

MINUTES OF MEETING
OF THE
HOSPITAL AUTHORITY OF COLUMBUS, GEORGIA
April 26, 2022

A regularly scheduled meeting of the Hospital Authority of Columbus, Georgia (HAC) was held at 11:00 a.m. on Tuesday, April 26, 2022. The meeting was held in the conference room at Orchard View on Whitesville Road, Columbus, Georgia and by Conference call. A notice was emailed to each member. A copy of the notice was posted more than 24 hours before the meeting on the door of the building in which the meeting was held on Monday, April 25, 2022.

Present in person at the meeting were, Warner Kennon, Betty Tatum, Cynthia Jordan, and Dr. John Kingsbury. Participating via conference call were Chairman Ernie Smallman, Mike Welch, and Jennings Chester. Vice Chairman Sarah Lang joined after the meeting started.

Britt Hayes, Interim Acting CEO and Rick Alibozek, CFO were also present in person at the meeting. Kenneth M. Henson, Jr., Secretary/Attorney participated via conference call.

INVOCATION AND WELCOME

Chairman Ernie Smallman called the meeting to order. He welcomed everyone to the meeting. Britt Hayes asked everyone for a moment of silence in remembrance of Todd West who had been an administrator for the HAC and had recently passed away and then he opened with a prayer.

DETERMINATION OF QUORUM

It was determined during the meeting that there was a quorum.

MINUTES

The Board Minutes from the March 29, 2022 Board Meeting were reviewed and on motion made by Dr. John Kingsbury and seconded by Betty Tatum, the March 29, 2022 Minutes were unanimously approved by the Board.

BOARD BUSINESS

Kenneth M. Henson reported that he hoped to have a report on Board vacancy by the end of the Summer.

PRESIDENT'S REPORT

Britt Hayes gave the President's report.

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Orchard View had surveys in response to three complaints and an infection control survey. After the surveyors came, they determined there was nothing to resolve and no administrative oversight was needed because there were no violations. Dean Tovey was the administrator that handled these alleged violations.

Britt reported that Dean Tovey had decided to go back and become a respiratory therapist. He wanted to work with residents directly as opposed to the duties of an administrator. Britt is looking for a replacement.

Cobis: Britt noted that Freedom House at Cobis had added more residents and now had over 60 residents. Britt had met with Freedom House to determine if there were ways they could work together. Freedom House has residents that need employment and they are exploring the possibility of Freedom House residents working in janitorial, dietary, and other areas at Muscogee Manor.

Britt is also replating Cobis into a separate legal parcel and will then add a fence to separate to two properties.

Staffing: Britt is looking at new ways to staff. Previously, the HAC would have 125 applicants a month for positions. They are now only getting 65 applicants every quarter. In an effort to increase retention and attract staff, Britt is looking at daily pay, intermediate pay, and even pay loans based on pay.

Britt continues to look at Alliant QIO Quality Initiatives. They are looking at different partnerships. Britt is looking at options that will help improve care and reduce costs. They have been able to cut in-house wounds at Orchard View by 50% since November. Some ways to improve care is with newer equipment, software, and other tools. Currently, RNs and LPNs enter information based on hand-written notes from CNAs. By having a portable tablet available at each patient bedside, the CNAs will now be able to enter the needed information so the RNs/LPNs can focus on care instead of data entry. Britt is optimistic that there will be other quality initiatives that will improve care and reduce costs.

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K.H.J.

Muscogee Home Health: Britt gave an update on the sale to Pruitt Health of Muscogee Home Health. The sale is moving forward and Pruitt Health will lease the Muscogee Home Health building. Pruitt Health requested that the HAC Board pass a Resolution authorizing Britt to sign the documents that are necessary to sell the assets and lease the premises. On motion made by Dr. John Kingsbury and seconded by Betty Tatum, a Resolution was passed as drafted by Pruitt Health authorizing Britt Hayes to sign all the documents necessary to complete the sale and lease. Attached is a copy of the Resolution.

Vendors: Britt reported that they continue to review all vendors in an effort to provide better service and reduce costs. The food service vendor has not been performing well and has incurred problems delivering the needed items. Britt has had presentations from multiple food vendors and is looking at using Sysco to provide the food for all the HAC owned nursing homes. Sysco has local representatives and two warehouses that can provide product. It will also reduce costs 6%.

Britt is also looking at the dental service plan provided by Sanford Dental. They have had the dental contract for over 10 years. Unfortunately, they have not been able to provide appropriate dental care during COVID. Britt is looking to change to another company and is already impressed with some of the options they offer. For example, they have the ability to engrave dentures so residents do not mix up their dentures with another resident's dentures.

COVID-19 Report:

Covid activity within our facilities continues to diminish. No residents have tested positive since 2/15/22. No staff have tested positive since 2/14/22.

DPH showed that Muscogee County's Positivity Rate has declined the last month and stands at 2.0% for the last two weeks (2.5% at last Board meeting). Georgia's positivity rate is 3.4% for the last two weeks (1.5% at last Board meeting).

Per federal directives, we now use the County's TRANSMISSION rate from the CDC to assess the frequency that we must test our staff. Muscogee County currently is in the YELLOW. The following chart shows routine testing protocols based on color.

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High (Red)	Twice a week
Substantial (Orange)	Twice a week
Moderate (Yellow)	Once a week
Low (Blue)	Not recommended

Note: Vaccinated staff still do not need to be routinely tested.

The Level of Community Transmission map is only shown in colors, there are no corresponding percentages/numbers shown. This map dictates that Orchard View, Ridgecrest and Muscogee Manor continue mass testing **ONCE** weekly at this time.

We have administered over 1,000 Covid-19 vaccine doses to staff and residents Company-wide. We have Moderna vaccines in-house and are administering them weekly to those residents and staff who want them. We have scheduled Clinics at all of our facilities in cooperation with the Department of Public Health to administer Pfizer and Moderna boosters to anyone that is over 50 years of age and has not had a dose within 4 months.

DHHS has continued supplying antigen ‘quick swab’ tests, but quantities have ebbed and flowed in relation to the number of cases that we are reporting through the National Safety Healthcare Network (NHSN). The organization estimates the number of staff for your facility and the corresponding County Positivity Rate. We have received supplemental PCR Molecular testing kits from our vendor and have them available if needed.

On Tuesday, April 12th, the U.S. Department of Health & Human Services extended the Public Health Emergency from April 16th through July 15th, 2022.

CFO REPORT

Rick Alibozek gave the Statical Report and Financial Report. A copy of the Statistical Report and Financial Report were distributed to each Board Member. Rick reported the UPL is set to occur by May 12th in the amount of \$6.7MM.

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KNTJ.*

STATISCAL REPORT

Attached to these Minutes is the FY 2020 YTD Statistical Report Year Ended June 30, 2022.

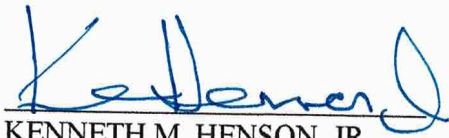
FINANCIAL REPORT

Attached to these Minutes is the Hospital Authority of Columbus Consolidated Summary Report Month Ended March 31, 2022.

NEXT MEETING

The next meeting will be Tuesday, May 31, 2022.

There being no further business the meeting was adjourned.



KENNETH M. HENSON, JR.
Secretary



ERNEST SMALLMAN, IV.
Chairman

**CONSENT OF BOARD OF DIRECTORS
OF
THE HOSPITAL AUTHORITY OF COLUMBUS, GEORGIA**

The undersigned, being all of the directors of the Hospital Authority of Columbus, Georgia (the "Authority"), hereby consent to and take the following actions and adopt the following resolutions effective as of the 26th day of April, 2022.

RESOLUTION:

WHEREAS, the Board of Directors has been advised that the Authority has the opportunity to sell that certain Medicare-certified home health agency known as Muscogee Home Health and certain assets utilized in the operation thereof (the "Transaction") as set forth in that certain Asset Purchase Agreement dated as of the date hereof (the "Purchase Agreement"), by and between the Authority as seller and PruittHealth Home Health, Inc. (the "Buyer"); and

WHEREAS, the Board of Directors finds the Transaction to be in the best interest of the Authority; and

WHEREAS, the Board of Directors deems it to be in the best interest and to the direct benefit of the Authority that the Authority enter into the Transaction, and execute and deliver the documents needful and necessary thereto and to perform its obligations thereunder.

NOW, THEREFORE, BE IT RESOLVED that the Transaction is hereby approved.

BE IT FURTHER RESOLVED that the Board of Directors authorizes Britt Hayes, as Chief Executive Officer (the "CEO") of the Authority, to execute, seal and deliver on behalf of the Authority the Purchase Agreement and any and all other documents needful and necessary to the closing of the Transaction, with such modifications, additions and amendments as he shall approve, all in such form as may be approved, such approvals to be conclusively evidenced by the execution, delivery or indication thereof (collectively, the "Transaction Documents").

RESOLVED FURTHER, that the Authority is hereby authorized to perform its obligations under the Transaction Documents.

RESOLVED FURTHER, that in order to carry out fully the intent and effectuate the purposes of the foregoing resolutions, the CEO is hereby authorized and empowered to take all such further actions and to execute and deliver all such further agreements, instruments, certificates and documents, for and on behalf of the Authority, and to pay all such fees and expenses, which shall in his judgment be necessary, proper or advisable.

RESOLVED FURTHER, that the Authority hereby approves, adopts, confirms, and ratifies any and all acts taken prior to the date hereof in connection with the Transaction, including the preparation, execution, and delivery of agreements, instruments, and other documents, taken for and on behalf of the Authority, as the valid and binding acts of the Authority.

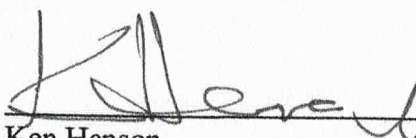
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RESOLVED FURTHER, that the authority conferred by these resolutions shall be irrevocable and the Buyer shall be entitled to rely thereon until receipt by Buyer of written notice of the cancellation or modification thereof.

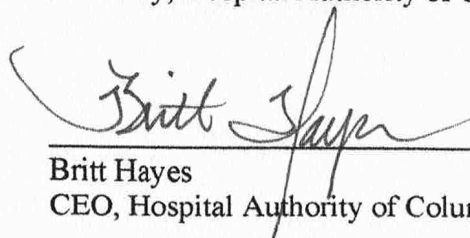
DIRECTORS:



Ernest Smallman
Chairman, Hospital Authority of Columbus, GA



Ken Henson
Secretary, Hospital Authority of Columbus, GA



Britt Hayes
CEO, Hospital Authority of Columbus, GA

HOSPITAL AUTHORITY OF COLUMBIUS
 FY 2022 YTD Statistical Report
 Year Ended June 30, 2022

	June	May	Apr	Mar	Feb	Jan	Dec	Nov	Oct	Sept	August	July	Average	Prior Year
Orchard View														
% Occupancy	59.23%	59.88%	60.32%	59.71%	60.42%	61.23%	60.50%	79.37%	60.50%	57.58%	56.18%	59.45%	59.45%	64.00%
Medicaid%	78.27%	76.14%	73.80%	76.50%	75.83%	79.85%	79.85%	75.83%	79.85%	81.74%	77.75%	77.69%	77.69%	75.65%
Medicare%	5.42%	8.20%	7.81%	7.16%	8.94%	6.22%	5.26%	5.26%	6.22%	5.49%	6.45%	6.45%	6.45%	12.81%
Private %	7.19%	5.96%	9.20%	7.27%	5.93%	4.24%	5.56%	5.04%	4.24%	5.04%	13.55%	7.10%	7.10%	8.15%
Hospice %	7.22%	7.46%	7.75%	8.54%	7.72%	8.40%	7.85%	7.85%	8.40%	7.42%	5.11%	7.50%	7.50%	2.52%
ADV %	1.90%	2.24%	1.44%	0.53%	1.57%	1.29%	1.96%	1.29%	1.29%	0.31%	0.00%	1.25%	1.25%	0.87%
Daily Medicare and ADV Census	8.68	12.50	11.15	9.20	12.70	9.19	8.74	6.67	9.21	6.67	4.03	9.21	9.21	17.15
Employment (Full Time Equivalents)	180.66	190.72	205.95	213.60	203.14	199.32	202.60	196.53	206.05	199.84	213.49	199.84	199.84	213.49
Ridgetrest														
% Occupancy	23.20%	25.06%	21.74%	26.08%	22.38%	23.27%	20.24%	23.27%	23.27%	24.04%	21.39%	23.04%	23.04%	27.70%
Medicaid%	19.87%	32.35%	35.69%	30.76%	31.03%	25.58%	20.78%	25.58%	25.58%	11.66%	11.13%	24.32%	24.32%	42.66%
Medicare%	44.54%	21.72%	29.51%	38.73%	35.46%	45.38%	43.93%	45.38%	45.38%	52.72%	66.61%	42.07%	42.07%	33.67%
Private %	26.32%	31.67%	25.97%	22.53%	26.60%	23.76%	18.04%	23.76%	23.76%	18.37%	12.39%	22.85%	22.85%	2.56%
Hospice %	5.13%	2.49%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.85%	0.85%	0.24%
ADV %	4.14%	11.77%	8.83%	7.96%	6.91%	5.28%	17.25%	6.91%	5.28%	17.25%	9.87%	9.92%	9.92%	4.21%
Daily Medicare and ADV Census	9.49	7.05	7.00	10.22	7.97	9.90	10.40	7.97	9.90	14.13	13.74	9.99	9.99	6.55
Employment (Full Time Equivalents)	29.02	28.32	34.14	31.50	30.49	31.74	33.11	33.69	36.31	33.69	36.31	32.04	32.04	38.02
Muscooke Manor														
% Occupancy	54.39%	60.06%	60.76%	64.45%	62.57%	62.96%	60.84%	62.57%	62.96%	62.66%	64.99%	61.52%	61.52%	64.12%
Medicaid%	84.99%	89.40%	88.54%	85.05%	90.13%	92.13%	98.90%	90.13%	92.13%	95.28%	93.87%	90.92%	90.92%	83.56%
Medicare%	6.60%	6.44%	5.28%	7.95%	5.42%	3.62%	1.13%	5.42%	3.62%	2.15%	2.66%	4.58%	4.58%	12.02%
Private %	1.88%	-0.87%	2.47%	2.77%	2.13%	1.12%	-1.22%	2.13%	1.12%	0.76%	2.22%	1.25%	1.25%	1.05%
Hospice %	4.90%	4.83%	3.12%	2.62%	1.79%	0.93%	1.68%	1.79%	0.93%	1.15%	0.91%	2.44%	2.44%	2.00%
ADV %	1.63%	0.20%	0.59%	1.61%	0.53%	2.20%	-0.48%	0.53%	2.20%	0.67%	0.35%	0.81%	0.81%	1.37%
Daily Medicare and ADV Census	8.77	6.78	6.06	10.48	6.34	6.22	0.67	6.34	6.22	3.00	5.74	14.87	14.87	14.87
Employment (Full Time Equivalents)	113.47	110.77	116.43	128.58	121.20	112.24	118.85	108.29	109.71	115.50	115.50	115.50	115.50	133.23
Muscooke Home Health														
Employment (Full Time Equivalents)	5.17	6.23	7.22	8.32	7.68	8.06	8.46	8.06	10.14	8.06	10.14	7.70	7.70	10.16

HOSPITAL AUTHORITY OF COLUMBUS
CONSOLIDATED SUMMARY REPORT
MONTH ENDED MARCH 31, 2022

	Orchard View	Home Office	Ridgecrest	Muscogee Manor	Total Nursing Home	Cobles PCH	Muscogee Home Health	River Mill	Consolidated
BALANCE SHEET									
Cash	\$ 4,968,226	\$ -	\$ 7,876,993	\$ 10,172,582	\$ 23,019,801	\$ 1,156	\$ 40,862	\$ 3,318,253	\$ 26,380,072
Other Current Assets	2,968,873	-	1,796,970	2,774,901	7,540,744	2,247	223,250	-	7,766,241
Intercompany Balances	21,978,505	-	1,904,248	(14,066,664)	9,816,089	(6,378,506)	(2,067,264)	(1,370,319)	-
Noncurrent Assets	35,343,558	-	36,803,175	7,788,052	79,934,785	160,552	158,979	564,920	80,819,236
Total Assets	\$ 65,259,162	\$ -	\$ 48,383,386	\$ 6,668,871	\$ 120,311,419	\$ (6,214,551)	\$ (1,644,173)	\$ 2,512,854	\$ 114,965,549
Current Liabilities	\$ 1,389,840	\$ -	\$ 518,152	\$ 800,298	\$ 2,708,290	\$ 4,405	\$ 71,386	\$ -	\$ 2,784,081
Non-current Liabilities (excluding bonds)	9,681,474	-	4,073,020	5,937,582	19,692,076	360,100	624,516	-	20,676,692
Bonds Payable	25,231,001	-	30,481,127	-	55,712,128	-	-	-	55,712,128
Total Liabilities	36,302,315	-	35,072,299	6,737,880	78,112,494	364,505	695,902	-	79,172,901
Fund Balance	28,956,847	-	13,311,087	(69,009)	42,198,925	(6,579,056)	(2,340,075)	2,512,854	35,792,648
Total Liabilities and Fund Balance	\$ 65,259,162	\$ -	\$ 48,383,386	\$ 6,668,871	\$ 120,311,419	\$ (6,214,551)	\$ (1,644,173)	\$ 2,512,854	\$ 114,965,549
INCOME STATEMENT									
Revenue	\$ 1,808,623	\$ 41,195	\$ 1,264,398	\$ 1,947,636	\$ 5,061,852	\$ -	\$ 61,650	\$ -	\$ 5,123,502
Operating Expenses	1,171,035	164,908	324,694	1,064,700	2,725,337	4,779	75,345	69	2,805,530
Net Profit (Loss) before Noncash expense	637,588	(123,713)	939,704	882,936	2,336,515	(4,779)	(13,695)	(69)	2,317,972
Provision for Bad debts	-	-	1,109	(1,068)	41	-	-	-	41
Interest expense	(64,252)	-	(82,826)	-	(147,078)	-	-	-	(147,078)
Depreciation and Amortization	(86,081)	-	(95,375)	(10,429)	(191,885)	(377)	-	-	(192,262)
Current Month Income (loss)	\$ 487,255	\$ (123,713)	\$ 762,612	\$ 871,439	\$ 1,997,593	\$ (5,156)	\$ (13,695)	\$ (69)	\$ 1,978,673
YTD Income (loss)	\$ (1,142,801)	\$ (1,066,375)	\$ (946,406)	\$ 387,987	\$ (2,767,595)	\$ (35,160)	\$ (209,344)	\$ 1,625,924	\$ (1,386,175)