North Sunflower Medical Center
Board of Trustees
Regular Meeting Minutes
27 May 2026

BE IT REMEMBERED the Chairman and the Board of Trustees of North Sunflower Medical Center, Ruleville, Sunflower County, Mississippi, met in their Regular Meeting on Wednesday, 27 May 2026, when and where the following were present:

H. T. Miller, III, Chairman and Trustee; Bobbie Bounds Allen, Secretary and Trustee; Willie M. Burton, Trustee; Mary Griffin, Trustee; Mike Myers, Trustee; Daniel Ceja, CEO; Brooks Rizzo, COO; Charlotte Sherwood, CFO; Sarah Williamson, Accounting Director; Kim Nesdahl, Administrative Assistant, and Lawson Holladay, Esquire

Mr. H.T Miller III called the meeting of the Board of Trustees to order at 11:57 AM. and opened the meeting with a word of prayer.

Mr. H.T. Miller welcomes everyone and introduces new board member Mike Myers and the new executive assistant Kim Nesdahl.

The minutes of 22 April 2026, Regular Board Meeting, were approved as distributed by motion offered by Mr. Willie Mays Burton, seconded by Mrs. Bobbie Bounds Allen, and unanimously approved.

The first order of unfinished business was to discuss receiving the intent to purchase hospice for $600,000 and the need for an evaluation.

After discussion a motion was made, to allow Daniel Ceja to engage with Grantham Poole PLLC to do an evaluation of the hospice at a cost of $5,000.

MOTION: I make the motion to approve having Grantham Poole PLLC do this evaluation for the hospice for the cost of $5,000.

Maker: Mrs. Bobbie Bounds Allen Seconder: Mr. Willie Mays Burton
Motion Unanimously Adopted

The second order of business was to discuss the contract for CFO- Jeff Bedford. After discussion a motion was made.

MOTION: I move to approve the contract for the CFO. A copy of the contract will be attached with these minutes.

Maker: Mr. Willie Mays Burton Seconder: Mrs. Bobbie Bounds Allen

Motion Unanimously Adopted

The third order of unfinished business was to discuss Dr. Doolittle's agreement. After discussion a motion was made.

MOTION: I move to approve the form of the agreement for Dr. Doolittle. A copy of the agreement will be attached with these minutes, when approved by the doctor.

Maker: Mrs. Mary Griffin Seconder: Mrs. Bobbie Bounds Allen
Motion Unanimously Adopted

The fourth order of unfished business was to discuss the staffing agency master agreement between North Sunflower Medical Center and Sunflower Workforce Solutions LLC. After discussion a motion was made.

MOTION: I move to approve the master agreement between North Sunflower Medical Center and LLC. A copy of the contract will be attached to these minutes.

Maker: Mrs. Bobbie Bounds Allen Seconder: Mr. Willie Mays Burton
Motion Unanimously Adopted

The last order of business was to discuss the amended wound care contract. After discussion a motion was made.

MOTION: I move to approve the amended wound care contract. A copy of the contract will be attached to these minutes.

Maker: Mr. Willie Mays Burton Seconder: Mrs. Mary Griffin
Motion Unanimously Adopted

The first order of new business was to review the re- application for Tony Reed CRNA for a two-year term. The application and Data Bank query for Tony Reed, CRNA was carefully reviewed by the Medical Staff, and the following motion was made:

MOTION: I move to accept the re-appointment application for Tony Reed, CRNA, and that he be approved for a two-year term ending 31 May 2028.

Maker: Mrs. Bobbie Bounds Allen Seconder: Mr. H.T. Miller
Motion Unanimously Adopted

The second order of New Business was to discuss the renaming of the administration building. After discussion a motion was made.

MOTION: I move to approve the renaming of the administration building as Billy Marlow Administration Building along with his picture and plaque, which will be paid for by North Sunflower Medical Center. The resolution so approved is set out below.

Maker: Mr. Willie Mays Burton Seconder: Mrs. Mary Griffin
Motion Unanimously Adopted

Board of Trustees Resolution

WHEREAS Billy Marlow served as Chief Executive Officer and Executive Director from 2004 through 2025, providing steadfast leadership and commitment to rural healthcare; and

WHEREAS his leadership strengthened operations, expanded services, and ensured access to care for the community.

NOW, THEREFORE BE IT RESOLVED that the administration building shall be named:

Billy Marlow Administration Building

BE IT FURTHER RESOLVED THAT the appropriate signage and commemorative plaque shall be installed.

ADOPTED this 27th day of May 2026

Resolution signed by;

H.T. Miller III, Board Chair
Daniel Ceja, Chief Executive Officer

The third order of new business was to discuss the sale of two pharmacy vehicles. After discussion, a motion was made,

MOTION: I make the motion to approve the sale of two vehicles; 2017 Ford Edge and 2020 Ford Fusion, which are hereby declared to be surplus property.

Maker: Mrs. Mary Griffin Seconder: Mr. Willie Mays Burton
Motion Unanimously Adopted

The fourth order of new business was to discuss the need for a Cost Report Expert. After discussion a motion was made,

MOTION: I move to approve Integra Management, LLC as the Cost Report Expert and to be evaluated on a six-month basis.

Maker: Mrs. Mary Griffin Seconder: Mrs. Bobbie Bounds Allen
Motion Unanimously Adopted

The fifth order of business was to discuss a workers compensation litigation. After discussion a motion was made.

MOTION: I move to approve the Workers Compensation Settlement with Alfreda Lofton in the amount of $25,000.
Maker: Mr. Mike Myers Seconder: Mr. Willie Mays Burton
Motion Unanimously Adopted

Sarah Williamson presented the financial information for **April** as follows. The entire facility had a cash balance of $4.6 million; total assets of $51.1 Million, and a total liabilities and fund balance of $51.1 Million. The Hospital's Gross Revenue was $9.1 Million for the month and $65.5 Million Year to Date. The Hospital had a Net Income Loss of ($2,214,926) for the month and a Year-to-Date Net Loss of ($2,910,748). Haire Drug had a Net loss of ($20,189) for the month and a year-to-date Net Income of $83,996. Hospice had a Net Loss of ($97,432) for the month and a Year-to-Date Net Loss of ($124,140). Diagnostic had a Net Loss of ($6,940) for the month and a Year-to-Date Net Income of $121,368. Simply Sunflower had a Net Loss of ($3,437) for the month and a Year-to-Date Net Income of $1,439. Sunflower DME had a Net Income of $48,670 for the month and a Year-to-Date Net Income of $479,509. The Pharmacy had a Net Income of $4,011 for the month and a year-to-date Net Loss of ($217,636). The Rural Health Clinic had a Net Income of $153,662 for the month and a Year-to-Date Net Income of $901,887. NSMC showed Net Loss of $2,096,204 for the month and Year-to-Date Net Loss of $1,671,264.

Greenwood DME had a Net Loss of ($681) for the month and a Year-to-Date Net Loss of ($11,532) Greenwood Hospice had a Net Loss of ($4) for the month and a Year-to-Date Net Loss of ($4,797). Greenwood Pharmacy had a Net Loss of ($13,806) and a year-to-date Net Loss of ($161,269) Greenwood Clinic had a Net Loss of ($217,164) for the month and a Year-to-Date Net Loss of ($405,005) Overall, Greenwood and Ruleville had a Net Loss of ($2,327,859) for the month and a Year-to-Date Net Loss of ($2,253,866).

Daniel Ceja and Brooks Rizzo gave the administrative report as follows:

Daniel informed the Board that he had presented the employment contract to Dr. Doolittle and was awaiting his review with legal counsel. He stated that Dr. Doolittle would provide feedback after consulting with his attorney. Daniel advised the Board that once the agreement is finalized, he will provide an update.

Daniel also informed the Board that the hospital received a demand letter from CMS regarding overpayment for the period of October 1, 2025, through the present. He explained that the overpayment resulted from a rate adjustment following the finalization of the cost report. Daniel further clarified that the previous $1.6 million payment related to the prior fiscal year's settlement has been paid.

Additionally, Daniel reported that the hospital received notification from Novitas regarding an in-house audit of the 2021 cost report.

Daniel informed the Board of a workers' compensation claim currently being managed by the hospital's insurance carrier and legal counsel. He stated that the claim had been settled and anticipated that the matter would soon be closed.

Daniel also reported that, following the Board's approval to engage with the company conducting the hospice appraisal, he would continue communications with the appraisal firm and keep the Board informed so that a decision can be made once the appraisal process is complete.

Regarding Sunflower Workforce Solutions, LLC, Daniel stated that he had contacted Jackson, Braswell, Mullins & Bailey, P.A. to obtain a quote for bookkeeping and payroll services. He reported that the firm estimated costs would range from approximately $700 to $1,800 per month, depending on staffing levels. The proposed services would include payroll processing, bookkeeping, and the preparation of monthly financial statements. Daniel stated that he would explore the possibility of maintaining these functions in-house and would report his findings and recommendations to the Board.

Daniel concluded his report by asking the Board if there were any questions.

Brooks gave her report as follows:

The average length of stay was 86 hours, which is less than the CMS standard of 96 hours. Our observation visits were 12 and the previous month was 6. Inpatient admissions were 13 and swing bed was 14. ER visits were 556 and for the previous month it was 533. Infusions went up from 227 to 239 this month. Patient satisfaction score is outpatient 95%.

Also, the rural clinic is due for survey, and we are prepared and ready for that, and then the hospital is also up for survey. Greenwood is not up until 2028.

The Ruleville Clinic saw 3683 patients with an average of 123 in April. Medicaid was 28% in Greenwood Clinic. They saw 2056 patients with an average of 69 a day, and their Medicaid is 36% Dr. Huddleston works full time in Greenwood. She has a lot of kids, so that's probably why the Medicaid rate is higher.

Mr. H.T. Miller asked for a motion to determine if the board should go into executive session to discuss personnel and possible litigation matters.

Mrs. Mary Griffin made the motion to consider going into an executive session to discuss personnel matters, seconded by Mr. Willie Mays Burton. Motion Unanimously Approved.

On motion of Mrs. Mary Griffin, seconded by Mr. Willie Burton, and unanimously approved, the Board will now go into executive session to discuss personnel and litigation matters. The Board went into executive session.

On motion of Mrs. Mary Griffin, seconded by Mr. Willie Burton, and unanimously approved, the board returned to regular session.

The Board adjourned at 3:07 P.M., subject to the call of the Chairman.

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H.T. Miller III, Chairman Bobbie Bounds Allen, Secretary