight hospitals in Georgia with this designation and the only one south of Macon.

Joel Wernick, CEO / President of the Hospital and Health System, also reported Phoebe is part of the State's perinatal program by choice due to the high-risk population in our service area. Mr. Wernick presented "Inside Phoebe" videos on Phoebe Taxes and Phoebe's Economic Impact. He also reported on the recent Opioid Town Hall meeting that Phoebe co-sponsored with Aspire.

Mr. Austin provided information on the upcoming Jingle Bell Jog and Lights of Love events.

### **Conduct of Authority Meetings:**

Mr. Ghiglieri reported Mr. Tommy Coleman developed a written policy, which had been previously provided to the Authority Members, concerning the conduct of meetings. Mr. Coleman touched on some points, such as speaking only on matters relating to the authority's influence; limits on public comments in terms of time, place and manner of speech, as well as the notification process of the intent to speak. Ms. Tucker and Pastor Glover both expressed concerns regarding clarity of instructions on how individuals respond to the Board Coordinator and how information is sent to the individual. Discussions, questions, and comments ensued. Ms. Tucker made a motion and Dr. Laslie seconded the motion, to approve the Policy with the two amendments clarifying instructions as noted in today's meeting. The motion passed unanimously by vote of all Members.

### **2018 Meeting Schedule:**

The proposed 2018 Authority Meeting dates were presented by Mr. Ghiglieri for information only.

**Authority Job Description:**

Mr. Coleman provided copies of the Authority Job Description to the Members for review. The Policy will be discussed and adopted at the February 2018 meeting.

**Adjournment:**

There being no further business the meeting was adjourned.

## AGENDA

### HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY, GEORGIA

#### (OPEN SESSION)

Meeting of November 16, 2017  
(Phoebe Northwest Conference Rooms)

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- |       |  |   |
|-------|--|---|
| I.    | Open meeting and establish quorum  | Chairman                                      |
| II.   | Consider Approval of Agenda (draft previously provided to Members)   | Chairman                                      |
| III.  | Consideration of Open Session Minutes of August 17, 2017 meeting<br>(draft previously provided to Members)         | Chairman                                      |
| IV.   | Public Comment   | Will Geer                                     |
| V.    | Certified Authority Audit for FYE 2017   | Jeff Wright, Draffin & Tucker<br>Brian Church |
| VI.   | Financial Reports<br>a. Hospital Authority Financial Update  | Brian Church                                  |
| VII.  | Phoebe Putney Memorial Hospital, Inc. CEO and Operational Reports<br>a. DNV Update<br>b. Baby-Friendly Designation | Joel Wernick / Joe Austin                     |
| VIII. | Conduct of Authority Meetings  | Tommy Coleman / Chairman                      |
| IX.   | 2018 Meeting Schedule  | Chairman                                      |
| X.    | Authority Job Description  | Tommy Coleman                                 |
| XI.   | Consideration of vote to close meeting for Executive Session   | Chairman                                      |
| XII.  | Additional Business  | Chairman                                      |
| XIII. | Adjournment  | Chairman                                      |

HOSPITAL AUTHORITY OF  
ALBANY-DOUGHERTY COUNTY, GEORGIA



FINANCIAL STATEMENTS

for the years ended July 31, 2017 and 2016

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## INDEPENDENT AUDITOR'S REPORT

Board of Directors  
Hospital Authority of Albany-Dougherty  
County, Georgia  
Albany, Georgia

We have audited the accompanying financial statements of Hospital Authority of Albany-Dougherty County, Georgia (Authority), which comprise the balance sheets as of July 31, 2017 and 2016, the related statements of revenues, expenses, and changes in net position, and cash flows for the years then ended, and the related notes to the financial statements.

### *Management's Responsibility for the Financial Statements*

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### *Auditor's Responsibility*

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

Continued

1

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Authority's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

*Opinion*

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Hospital Authority of Albany-Dougherty County, Georgia as of July 31, 2017 and 2016, and the results of its operations and changes in net position and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

*Other Matter*

Management has omitted the Management's Discussion and Analysis that accounting principles generally accepted in the United States of America requires to be presented to supplement the basic financial statements. Such missing information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of the financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. Our opinion on the basic financial statements is not affected by this missing information.

*Draffin & Tucker, LLP*  
Albany, Georgia  
October 24, 2017



HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY, GEORGIA

BALANCE SHEETS, July 31, 2017 and 2016

	<u>2017</u>	<u>2016</u>
ASSETS		
Current assets:		
Cash	\$ <u>120,000</u>	\$ <u>100,000</u>
Total assets	\$ <u>120,000</u>	\$ <u>100,000</u>
LIABILITIES AND NET POSITION		
Current liabilities:		
Accounts payable and accrued expenses	\$ 67,000	\$ 20,000
Net position:		
Unrestricted	<u>53,000</u>	<u>80,000</u>
Total liabilities and net position	\$ <u>120,000</u>	\$ <u>100,000</u>

See accompanying notes to financial statements.

HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY, GEORGIA

STATEMENTS OF REVENUES, EXPENSES AND  
CHANGES IN NET POSITION

for the years ended July 31, 2017 and 2016

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	<u>2017</u>	<u>2016</u>
Operating revenues:		
Lease consideration	\$ 60,000	\$ 66,000
Operating expenses:		
Purchased services and other	<u>87,000</u>	<u>26,000</u>
Operating income (loss)	( 27,000)	40,000
Net position, beginning of year	<u>80,000</u>	<u>40,000</u>
Net position, end of year	\$ <u>53,000</u>	\$ <u>80,000</u>

See accompanying notes to financial statements.

HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY, GEORGIA

STATEMENTS OF CASH FLOWS  
for the years ended July 31, 2017 and 2016

	<u>2017</u>	<u>2016</u>
Cash flows from operating activities:		
Funds paid to Georgia Department of Community Health:		
Indigent Care Trust Fund	\$( 2,346,000)	\$( 4,901,000)
Upper payment limit	( 1,370,000)	( 36,000)
Funds received from Georgia Department of Community Health:		
Indigent Care Trust Fund	7,306,000	15,097,000
Upper payment limit	4,200,000	106,000
Lease consideration	60,000	125,000
Transfer of funds received from Georgia Department of Community Health to Phoebe Putney Memorial Hospital, Inc.	( 7,790,000)	(10,266,000)
Payments to suppliers	( 40,000)	( 66,000)
Net cash provided by operating activities	<u>20,000</u>	<u>59,000</u>
Cash flows from capital and related financing activities:		
Proceeds from sale of leased assets	451,000	-
Transfer to Phoebe Putney Memorial Hospital, Inc.	( 451,000)	-
Net cash provided by capital and related financing activities	<u>-</u>	<u>-</u>
Cash flows from noncapital financing activities:		
Transfer from Phoebe Putney Memorial Hospital, Inc.	3,716,000	4,937,000
Transfer to Phoebe Putney Memorial Hospital, Inc.	( 3,716,000)	( 4,937,000)
Net cash provided by noncapital financing activities	<u>-</u>	<u>-</u>
Net increase in cash	20,000	59,000
Cash, beginning of year	<u>100,000</u>	<u>41,000</u>
Cash, end of year	<u>\$ 120,000</u>	<u>\$ 100,000</u>

Continued

HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY, GEORGIA

STATEMENTS OF CASH FLOWS, Continued  
for the years ended July 31, 2017 and 2016

	<u>2017</u>	<u>2016</u>
Reconciliation of cash to the balance sheet:		
Cash in current assets	\$ <u>120,000</u>	\$ <u>100,000</u>
Reconciliation of operating income (loss) to net cash flows provided by operating activities:		
Operating income (loss)	\$( 27,000)	\$ 40,000
Changes in:		
Contributions receivable from Phoebe Putney Memorial Hospital, Inc.	-	59,000
Accounts payable and accrued expenses	<u>47,000</u>	<u>( 40,000)</u>
Net cash provided by operating activities	\$ <u>20,000</u>	\$ <u>59,000</u>

See accompanying notes to financial statements.

HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY, GEORGIA

NOTES TO FINANCIAL STATEMENTS

July 31, 2017 and 2016

1. Summary of Significant Accounting Policies

Reporting Entity

The Hospital Authority of Albany-Dougherty County, Georgia (Authority) is a public corporation organized to operate, control, and manage matters concerning the County's health care functions.

On September 1, 1991, the Hospital Authority implemented a reorganization plan whereby all of the assets and day-to-day management of Phoebe Putney Memorial Hospital were transferred to Phoebe Putney Memorial Hospital, Inc. (Corporation), a not-for-profit corporation, qualified as an organization described in Section 501(c)(3) of the Internal Revenue Code. The transfer was made pursuant to a lease and transfer agreement dated as of December 11, 1990 between the Hospital Authority and the Corporation. During 2009, the lease term was renewed to the original term of forty years.

Under the terms of the Agreement, any debt issued by the Hospital Authority will be the responsibility of the Corporation. As of July 31, 2017, approximately \$279,605,000 of Revenue Anticipation Certificates are outstanding in the Authority's name. These certificates are recorded and disclosed in the financial statements of the Corporation for the year ended July 31, 2017.

The Authority serves as a pass-through entity associated with the Corporation's participation in certain governmental health care programs. As such, the Authority makes transfers on behalf of the Corporation for Indigent Care Trust Fund obligations and Upper Payment Limit transfers.

On December 15, 2011, the Authority purchased substantially all assets of Palmyra Park Hospital, LLC (Palmyra), a general acute care hospital located in Albany, Georgia. The Authority operated Palmyra under the name Phoebe North.

Effective August 1, 2012, the lease and transfer agreement between the Corporation and the Authority was amended and restated. The amendment was made for the transfer and inclusion of the hospital formerly known as Palmyra. The amendment included the extension of the lease for a term of forty years from the date of the current amendment. As consideration for the lease, the Corporation agreed to provide funds sufficient to cover all costs and expenses of the Authority, and to maintain an amount of not less than \$100,000 under the Authority's control to pay all costs and expenses.

Continued

HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY, GEORGIA

NOTES TO FINANCIAL STATEMENTS, Continued  
July 31, 2017 and 2016

1. Summary of Significant Accounting Policies, Continued

Use of Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Enterprise Fund Accounting

The Authority uses enterprise fund accounting. Revenues and expenses are recognized on the accrual basis using the economic resources measurement focus. The Authority prepares its financial statements as a business-type activity in conformity with applicable pronouncements of the Governmental Accounting Standards Board (GASB).

Net Position

Net position of the Authority is classified as *unrestricted net position*. *Unrestricted net position* is the remaining net amount of assets and liabilities that are not invested in capital assets and do not contain restrictions on their use.

Operating Revenues and Nonoperating Revenues

The Authority's statement of revenues, expenses and changes in net position distinguishes between operating and nonoperating revenues. Operating revenues result from consideration received for the operation of the Authority in conjunction with the amended and restated lease and transfer agreement. Nonexchange revenues, including contributions received for purposes other than capital asset acquisition are reported as nonoperating revenues.

Continued

HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY, GEORGIA

NOTES TO FINANCIAL STATEMENTS, Continued

July 31, 2017 and 2016

1. Summary of Significant Accounting Policies, Continued

Grants and Contributions

Revenues from grants and contributions (including contributions of capital assets) are recognized when all eligibility requirements, including time requirements are met. Grants and contributions may be restricted for either specific operating purposes or for capital purposes. Amounts that are unrestricted or that are restricted to a specific operating purpose are reported as nonoperating revenue. Amounts restricted to capital acquisitions are reported after nonoperating revenue.

Income Taxes

The Authority is a governmental entity and is exempt from income taxes. Accordingly, no provision for income taxes has been considered in the accompanying financial statements.

Restricted Resources

When the Authority has both restricted and unrestricted resources available to finance a particular program, it is the Authority's policy to use restricted resources before unrestricted resources.

2. Deposits

State law requires collateralization of all deposits with federal depository insurance and other acceptable collateral in specific amounts. The Authority's bylaws require that all bank balances be insured or collateralized by U.S. government securities held by the pledging financial institution's trust department in the name of the Authority. The Authority had no uncollateralized cash balances at July 31, 2017 and 2016.

The carrying amount of deposits included in the Authority's balance sheets is as follows:

	<u>2017</u>	<u>2016</u>
Cash	\$ <u>120,000</u>	\$ <u>100,000</u>

Continued

HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY, GEORGIA

NOTES TO FINANCIAL STATEMENTS, Continued

July 31, 2017 and 2016

3. Accounts Payable and Accrued Expenses

Accounts payable and accrued expenses, reported as current liabilities by the Authority at July 31, 2017 and 2016, consisted of these amounts:

	<u>2017</u>	<u>2016</u>
Accounts payable and accrued expenses:		
Payable to suppliers	\$ <u>67,000</u>	\$ <u>20,000</u>

4. Litigation

The Authority is subject to litigation and regulatory investigations arising in the course of business. After consultation with legal counsel, management estimates that these matters will be resolved without material adverse effect on the Authority's future financial position or results from operations.



# HOSPITAL AUTHORITY OF ALBANY- DOUGHERTY COUNTY, GEORGIA

Financial Statement Update  
September-2017 YTD Financials  
Fiscal Year 2018  
November 16<sup>th</sup> Authority Meeting

**HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY, GEORGIA**  
**BALANCE SHEET**

**9/30/2017**

**Unaudited**  
**September 30, 2017**

**ASSETS**

Current Assets:

**Cash and cash equivalents** \$ **100,353**

Assets limited as to use - current -

Patient accounts receivable, net of allowance for -

doubtful accounts -

Supplies, at lower of cost (first in, first out) or market -

Other current assets -

Total current assets 100,353

Goodwill -

Total other assets -

Total Assets \$ 100,353

**HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY, GEORGIA**  
**BALANCE SHEET**

**9/30/2017**

**Unaudited**  
**September 30, 2017**

**LIABILITIES AND NET ASSETS**

**Current Liabilities:**

Accounts payable	-
Accrued expenses	5,800
Estimated third-party payor settlements	-
Deferred revenue	-
Short-term obligations	-
<b>Total current liabilities</b>	<b>5,800</b>

**Total liabilities** 5,800

**Net assets:**

Unrestricted	94,553
	-
<b>Total net assets</b>	<b>94,553</b>

**Total liabilities and net assets** \$ 100,353

<b>HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY, GEORGIA</b>	
<b>STATEMENTS OF REVENUES, EXPENSES AND</b>	
<b>CHANGES IN UNRESTRICTED NET ASSETS</b>	
<b>9/30/2017</b>	
	<b>Unaudited</b>
	<b><u>September 30, 2017</u></b>
<b>OPERATING REVENUE:</b>	
Net patient service revenue (net of provision for bad debt)	
Lease Consideration	54,000
<b>Total Operating Revenue</b>	<b>54,000</b>
<b>OPERATING EXPENSES:</b>	
Salaries and Wages	
Employee health and welfare	
Medical supplies and other	
Professional services	12,545
Purchased services	46
Depreciation and amortization	
<b>Total Operating Expenses</b>	<b>12,591</b>
<b>Operating Loss</b>	<b>41,409</b>
<b>NONOPERATING INCOME (EXPENSES):</b>	
Gain in Long Term Lease	-
Interest Expense	-
<b>Total Nonoperating Income</b>	<b>-</b>
<b>EXCESS OF REVENUE OVER EXPENSE</b>	<b>41,409</b>



# OPERATIONAL REPORT

Joe Austin, EVP, COO



# DNV Certificate of Accreditation

DNV-GL

## CERTIFICATE OF ACCREDITATION

Certificate No.:  
194052-2016-AHC-USA-NIAHO

Initial date:  
2/26/2016

Valid until:  
2/26/2019

This is to certify that:

### Phoebe Putney Memorial Hospital

417 Third Avenue, Albany, GA 31701

has been found to comply with the requirements of the:

### NIAHO® Hospital Accreditation Program

Pursuant to the authority granted to DNV GL Healthcare USA, Inc. by the U.S. Department of Health and Human Services, Centers for Medicare and Medicaid Services, this organization is deemed in compliance with the Medicare Conditions of Participation for Hospitals (42 C.F.R. §482).

This certificate is valid for a period of three (3) years from the Effective Date of Accreditation.

For the Accreditation Body:  
DNV GL - Healthcare  
Katy, TX

Patrick Norine  
Chief Executive Officer



Lack of continual fulfillment of the conditions set out in the Certification/Accreditation Agreement may render this Certificate invalid.

DNV GL - Healthcare, 400 Techni Center Drive, Suite 200, Milford OH, 45150. Tel: 513-947-4343

[www.dnvglhealthcare.com](http://www.dnvglhealthcare.com)



# Baby-Friendly Video





# Baby-Friendly Designation

October 10, 2017

Phoebe Putney Memorial Hospital designated as Baby-Friendly facility

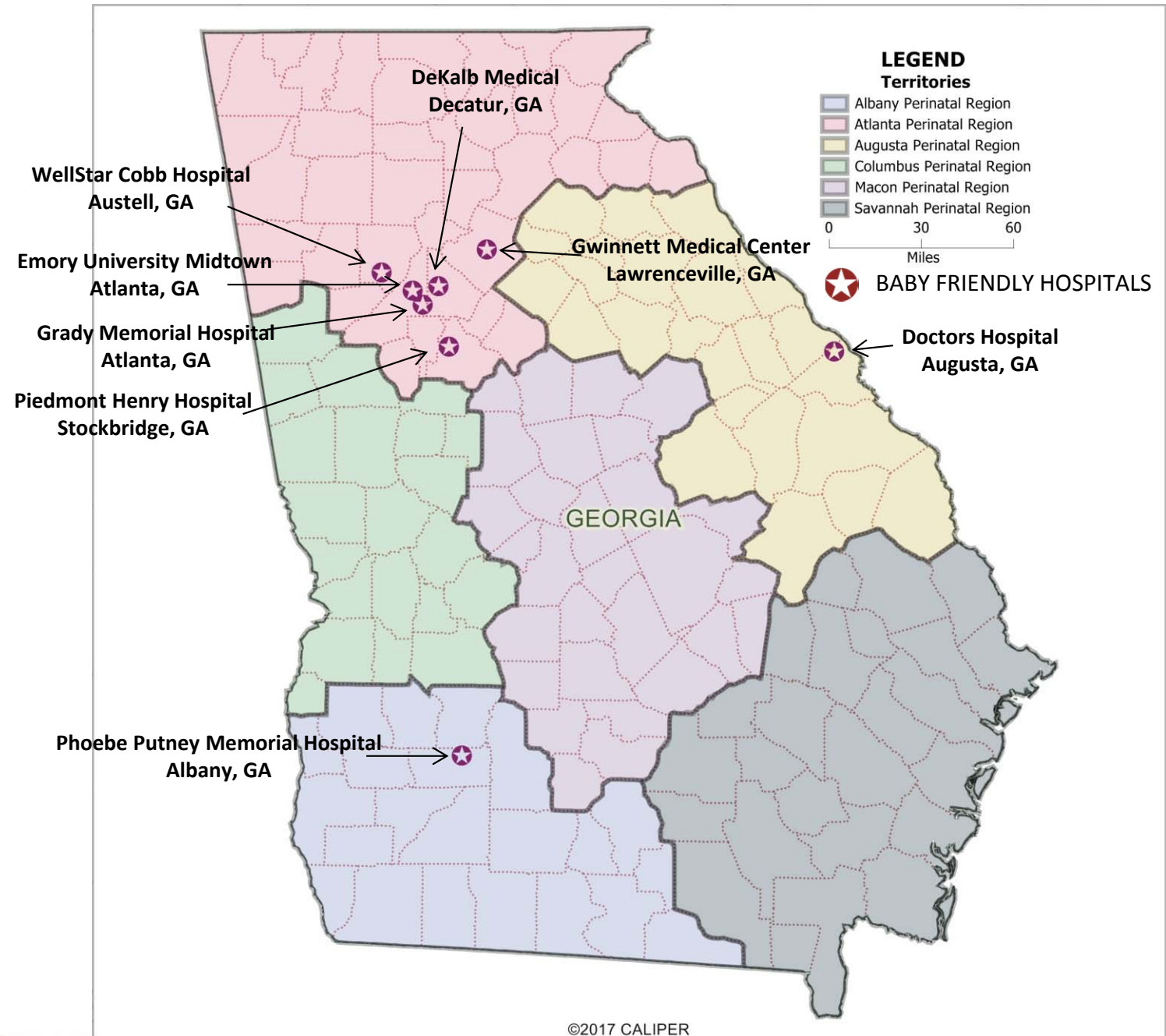


Only Baby-Friendly® designated facility in south Georgia.





# PERINATAL REGION AND BABY FRIENDLY HOSPITALS





# Baby-Friendly Designation



**Jennifer Heleski, RN**

Nurse Navigator, Team Leader  
Women's & Children's Services



**“I haven’t had a mom yet to tell me that they did not like keeping their baby with them or doing skin-to-skin or that they haven’t enjoyed their bonding process.”**



# Taxes Video



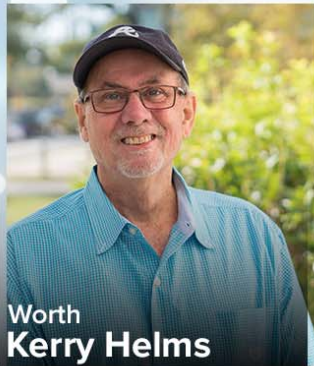


# Economic Impact Video





# Lights of Love



Worth  
Kerry Helms



Sumter  
Beth Nesmith



Cancer Center  
Steve Dilts

*Lights  
of Love*

Locations:

Phoebe Cancer Center  
Phoebe Sumter  
Phoebe Worth

Get details and purchase symbolic lights for  
\$25 each at [lights-of-love.org](https://lights-of-love.org)

Tree lighting ceremonies:  
Tuesday, November 28 | 7 pm





# Jingle Bell Jog



2017  
**Jingle  
Bell  
Jog**

Join us for fun and shopping at a special holiday  
Tift Park Community Market | 8 a.m. - 2 p.m.



**Saturday, December 9**

Starting at Tift Park | 1300 N. Monroe Street, Albany

10K begins at 8 a.m.

1 mile fun walk begins at 9 a.m.

5K begins at 9:30 a.m.

Register online at [jinglebelljog.org](http://jinglebelljog.org) or call 229-312-4483 for more information.





Questions?



**Hospital Authority**  
of Albany/Dougherty County

# **Conduct of Authority Meetings**



RESOLUTION NO. 17-\_\_\_\_\_

**A RESOLUTION ADOPTING A POLICY GOVERNING THE CONDUCT OF THE PUBLIC AT HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY MEETINGS; REPEALING ALL RESOLUTIONS IN CONFLICT HEREWITH; AND FOR OTHER PURPOSES.**

**WHEREAS**, the Hospital Authority of Albany-Dougherty County intends for its Authority meetings to be as efficient and effective as possible; and

**WHEREAS**, after careful study and deliberation it has been determined that the efficiency of Authority meetings is in the best interest of the Authority and the citizens of the City; and

**WHEREAS**, the Chairman and Authority members have determined that it is necessary to set guidelines governing the agenda of Authority meetings to ensure more orderly and productive meetings;

**NOW, THEREFORE, BE IT RESOLVED** by the Chairman and Authority members of the Hospital Authority of Albany-Dougherty County as follows:

**Section 1.** A policy for the conduct of the public at Authority meetings of the Hospital Authority of Albany-Dougherty County attached hereto as "Exhibit A" is hereby adopted.

**Section 2.** All resolutions or parts of resolutions in conflict herewith are repealed.

**SO RESOLVED**, this 16<sup>th</sup> day of NOVEMBER, 2017.

**HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY**

By: *Fred J. Ghylleni*  
Chairman,

Attest: *[Signature]*  
Secretary,

(SEAL)

## EXHIBIT "A"

### **HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY POLICY ON THE CONDUCT OF AUTHORITY MEETINGS**

An agenda together with accompanying information shall be sent to the Chairman and each member of the Authority seven (7) days preceding the Authority meeting. This agenda, upon approval at the beginning of each meeting, shall govern the order of business for the meeting. Additions, deletions, or amendments to the approved agenda shall be made by a majority vote of the Authority.

Individuals who wish to appear before the Authority may submit a request to the Board Coordinator together with a statement of the topic to be addressed fourteen (14) days prior to the meeting. The request may be oral or in written or electronic form. The Board Coordinator shall confirm the receipt of the request in writing and provide the requestor with public appearance restrictions as adopted from time to time by the Authority. All those individuals who have timely submitted a written request to appear before the Board prior to the meeting shall be allowed to address the Authority for ten (10) minutes.

Immediately prior to each meeting, individuals who wish to address a specific agenda item shall complete a speaker appearance form, a copy of which is attached hereto as "Exhibit A." The speaker appearance form will be provided by the Board Coordinator or the Board Coordinator's designee who shall be available to answer any questions regarding procedures for addressing the Authority. Speakers who wish to address a specific agenda item shall be given three (3) minutes to make their remarks. No speakers will be allowed who did not complete a speaker appearance form before the meeting commenced.

There shall be no further comment by members of the public during the course of the meeting unless recognized by the Chairman after a majority vote of the Authority.

Following the approval of the minutes of the previous meeting, there shall be an agenda item entitled "speaker appearances." This agenda item shall contain a list of those individuals who have requested at least fourteen (14) days in advance of the meeting that their names be placed on the agenda. Following presentations by those on the agenda, the Chairman shall recognize those who wish to speak on a specific agenda item and have completed a speaker appearance form.

The Authority may refuse to allow public comment on those matters that are exemptions from the Georgia Open Meetings Act or any other statutes permitting non-disclosure. These matters would include, but are not limited to, real estate acquisitions, consultation with legal counsel regarding matters of litigation, the deliberation of personnel matters, a potentially commercially valuable plan, proposal or strategy that may be of competitive advantage in the operation of the Authority or its medical facilities which has not been made public or the actions of any peer review group which evaluates the quality and efficiency of health care providers.

Notwithstanding any provision contained in this policy, meetings of the Hospital Authority of Albany-Dougherty County are not open forums and speech shall be limited to those matters pertaining to the operation and function of the Hospital Authority of Albany-Dougherty County. Nothing in this policy shall provide any individual any right to make a presentation to the Authority that is irrelevant or unrelated to the Hospital Authority of Albany-Dougherty County and its mission.

Prior to any statement or presentation to the Authority, each speaker shall state his/her name and shall provide his/her address. Each speaker shall comply with the following restrictions:

1. No person shall be allowed to make obscene, derogatory, or slanderous remarks that disrupt the orderly conduct of the meeting.
2. No person shall disrupt the meeting or interfere in any way with the orderly conduct of the meeting.
3. Remarks shall end when a speaker's allotted time has expired.
4. Speakers may respond to questions from the Chairman and Authority member, should clarification be necessary. Provided, however, no person shall be permitted to enter into discussion with the Chairman or Authority member or any member of the Hospital staff during the conduct of a meeting.
5. No question or comment shall be directed to the Chairman or individual Authority members but shall be directed to the entire Authority.

Any person who willfully violates these rules shall be prohibited from appearing before the Authority for a period of six months. The Chairman shall order the removal of anyone who disrupts or interferes with the orderly conduct of the meeting.

Should the Chairman fail to carry out the directives of this policy, the Authority by a majority vote shall carry out the directive contained herein.

#### **Availability of Agenda**

Prior to any meeting of the Authority, the Administrator shall make available an agenda of all matters expected to come before the Authority at such meeting. The agenda shall be available upon request and shall be posted at the meeting site as far in advance of the meeting as reasonably possible, but shall not be required to be available more than two weeks prior to the meeting and shall be posted at a minimum at some time during the two-week period immediately prior to the meeting. Failure to include on the agenda an item which becomes necessary to address during the course of the meeting shall not preclude consideration of and action upon such item. New items shall be added or existing items deleted by a majority vote of the Authority.

**HOSPITAL AUTHORITY OF ALBANY-DOUGHERTY COUNTY  
SPEAKER APPEARANCE FORM**

**NAME:** \_\_\_\_\_

**ADDRESS:** \_\_\_\_\_

**CITY:** \_\_\_\_\_ **STATE:** \_\_\_\_\_ **ZIP:** \_\_\_\_\_

**PHONE:** \_\_\_\_\_ **E-MAIL:** \_\_\_\_\_

**AGENDA ITEM TO BE ADDRESSED:** \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Any individual wishing to address the Hospital Authority of Albany-Dougherty County must complete the information requested above. Speakers will be allotted three (3) minutes in which to complete their presentation abiding by the following rules:

- No person shall be allowed to make obscene, derogatory, or slanderous remarks that disrupt the orderly conduct of the meeting.
- No person shall disrupt or interfere in any way with the orderly conduct of the meeting.
- Remarks shall end when a speaker's allotted time has expired.
- Speakers may respond to questions from the Chairman and Authority members, should clarification be necessary; provided, however, no person shall be permitted to enter into discussion with the Chairman, an Authority member, or any member of the hospital or health system staff during the conduct of a meeting.
- No question or comment shall be directed to the Chairman or individual Authority members but shall be directed to the entire Authority Board.

Any person willfully violating these rules may be prohibited from appearing before the Authority for a period of six months. The Chairman shall order the removal of anyone who disrupts or interferes with the orderly conduct of the meeting.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Speaker Signature

Received by: \_\_\_\_\_  
Hospital Authority of Albany-Dougherty County Representative



**Hospital Authority**  
of Albany/Dougherty County

# 2018 Meeting Schedule

**Hospital Authority of Albany-  
Dougherty, Georgia**

**Suggested Meeting Dates for  
2018:**

**February 15, 2018**

**May 17, 2018**

**August 16, 2018**

**November 15, 2018**