Highlands County
Hospital District Board of Commissioners
September 24, 2026, Regular Meeting
MINUTES

The Highlands County Hospital District Board of Commissioners met at 1:34pm on Thursday, September 24, 2026, at the Highlands County Commissioner's Board Room. Notice of the Regular Meeting was published in the Highlands News Sun on September 6, 2026. The notice is filed in the Board's meeting file.

COMMISSIONERS PRESENT: Victor Divietro, Dean Gerber, Dusty Johnson, Jeff Roth, Katie Wilson

COMMISSIONERS ABSENT: none

OTHERS PRESENT: Bert Harris – Swaine, Harris & Wohl, PA; Mark Cox – Wicks, Brown, Williams, Gail Escobar- Clerk; Laurie Hurner, Administrator - Highlands County BOCC; Ingra Gardner - Community Programs Director; Leah Sauls – Development Services Director, Sadie McNew – Development Services; Henry Capote – CEO HCA Florida Highlands; Mya Reizen - Jones Walker, Jennifer Ungru – Jones Walker, Don Steigman – Sunset Healthcare; Dan Russel – Jones Walker via TEAMS; Corey Palasota and Elliot Jeter – Weaver and Tidwell via TEAMS; members of the public

I. MEETING CALLED TO ORDER at 1:34 pm by Chairman Gerber.

II. INVOCATON AND PLEDGE OF ALLEGIANCE
Mr. Roth led the pledge of allegiance and gave the invocation.

III. APPROVAL OF MINUTES
MOTION: Ms. Wilson made a motion seconded by Mr. Johnson to approve the minutes of the regular meeting of May 28, 2026 and special meeting of August 14, 2026. Upon roll call, all Members voted aye. The motion carried.

IV. ACCOUNTANT'S REPORT
Mark Cox of Wicks, Brown, Williams & Co presented the accountant's report for the third quarter ending June 30,2026 with investments updated through July 31, 2026, cash flow through June 30, 2026, detailed check register for the third quarter, and brokerage statements updated through July 31, 2026. Also presented was the amended budget ending September 30, 2026, proposed budget ending September 30, 2027, and letter of engagement for fiscal year ending September 30, 2027.

MOTION: Mr. Johnson made a motion seconded by Mr. Divietro to accept the accountant's report as presented. Upon roll call, all Members voted aye. The motion carried.

MOTION: Mr. Divietro made a motion seconded by Ms. Wilson to approve the amended budget ending September 30, 2026. Upon roll call, all Members voted aye. The motion carried.

MOTION: Mr. Divietro made a motion seconded by Ms. Wilson to approve the budget ending September 30, 2027. Upon roll call, all Members voted aye. The motion carried.

MOTION: Mr. Roth made a motion seconded by Mr. Johnson to approve the letter of engagement for fiscal year ending September 30, 2027. Upon roll call, all Members voted aye. The motion carried.

V. APPROVAL OF PAYMENT OF INVOICES

MOTION: Mr. Johnson made a motion seconded by Mr. Divietro to approve payment of invoices for Highlands News Sun – 187.06; Mid Florida IT - 2,893.40; Swaine Harris & Wohl, PA - 37,961.30; Wicks, Brown, Williams & Co. – 960.00; Jones Walker, LLP – 150,004.64; Weaver and Tidwell, LLP – 10,000.00 for a total of *$202,006.40* as presented by the Clerk. Upon roll call, all Members voted aye. The motion carried.

VI. DUKE ENERGY EASEMENT

Bert Harris, legal counsel, presented the permanent easement for cable that will be installed and a construction easement that will cover the days while the utility cable is being installed under the helipad. The easement gives priority to landing and/or departure of helicopters at any time during the construction period. This easement is revocable since the helipad always takes priority. The subcontractors will coordinate the construction process with Mr. Capote.

MOTION: Mr. Divietro made a motion, and Ms. Wilson seconded the motion to approve the easement agreement and temporary access and construction easement with Duke Energy, Florida, LLC. Upon roll call, all Members voted aye. The motion carried.

VII. HCA FLORIDA HIGHLANDS REPORT

A. Henry Capote, CEO, provided an update to hospital investments and involvement in community events.

B. In consultation with HCA's corporate office, Mr. Capote presented a request to extend the time to present a lease proposal from HCA to the District Board to October 15, 2026. The request is due to lease extensions and must be fully vetted by HCA's senior leadership team which meets on a monthly and October 15 allows for the timing of that meeting.

Mr. Harris provided a copy of a resolution that coincides with this extension which addresses several other items that will guide the development of the lease proposal. Mr. Harris will present the resolution at the end of the agenda.

MOTION: Mr. Divietro made a motion, and Ms. Wilson seconded the motion to extend the time to October 15, 2026 for Sebring Health Services, LLC, d/b/a HCA to present their proposal for extension of the lease subject to the terms of the resolution that will be considered later in the meeting. Upon roll call, all Members voted aye. The motion carried.

John Guerra with the Highlands News-Sun asked if he could get a copy of the HCA's quarterly report, and the proposal when it is received.

NOTE: The report of reference is to the quarterly update that is given at each quarterly meeting which is not a written report.

VIII. THE WEAVER REPORT

Corey Palasota, Partner, and Elliott Jeter – Managing Director, with Weaver and Tidwell, LLP, appeared via TEAMS to present the valuation report to the District Board. Mr. Palasota also introduced the other individuals who were a part of the team that contributed to the report but did not appear via TEAMS. This report has been posted to the District's website. The report included fair market value of analysis of the hospital lease; business valuation and benchmarking report; real estate appraisal; personal property appraisal; and supplemental 2026 capital projects. The presentation was followed by questions from the Board members. Mr. Harris requested that the cover page of the report be changed to read that the report was prepared for the Highlands County Hospital District and not Jones Walker since state law required it of the District.

MOTION: Mr. Divietro made a motion seconded by Mr. Johnson to accept the Weaver report as presented. Upon roll call, all Members voted aye. The motion carried.

IX. THE SUNSET REPORT

Don Steigman, Sunset Healthcare Consultants, LLC, presented his analysis report of the hospital. The report has been posted to the District's website. The report included summary of performance indicators (including financial and quality) for the hospital compared to for profit and not-for-profit; determining net benefit to the community to operate the hospital as a for-profit or not-for-profit entity; analysis of findings from Agency for Health Care Administration (AHCA) relating to hospital matters; and core criteria to evaluate potential lease or sale.

MOTION: Mr. Johnson made a motion seconded by Mr. Roth to accept the Sunset report as presented. Upon roll call, all Members voted aye. The motion carried.

X. CHAPTER 287, F.S. PROCESS

Dan Russell, Partner with Jones Walker, LLP, presented the recommended process for next steps as to a lease or a sale. The process includes two possible options, which are a lease modification and a competitive procurement. Mr. Russell explained the two options and provided detail of each. The procurement process is governed by Chapter 287 of Florida Statute.

XI. KEY TERMS AND REQUIREMENTS FOR ALL RESPONDENTS

A. Myla Reizen, with Jones Walker, LLP, presented the Information Request for Minimum Qualifications, Background, and Core Criteria to Evaluate Potential Lease or Sale. This is minimum information that would be asked of all respondents for a lease or a sale.

B. Also presented was a Summary of Select Lease Terms which addresses the information that would be integrated into a lease if that path is chosen by the District Board and used for the RFP process. The information includes Certain Basic Terms; Operations and Use; Service Line Maintenance; Commitment to Community; Employees and Physicians; Investment; Reporting; and Other Terms to Consider.

After questions from Board members, it was confirmed that the RFP process could allow for either lease or purchase options; the HCA proposal on October 15 will be for a long-term modification extension.

Currently, the Board is waiting for a response from HCA on October 15, 2026 for their proposal for a long-term lease modification.

RESOLUTION REGARDING THE SEBRING HEALTH SERVICES PROPOSAL TO EXTEND OR MODIFY THE HOSPITAL LEASE

Mr. Harris reviewed the resolution before the Board which provides the status of the sale or lease of the hospital. The Enabling Act was amended to include the option to sell or to lease and an evaluation of the hospital has been completed; The District requested a proposal from HCA as to a modification of the lease, which would be a long-term lease, also understanding that the BOCC gave previous direction to the District Board to sell the hospital. This enables the Board to receive HCA's proposal and present it to the BOCC, allowing both Boards to consider it prior to the District Board's final decision. The resolution

provides for the specifics of the submission of the proposal from HCA and subsequent actions.

MOTION: Mr. Johnson made a motion seconded by Mr. Divietro to approve the Resolution and to include the printing of the word CONFIDENTIAL typed in red 18 font on each page of the clean copy of the proposal. Upon roll call, all Members voted aye. The motion carried.

Ms. Wilson excused herself due to a prior commitment.

XII. DISTRICT WEBSITE AND AUDIO/VIDEO RECORDING

At the special meeting on August 14, the Board approved a contract with Get Fished Slapped to record all meetings on a meeting-to-meeting basis. There was also discussion of getting an explanation from the County of why the District would not be able to use the recording system that is in the BOCC Board Room to record the District meetings.

Laurie Hurner, County Administrator, stated that the Hospital District is a board that has been created by the state and operates in a manner like the Spring Lake Improvement District, both being entities separate from the BOCC. The BOCC records internal meetings for its purposes and uses and posts those meetings to the County website as needed but does not provide that same service to outside entities. The same pertains to the posting of information for the District on the County website. Occasional postings are and were not a concern for the county staff, but the recent increase in volume was not something that the PIO office could maintain on the District webpage.

AUDIO/VIDEO RECORDING

The District Board confirmed the continuation of the private recording of meetings by Get Fish Slapped until this Board decides otherwise.

WEBSITE

The Board decided to go forward with the proposal from Mid Florida IT for setup of the email accounts for all Board members and any others needed up to 10 maximum per the proposal presented at the August 14 meeting by Mid Florida IT.

Chairman Gerber recognized Jimmy Wohl in attendance who was a member of the District Board when the original lease was entered into in 1985.

XIII. COMMENTS FROM THE PUBLIC

Susie Bishop asked if the final decision to lease or to sale would lie with the Board of County Commission. In response, the final decision does not fall with the County Commission, but the District Board will take the opinion of the BOCC into consideration when making the final decision.

Jimmie Wohl asked if all the funds from the sale of the hospital will be for health care purposes and how the funds will be administered. He expressed concerned for the use of the funds. In response, if the hospital is sold, the District Board is resolved within 30 days, and all the funds will revert to the BOCC who will administer the use of those funds, though it must be for health services within the county.

Bill Stephenson, Executive Director of Samaritan's Touch Health Care Services, asked if the funding could possibly be used for purchasing an ambulance. Chairman Gerber stated that the use of the funding has not changed, but that augment is one that may have to be made later. The funds are primarily for pilot programs and to expand current services.

XIV. ADJOURNMENT

Chairman Gerber adjourned the meeting at 4:14 pm.
Next regular meeting is set for Thursday, October 29, 2026.

Dean W. Gerber, Chairman

Lynn Wudtke, Special Secretary