



**NORTH BROWARD
HOSPITAL DISTRICT
BOARD OF COMMISSIONERS'
REGULAR MEETING**

**Weston Regional Health Park
1st floor conference room
2300 North Commerce Parkway
Weston, Florida**

MINUTES

The Regular meeting of the Board of Commissioners of the North Broward Hospital District was held on Wednesday, October 24, 2007 at 9:00 a.m. in the 1st floor conference room at Weston Regional Health Park, 2300 North Commerce Parkway, Weston, Florida.

Notice of this meeting is attached to the official Minutes as EXHIBIT I. The official Agenda for this meeting, as presented for the consideration of the Board, is attached to the official Minutes as EXHIBIT II. Original registration sheets listing attendees, as well as those who wished to address the Board, are attached to the official Minutes on file in the Board of Commissioners' office.

Chair Stoll called the meeting to order at 9:05 a.m.

ROLL CALL

Commissioners:

Present: Commissioner Rebecca L. Stoll, Chair
 Commissioner Maureen Jaeger, Vice Chair
 Commissioner Rhonda A. Calhoun, Secretary
 Commissioner Robert C. Bernstein, Treasurer
 Commissioner Daniel E. Gordon, Board member
 Commissioner Joseph M. Cobo, Board Member
 Commissioner Miguel Fernandez, Board Member

The invocation was given by Chaplain Rick Braswell, Broward Sheriff's Office, followed by Pledge of Allegiance led by Natassia Orr, Administrator of Weston Regional Health Park.

Commissioner Stoll said that there were two announcements to be made prior to the Election of Officers.

Commissioner Stoll thanked her fellow Commissioners for trusting her with the Chair position for the past month. She stated that she has worked exceptionally hard; however, at this time she is withdrawing her name for consideration for the position of Chair in the upcoming election.

She stated the reason for doing this is simply because she cannot work with the CEO and General Counsel. During the past month, she has uncovered disturbing facts about how the CEO and General Counsel perform their jobs and she has detailed some of the reasons in her emails to the Board, copies of which will be provided to the Secretary to include in the Public Record of this meeting. Commissioner Stoll stated that she believes that there are serious problems that need to be investigated as soon as possible. She said that she will discuss this further later in meeting.

Commissioner Jaeger announced that she has informed the Governor's office that she will be relocating to New York. She stated that she would remain on the Board until a replacement is appointed.

ELECTION OF OFFICERS

Laura Seidman, General Counsel, opened the nominations for Chair:

Commissioner Cobo nominated Commissioner Fernandez for the position of Chair. It was seconded by Commissioner Bernstein. There being no further nominations, nominations were closed.

Roll call vote showed:

- Commissioner Stoll - yes
- Commissioner Jaeger - yes
- Commissioner Calhoun - yes
- Commissioner Bernstein - yes
- Commissioner Gordon - yes
- Commissioner Cobo - yes
- Commissioner Fernandez – yes

Ms. Seidman opened nominations for Vice Chair:

Commissioner Bernstein nominated Commissioner Calhoun for the position of Vice Chair. It was seconded by Commissioner Fernandez. Commissioner Stoll nominated Commissioner Jaeger, however, Commissioner Jaeger declined. There being no further nominations, nominations were closed.

Roll call vote for the nomination of Commissioner Calhoun showed:

- Commissioner Stoll - yes
- Commissioner Jaeger - yes
- Commissioner Calhoun - yes
- Commissioner Bernstein - yes
- Commissioner Gordon - yes
- Commissioner Cobo - yes
- Commissioner Fernandez – yes

Ms. Seidman opened nominations for Secretary:

Commissioner Cobo nominated Commissioner Stoll for the position of Secretary. It was seconded by Commissioner Jaeger. Commissioner Calhoun nominated Commissioner Gordon for the position of Secretary; however, there being no second to the motion, nomination failed. There being no further nominations, nominations were closed.

Roll call vote for Commissioner Stoll showed:

Commissioner Jaeger - yes
Commissioner Calhoun - yes
Commissioner Bernstein - yes
Commissioner Gordon - yes
Commissioner Cobo - yes
Commissioner Fernandez – yes
Commissioner Stoll – yes

Ms. Seidman opened nominations for Treasurer:

Commissioner Calhoun nominated Commissioner Bernstein for the position of Treasurer. It was seconded by Commissioner Gordon. Commissioner Stoll nominated Commissioner Cobo for the position of Treasurer. It was seconded by Commissioner Fernandez. There being no further nominations, nominations were closed.

Roll call vote for Commissioner Bernstein as Treasurer showed:

Commissioner Stoll – no
Commissioner Jaeger – no
Commissioner Calhoun – yes
Commissioner Gordon - yes
Commissioner Bernstein – yes
Commissioner Fernandez – no
Commissioner Cobo – no

Nomination did not pass.

Roll call vote for Commissioner Cobo as Treasurer showed:

Commissioner Stoll – yes
Commissioner Jaeger – yes
Commissioner Calhoun – no
Commissioner Gordon - no
Commissioner Bernstein – no
Commissioner Fernandez – yes
Commissioner Cobo – yes

Nomination passed. Commissioner Cobo has been elected Treasurer.

Ms. Seidman opened nominations for Assistant Secretary: Commissioner Calhoun nominated Commissioner Gordon. It was seconded by Commissioner Stoll. There being no further nominations, nominations were closed.

Roll call vote showed:

Commissioner Stoll – yes
Commissioner Jaeger – yes
Commissioner Calhoun – yes
Commissioner Gordon – yes
Commissioner Bernstein – yes
Commissioner Fernandez – yes
Commissioner Cobo – yes

Motion carried.

Ms. Seidman congratulated the officers and closed the Election of Officers.

Chair Fernandez thanked his fellow Commissioners for giving him the opportunity to serve as Chair. He commented that he would work as hard as he possibly can to make sure that he does not let the Commissioners or the employees of Broward Health down--and, more importantly, the taxpayers of Broward County.

At this time, Commissioner Stoll turned the meeting over to the new Chair, Commissioner Fernandez.

AETNA FOUNDATION AWARD ANNOUNCEMENT

Ms. Jasmin Shirley, VP of Community Health Services, announced to the Board that an award grant (check) has been given to Community Health Services for a proposal submitted to fund "Families in Training" (FIT). This is the newest initiative implemented at 7th Avenue Family Health Center Pediatrics Department to address childhood obesity. This program is in collaboration with Joseph C. Carter Park (City of Fort Lauderdale Parks and Recreation) and the Disease State Management Department of Broward Health.

COMMENTS FROM AUDIENCE: Paul Sallarulo, former Commissioner and Chair of the Board, congratulated the officers and thanked them for holding the farewell reception for Commissioner Jackson and him. He wished the Commissioners well and stated that he enjoyed his eight years on the Board. He also thanked the staff for all that they have done for him and his family over the past eight years.

Joseph Scott introduced Ms. Adrienne Karanusic, RN, BGMC's endoscopy department, who was presented the 2007 "Hospital Hero of the Year" award on October 18, at FHA's annual meeting. Mr. Scott said that Adrienne went above and beyond in taking care of a Croatian patient who spoke no English and suffered from stomach cancer. Mr. Scott commented that FHA President Wayne Nesmith said that Ms. Karanusic was selected for her commitment to her patients and the people of her community which symbolizes the team of hospital heroes that work in our organizations each day. Mr. Scott said that he is very proud to have Ms. Karanusic represent Broward Health, Broward General and the State as a Hospital Hero.

Mr. Levine commented that he attended the dinner and the awards presentation at the Florida Hospital Association annual meeting were Ms. Karanusic received her award. He said he found it most inspirational to learn that not only did Ms. Karanusic and her family provide care, there neighbors also provided care to this patient. He also said that when Ms. Karanusic got up to accept the award, she said that everybody who takes care of patients is a hero and the way she deflected that credit was inspirational to Mr. Levine. Mr. Levine also said that he was so proud to have her as part of Broward Health's family.

APPROVAL OF MINUTES

1. Request approval of the Minutes of a Regular Meeting of the Board of Commissioners held September 26, 2007.

It was moved by Commissioner Cobo, seconded by Commissioner Stoll:

THAT THE MINUTES OF THE REGULAR MEETING OF THE BOARD OF COMMISSIONERS HELD ON SEPTEMBER 26, 2007 BE APPROVED AS PRESENTED.

Motion carried unanimously.

2. Request approval of the Minutes of the Special Board of Commissioners meeting, Second and Final Tax Hearing, held on September 26, 2007.

It was moved by Commissioner Stoll, seconded by Commissioner Cobo:

THAT THE MINUTES OF THE SPECIAL MEETING OF THE BOARD OF COMMISSIONERS, SECOND AND FINAL TAX HEARING, HELD ON SEPTEMBER 26, 2007 BE APPROVED AS PRESENTED.

Motion carried unanimously.

MEDICAL COUNCIL AGENDA

3. **SURGERY CENTER OF WESTON LLC**

In the absence of Dr. Sheldon, Natassia Orr, Administrator for Weston Regional Health Park, reported that the Medical Council had reviewed and recommended for approval by the Board of Commissioners all exhibited Medical Staff Additions; Allied Health Professional Additions; Medical Staff Resignations; Medical Staff Reappointments and Allied Health Reappointments.

It was moved by Commissioner Calhoun, seconded by Commissioner Cobo:

THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF THE SURGICAL CENTER WESTON LLC MEDICAL COUNCIL OF ITEMS 3 A – E:

- A. Medical Staff Additions
- B. Allied Health Professional Additions
- C. Medical Staff Resignations
- D. Medical Staff Reappointments
- E. Allied Health Reappointments

Motion carried unanimously.

4. **BROWARD GENERAL MEDICAL CENTER**

Dr. Wilfred McKenzie, Chief of Staff of Broward General Medical Center, reported that the Medical Council had reviewed and recommended for approval by the Board of Commissioners all exhibited Medical Staff Changes and Additions; Allied Health Changes and Additions; Community Health Changes and Additions; Medical Staff Reappointments; Allied Health Reappointments; and Community Health Services Reappointments.

It was moved by Commissioner Calhoun, seconded by Commissioner Cobo:

THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF THE BROWARD GENERAL MEDICAL CENTER'S MEDICAL COUNCIL OF ITEMS 4 A – F:

- A. Medical Staff Changes and Additions
- B. Allied Health Changes and Additions
- C. Community Health Services Changes and Additions
- D. Medical Staff Reappointments
- E. Allied Health Reappointments
- F. Community Health Services Reappointments

Motion carried unanimously.

Dr. McKenzie said all is well at Broward General. He informed the Board of Commissioners that the Medical Staff council and BGMC Administration had a retreat two weekends ago in Naples. He said he found it to be most engaging and constructive and a great way to improve relationships with physicians and administration. He also commented that he looks forward to another retreat next year. Dr. McKenzie thanked Mr. Scott and Mr. Alan Levine for their leadership and contribution to the Retreat.

5. NORTH BROWARD MEDICAL CENTER

Dr. Joel Silverman, Chief of Staff of North Broward Medical Center, reported that the Medical Council had reviewed and recommended for approval by the Board of Commissioners all exhibited Medical Staff Changes and Additions, Medical Staff Reappointments, and Community Health Services / Allied Health Changes and Additions.

It was moved by Commissioner Cobo, seconded by Commissioner Stoll:

THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF NORTH BROWARD MEDICAL CENTER'S MEDICAL COUNCIL OF ITEMS 5 A-C:

- A. Medical Staff Changes and Additions
- B. Medical Staff Reappointments
- C. Community Health Services / Allied Health Changes, Changes and Additions

Motion carried unanimously.

Dr. Silverman said that he wanted to discuss Item 10 on the Consent agenda. (Medical Office Bldg). He said that he was now wearing a Broward Health jacket given to him by his CEO, Pauline Grant. He said that the only thing the jacket needed was 60,000 sq. ft. of additional office space at North Broward to fill with other doctors wearing the Broward Health jacket. He thanked the Board of Commissioners for approving Item 10. He said this project was seriously needed and it is not a frivolous item. He said that a Colleague connection was held two weeks ago with members of the medical staff and it was outstanding. There was good attendance and it was nice to see people who work together to get together to meet new members of the staff.

6. **IMPERIAL POINT MEDICAL CENTER**

Dr. William Jensen, Chief of Staff of Imperial Point Medical Center, reported that the Medical Council had reviewed and recommended for approval by the Board of Commissioners all exhibited Medical Staff Changes and Additions; Medical Staff Reappointments; Allied Health Changes and Additions; and Allied Health Reappointments.

It was moved by Commissioner Cobo, seconded by Commissioner Stoll:

THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF IMPERIAL POINT MEDICAL CENTER'S MEDICAL COUNCIL OF ITEMS 6 A-D:

- A. Medical Staff Changes and Addition
- B. Medical Staff Reappointments
- C. Allied Health Changes and Additions
- D. Allied Health Reappointments

Motion carried unanimously.

Dr. Jensen apologized for missing last month's meeting and not getting to introduce Mr. Glidewell, the new CEO at Imperial Point and missed meeting the new Commissioners. He welcomed the new Commissioners and looks forward to working with them. He said he was happy to report that things have been going very smoothly at Imperial Point. He commented that Mr. Glidewell has been well accepted by the staff and the medical staff. He said that with speaking to all the nurses, nurse managers and other staff, everyone is very pleased with the selection of Mr. Glidewell. He said that he believes this is a great fit and he looks forward to working with Mr. Glidewell for the success of Imperial Point.

Dr. Jensen also informed the Board of Commissioners that the Electronic Signatures program is up and running at Imperial Point. This is a process that IPMC has been working with Cerner on for quite a while and it's working out. He said that the key admitters at IPMC are utilizing the system. He believes that this system is going to lower the delinquency record rate at IPMC very dramatically.

7. **CORAL SPRINGS MEDICAL CENTER**

Dr. Kutty Chandran, Chief of Staff of Coral Springs Medical Center, reported that the Medical Council had reviewed and recommended for approval by the Board of Commissioners all exhibited Medical Staff Changes and Additions; Medical Staff Reappointments; Allied Health Changes and Additions; Allied Health Reappointments.

It was moved by Commissioner Calhoun, seconded by Commissioner Stoll:

THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF CORAL SPRINGS MEDICAL CENTER'S MEDICAL COUNCIL OF ITEMS 7 A-D:

- A. Medical Staff Changes and Additions
- B. Medical Staff Reappointments
- C. Allied Health Changes and Additions
- D. Allied Health Reappointments

Motion carried unanimously.

CEO REPORT: Mr. Alan Levine reported on the following:

- **FHA Announces 2007 “Hospital Hero of the Year”**
The Florida Hospital Association announced its 2007 Hospital Hero Award. **Adrianne Karanusic, RN, BGMC’s endoscopy department**, was presented the award on October 18, at FHA’s annual meeting, which was presented earlier by Joe Scott. He said that there is another event in November that everyone will be very proud of—we are finalist for the Codman Award for the pediatric sedation unit at the Chris Evert Children’s Hospital.
- Congratulated **North Broward Medical Center’s Marcia Davis, RN, MSN, ARNP, CMSRN, Nurse Manager of the SMCU** who was awarded the **Nursing Spectrum Excellence Award for Management**. Marcia received the award on September 28th for “demonstrating exceptional management of nursing and patient care services in any setting.”
- **The Commission on Cancer of the American College of Surgeons** has appointed Dr. **Nicholas Tranakas**, medical director of cancer services at BGMC, to a three year appointment as **cancer liaison physician** for the cancer program.
- The **11th annual Supplier Diversity Expo** will be held on Friday, November 9th. Once again we will showcase the expo at the Westin Hotel at I-95 and East Cypress Creek Road. **Windell Paige**, former Director of the State of Florida’s Office of Supplier Diversity, will be the keynote speaker. NBHD Commissioner Rebecca Stoll will also be speaking at the event along with Broward health executives. Close to 600 minority and women vendors attended last year’s expo and the attendance has been growing each year.
- **North Broward Medical Center** received a check for **\$10,000 from Frank H. Furman**, Chairman of Frank H. Furman Insurance and his **wife, Martha Jane**. The check was presented check to the **Rehabilitation Services Unit** at a luncheon held at NBMC on October 18th. Both Mr. & Mrs. Furman have been patients at North Broward and their donation to the Rehab staff was to say thank you for the excellent care they both received over the years. Mr. Levine asked that they attend a board meeting so they could be recognized.
- Mr. Levine informed the Board that as discussed at the Finance Committee meeting, Broward Health did make budget for the month; however, he expects some significant challenges over the course of the next 12 months, primarily related to the soft volumes that Broward Health is experiencing as well as everyone else. He also commented that Broward Health has taken some substantial reductions in Medicaid. Mr. Levine said that he has been told that the state is looking at potentially another \$800 million in

reductions; however, he feels that Broward Health has the right plan in place to deal with these issues. He said that the biggest challenge is at Coral Springs, but Mr. Maloney is aware of them and is on top of them. Mr. Levine said that he would continue to report back to the Board with regard to this issue.

COMMITTEE REPORTS:

Chair Fernandez entertained a motion to approve the minutes of the Committees listed below:

| | |
|-------------------|------------------|
| MBE Committee | October 2, 2007 |
| Finance Committee | October 16, 2007 |

Commissioner Jaeger said that with regard to the Finance Committee minutes, which included the contract for Dr. Herskowitz there were some corrections that needed to be made relating to Dr. Herskowitz's duties. It should reflect that his duties relate to cardiovascular surgery, not cardiovascular generally and also the contract needs to indicate the Chain of Command. Dr. Chizner is the Chief Medical Director and the other Medical Directors work under Dr. Chizner. Commissioner Jaeger stated that once those changes were made, she recommended that the contract go back to Legal Review for approval and to make sure the changes were included in the contract.

Mr. Levine commented that the changes can be made but he asked that the Board approve Dr. Herskowitz contract subject to those changes.

Following discussion, it was moved by Commissioner Cobo to approve the contract subject to the modifications suggested by Commissioner Jaeger and that the contract should be circulated to the Board showing that those changes were made. Seconded by Commissioner Jaeger. Motion carried unanimously.

It was moved by Commissioner Gordon, seconded by Commissioner Stoll:

THAT THE BOARD OF COMMISSIONERS APPROVE THE MINUTES OF THE MBE COMMITTEE AS PRESENTED AND OF THE FINANCE COMMITTEE AS AMENDED.

Motion carried unanimously.

THERE WERE NO AGENDA CHANGES

CONSENT AGENDA

(All items were previously reviewed and recommended for approval at the Finance Committee meeting)

Chair Fernandez entertained a motion to approve Items 8 through and including 12 as listed on the Consent Agenda.

8. Consideration for acceptance of the Interim Financial Statements for the month of September, 2007.
9. Consideration for the approval to accept and execute the cooperative agreement, HEPEPO70005-01-00 for funding in the amount of \$426,000 from the Department of Health and Human Services, Office of Public Health and Science (OPHS) on behalf of

Region 7 Health and Medical Committee for the purposes of implementing a Information Technology (IT) solution for managing critical incidents and serve as the coordinator with medical, emergency medical and hospital assets within Region 7.

10. Consideration to authorize the President/CEO or the Senior Vice President/CFO, to negotiate and enter into a 99-year ground lease with North Broward Realty Investors, LLC for the land required to construct a physician office building on the campus of North Broward Medical Center, and to authorize North Broward Medical Center to enter into a 20-year tenant lease for 15,000 square feet of space in the physician office building at a cost not to exceed \$315,000 annually, and will include a provision that the lease will not exceed the local CPI with a maximum 3% increase as well as operating expense not to exceed \$135,000 annually, subject to review by Compliance and General Counsel's approval as to form and conditioned on no material change in the approved business terms.
11. Consideration to approve the changes made to the Imperial Point Medical Center Auxiliary Bylaws effective January 1, 2008.
12. Consideration to authorize the President/CEO to execute a contract with the Miami Rescue Mission, d/b/a/ Broward Outreach Center, in the amount of \$172,620 for the period of October 1, 2007 to September 30, 2008, subject to General Counsel's review and approval as to legal form and conditioned on no material changes in the approved business terms.

It was moved by Commissioner Cobo, seconded by Commissioner Calhoun:

THAT THE BOARD OF COMMISSIONERS APPROVE ITEMS 8 THROUGH AND INCLUDING 12 AS LISTED ON THE CONSENT AGENDA.

Motion carried unanimously.

DISCUSSION AGENDA

(Item 13 was previously reviewed and recommended for approval at the Finance Committee Meeting)

13. Request to reaffirm commitment to the principles of the National Incident Management (NIMS) as the basis for all incident management as required by Homeland Security Presidential Directive (HSPD) – 5 by approving Resolution No. 07-10-24-01.

Mr. Alan Levine presented Item 13 and following the reading of Resolution No. 07-10-24-1,

It was moved by Commissioner Cobo, seconded by Commissioner Gordon:

THAT THE BOARD OF COMMISSIONERS REAFFIRM THERE COMMITMENT TO THE PRINCIPLES OF THE NATIONAL INCIDENT MANAGEMENT (NIMS) AS THE BASIS FOR ALL INCIDENT MANAGEMENT AS REQUIRED BY HOMELAND SECURITY PRESIDENTIAL DIRECTIVE (HSPD) – 5 BY APPROVING RESOLUTION NO. 07-10-24-01.

14. Request approval of Resolution # 07-10-24-01 the Authorization for Chairman of the Board of Commissioners, the President/CEO and the Senior Vice President/CFO to:

1). Execute and deliver the new Bond Indenture; Second Amendment of the Master Trust Indenture; Supplemental Indenture for Obligation No.5; Supplemental Indenture for Obligation 5A; Obligation No. 5; Obligation No. 5A; Escrow Deposit Agreement; Liquidity Facility; Tender Agent Agreement; Remarketing Agreement; Continuing Disclosure Agreement; Bond Purchase Agreement; and Insurance Agreement; 2) Distribute the Final Official Statement; 3) Purchase a Credit Facility and Swap Insurance; 4) Issue the Refunding Revenue Bonds, Series 2007 in an aggregate principal amount not to exceed \$131,155,000, subject to the parameters set forth in the Resolution; 5) The negotiated sale of bonds and awarding of the sale of the bonds to the underwriter; 6) Perform all other acts required to effectuate the sale and issuance of the bonds and execution and delivery of the documents described above.

Mr. Frank Nask, Sr. VP/CFO provided a presentation which outlined the process for this bond refinancing and following the reading of Resolution No. 07-10-24-2,

It was moved by Commissioner Cobo, seconded by Commissioner Fernandez,

THAT THE BOARD OF COMMISSIONERS APPROVE RESOLUTION NO. 07-10-24-01 THE AUTHORIZATION FOR CHAIRMAN OF THE BOARD OF COMMISSIONERS, THE PRESIDENT/CEO AND THE SENIOR VICE PRESIDENT/CFO TO:

1). EXECUTE AND DELIVER THE NEW BOND INDENTURE; SECOND AMENDMENT OF THE MASTER TRUST INDENTURE; SUPPLEMENTAL INDENTURE FOR OBLIGATION NO.5; SUPPLEMENTAL INDENTURE FOR OBLIGATION 5A; OBLIGATION NO. 5; OBLIGATION NO. 5A; ESCROW DEPOSIT AGREEMENT; LIQUIDITY FACILITY; TENDER AGENT AGREEMENT; REMARKETING AGREEMENT; CONTINUING DISCLOSURE AGREEMENT; BOND PURCHASE AGREEMENT; AND INSURANCE AGREEMENT; 2) DISTRIBUTE THE FINAL OFFICIAL STATEMENT; 3) PURCHASE A CREDIT FACILITY AND SWAP INSURANCE; 4) ISSUE THE REFUNDING REVENUE BONDS, SERIES 2007 IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED \$131,155,000, SUBJECT TO THE PARAMETERS SET FORTH IN THE RESOLUTION; 5) THE NEGOTIATED SALE OF BONDS AND AWARDING OF THE SALE OF THE BONDS TO THE UNDERWRITER; 6) PERFORM ALL OTHER ACTS REQUIRED TO EFFECTUATE THE SALE AND ISSUANCE OF THE BONDS AND EXECUTION AND DELIVERY OF THE DOCUMENTS DESCRIBED ABOVE.

COMMENTS FROM COMMISSIONERS

Commissioner Calhoun commented on the Community Relations Council meeting that she attended on October 23, at Coral Springs Medical Center. She said that she was very proud of the staff, they did several presentations that were just great. Dr. Carl Raboi, who is the medical director of Radiology at CSMC, did a presentation on breast MRI screenings and he did an

excellent job. The name change was discussed and there were some questions about what did mean, where was it going, how much have we spent and so on. Everyone was very excited about the name change.

Commissioner Calhoun also asked for an update on the Transplant program. Mr. Joseph Scott, CEO of Broward General Medical Center reported that follow up meetings have been held with the Liver transplant team and included managed care because there were some questions with regard to some of the financials related to the liver transplant program. Mr. Scott said that there are three things that they are doing: 1) asking the University of Miami to come in and see how they do their managed care contracting and see if we have covered all those bases; 2) looking for any cost savings associated with the program; and 3) as they work through those programs, there will be a report to the Board next month. Commissioner Calhoun asked if we have continued with the program pending some additional information. Mr. Scott said yes, however, they are so close to a break even, they just want to make sure that they have dotted all the I's and crossed all the T's.

Commissioner Stoll reinitiated her earlier comments and requested an investigation of some of the information that the Board of Commissioners were given with regard to some strategic initiatives as well as the conduct of the CEO and General Counsel. (A full copy of Commissioner Stoll's statement is filed in the Official Board Minute Book).

Commissioner Stoll moved that the Board engage a disinterested outside counsel to investigate the conduct of the CEO and General Counsel and to provide a full and complete written report to the Board of the facts and recommendations. The investigation should include all issues raised in emails that were sent to the Board.

Commissioner Fernandez asked if any of the Commissioners shared her opinion.

Commissioner Bernstein said he felt that there was nothing factual about what Commissioner Stoll stated. He said he felt that since General Counsel and the CEO have been associated with the District, they have only dealt with the Board of Commissioners professionally, honestly, openly and factually. Commissioner Bernstein commented that because Commissioner Stoll does not agree with their facts, doesn't mean they did something wrong.

Commissioner Calhoun stated that she was uncomfortable by the behavior of Commissioner Stoll and if there was going to be an investigation with respect to any behavior by the District's legal counsel or CEO, she would also want all of Commissioner Stoll's emails to be part of that full investigation.

Commissioner Cobo said that all of the Commissioners need to act professionally. He added that all of the Commissioners should read the Sunshine Law. He said that after hearing this discussion, he feels that there should be an investigation so they can move on.

Commissioner Gordon said that he does not agree with an investigation. He felt that if that was the only mistake that has been made by legal counsel and the CEO, so be it. He stated that Mr. Levine has the goal of the District of becoming a world class organization and he would not want the Board to do anything that would upset the progress.

Mr. Levine commented that some of the items being discussed today are subject to a closed meeting since they are strategic in nature and it can be very harmful to many people including

the District's strategy. A closed meeting is being held after this meeting and that is where this item should be discussed.

Mr. Levine also said that he has tried to meet with Commissioner Stoll many, many times to discuss this issue and she has refused to meet with him.

Commissioner Fernandez asked if there was anyone else who was in agreement with Commissioner Stoll.

Commissioner Jaeger said that she doesn't think we need an investigation but perhaps an evaluation.

Commissioner Fernandez stated that in his opinion he feels something should be done just to clear the air. He said that when there is an allegation we need to be transparent and when a fellow Commissioner has a concern, the Board should respect that concern even if the Board does not agree with it.

Commissioner Stoll moved that the Board have a disinterested outside legal counsel investigate what has transpired between the CEO and General Counsel.

Commissioner Cobo amended the motion using the word evaluate, instead of investigate, make recommendations as an outside independent party as to what can be done better, what were the strengths, what were the weaknesses and address those issues. Motion seconded by Commissioner Jaeger.

Discussion on the motion:

Commissioner Calhoun asked what was being evaluated. She said that she would like to see an ethics attorney review all the correspondence that has been going back and forth. Commissioner Fernandez said that they were going to evaluate her claims on the particular issue and all correspondence would be reviewed.

Ms. Seidman, General Counsel, said that if that is being done, she would like the opportunity to defend herself with regard to all of the allegations make against her by Commissioner Stoll.

Roll call vote on motion:

Commissioner Fernandez – yes
Commissioner Calhoun – no
Commissioner Stoll – yes
Commissioner Cobo – yes
Commissioner Gordon - no
Commissioner Bernstein – no
Commissioner Jaeger – yes

Motion passed.

Commissioner Cobo commented that the outside legal counsel needs to be a person with no agendas and should be associated with a major reputable firm in this county that has background and experience in Sunshine law.

Commissioner Bernstein recommended asking the Governor's office to appoint someone to look into this matter.

Commissioner Fernandez said that he would get back to the Board on how we are going to select an outside party to evaluate this matter.

Commissioner Bernstein said all he wants to do is to get back to doing the people's business. He believes that the CEO has done an exceptional job and he is thanked at every meeting for his performance. He also commented that he is looking forward to the Attorney General's opinion since we already have an outside opinion on this matter.

Mr. Levine said that he will be putting his concerns in writing.

Commissioner Fernandez then commented that he believes that as Commissioners they should be rotating officers of the Board. He said that he is not looking to be Chair for any longer than one year. This is his personal belief.

NEXT REGULAR BOARD MEETING

The next regularly scheduled Board of Commissioners' meeting will be held at 9:00 a.m. in the auditoriums at Broward General Medical Center, 1600 South Andrews Avenue, Fort Lauderdale, Florida, on Thursday, November 15, 2007.

Commissioner Fernandez asked for a motion to adjourn.

It was moved by Commissioner Stoll, seconded by Commissioner Jaeger. Motion carried unanimously.

Meeting adjourned at 10:12 a.m.

Respectfully submitted,

Rebecca L. Stoll, Secretary

BY: Maryanne Wing

A full recording of this meeting is available on tape