**BE IT REMEMBERED** that the Chairman and the Board of Trustees of North Sunflower Medical Center, Ruleville, Sunflower County, Mississippi, met in their Regular Meeting on Wednesday,

19 December 2018, when and where the following were present:

Billy Joe Waldrup, Chairman and Trustee; H. T. Miller, III, Vice Chairman and Trustee; Bobbie Bounds Allen, Secretary and Trustee; Willie M. Burton and Phil McNeer, Trustees; Billy Marlow, Executive Director; Sam Miller, CEO; Rodney Clark COO; Leigh Ann Armstrong, Interim CFO; Arie Chandler, Administrative Assistant; and Sandra Britt, Administrative Assistant.

Absent: Lawson Holladay, Esquire

Guest: Johnny McWilliams, Esquire

Mr. Waldrup called the meeting to order at noon and asked Mr. Burton to open the meeting with a word of prayer. The minutes of the 28 November 2018 Regular Board Meeting were approved as distributed by motion offered by Mr. Miller and seconded by Ms. Allen and unanimously approved.

There was no unfinished business to bring before the Board for consideration.

The first order of New Business was for the Board to review and discuss the two quotes received for Workers’ Comp Insurance. Arie Chandler presented the following information to the Board for consideration:

HPICO presented the following quote. The Limits of Coverage were $1,000,000.00 for all categories and the Workers Comp Employee Benefits – as required by law. The total estimated premium is $146,356.00 with no deductible or $138,453.00 with a $1,000 deductible per each claim. Premiums will be calculated monthly based on actual payrolls utilizing an audit sheet. No additional taxes or fees. Premiums will be paid one month in arrears with no annual audit. There are also annual equity returns to member hospitals that provide a significant reduction in overall costs.

HUB International presented the following quote from LUBA Insurance Company, (an A M Best Rating of “A”). Limits of Coverage were $1,000,000.00 for all categories and the Workers Comp Benefits-as required by law. The total estimated premium is $174,309.00 with no deductible and a final audit of the policy made at the end of the policy period.

After discussion of all facets of the policy, it was determined that the HPICO quote through Tollison Insurance Agency was more attractive because of the lower premium and annual equity returns to member hospitals. After discussion, the Board decided they would consider the quote in the amount of $146,356.00 with no deductible rather than the one with the $1,000.00 deductible for each claim that was also offered.

**MOTION: I move to accept the best bid from HPICO in the amount of an estimated premium of $146,356.00 with no deductible with premiums calculated monthly based on actual payrolls utilizing an audit sheet and annual equity returns to member hospitals.**

**Maker: Phil McNeer Seconded by: Willie Burton**

**Motion Unanimously Approved**

Leigh Ann Armstrong, Interim CFO, presented the financial information as attached to the minutes. The entire Facility has a cash balance of $11.6 Million, total assets of $44 Million, and a Total Liabilities and Fund balance of $44 Million for the month of November. November’s Gross Revenue for the Hospital was $6.9 Million. The Hospital had a Net Loss of $191,744 in the month of November and a Net Loss of $378,836 Year to Date. Hospice had a Net Income of $14,430, Sunflower Diagnostic Center had a Net income of $17,143, Sunflower Eye Station had a Net loss of $6,704, Simply Sunflower had a Net Income of $1,791, Sunflower DME had a Net Income of $38,189, NSMC Pharmacy had a Net Loss of $4,340 and TRINA Health had a Net Loss of $3,172, and the Rural Health Clinic had a Net Income of $139,447 for the month of November.

Sam Miller presented the Administrator’s report as follows:

The Patient Centered Medical Home (PCMH) and Accountable Care Organization (ACO) is continuing to move forward ahead of schedule. There is much work and training taking place behind the scenes in order to go live with the ACO on January 16, 2019.

Mr. Miller reported that we are continuing with the assessment of each hospital department as an ongoing process in developing our strategic plan moving forward.

The Quality Assurance Report was given as follows:

Rodney Clark gave handouts of NSMC’s 2017-2018 Annual Evaluation that is required by the MS State Department of Health to all Board members. The report was reviewed and discussed in its entirety and is attached to these minutes. After review, the following motion was made:

**MOTION: I move to accept the 2017-2018 Annual Review required by the MS State Department of Health as attached to these minutes.**

**Maker: H.T. Miller, III Seconded by: Willie Burton**

**Motion Unanimously Approved**

Upon Motion made by Bobbie Allen and seconded by Phil McNeer, the Board adjourned at 12:49 P.M., subject to the call of the Chairman.

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Billy Joe Waldrup, Chairman Bobbie Bounds Allen, Secretary