

**NORTH BROWARD HOSPITAL DISTRICT
BOARD OF COMMISSIONERS'
REGULAR MEETING
April 25, 2012 – 10:00 a.m.
Broward Health Imperial Point
Auditoriums**

MINUTES

The Regular meeting of the Board of Commissioners of the North Broward Hospital District was held on Wednesday, April 25, 2012 at 10:00 a.m. in the auditoriums at Broward Health Imperial Point, 6401 North Federal Highway, Fort Lauderdale, Florida. 2012.

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 Gustafson called the meeting to order at 10:12 a.m.

ROLL CALL

Commissioners:

Present: Commissioner Joel Gustafson, Chair
Commissioner Jennifer O'Flannery Anderson, Vice Chair
Commissioner Richard Paul-Hus- Secretary/Treasurer
Commissioner Miguel Fernandez, Board member
Commissioner David Di Pietro-Board member
Commissioner Clarence McKee- Board member—arr. 10:12 a.m.
Commissioner Debbie L. Kohl – Board member

The invocation was given by Rabbi Lewis Littman, retired, followed by Pledge of Allegiance led by Alice Taylor, CEO, Broward Health Imperial Point.

At this time, Chair Gustafson introduced Kathy Weathers, who is the Medical-Science Magnet Coordinator.

Ms. Weathers informed the Commissions that Blanche Ely High School is a magnet school that offers students the unique opportunity for in-depth experiences and study in both the field of science and engineering and the medical sciences. The Medical Sciences program was established at Blanche Ely High School in 1990. The program offers qualified students an exciting opportunity to pursue a unique curriculum designed to prepare them for college and a career in the medical field. Blanche Ely also offers the Practical Nursing Program. Ms. Weathers said that 4 of the students here today have been accepted to FAU and two have been accepted to UCF.

SPECIAL RECOGNITION- RHONDA A. CALHOUN

Chair Gustafson presented former Commissioner Rhonda Calhoun with a plaque in appreciation for her dedication, commitment and leadership during her six years as a Commissioner on the North Broward Hospital District Board. Chair Gustafson said that Ms. Calhoun was probably one of the most outstanding Commissioners that the District has had over the past years. Prior to being appointed to the District Board, she served as a Commissioner with the City of Coral Springs and currently is Executive Director for the League of Cities. While serving on the District Commission, she served as Chair on several of the Committees i.e., Audit, Building and Governance as well as serving on the Coral Springs Community Relations Council. As chairman of the Governance Committee, Ms. Calhoun worked diligently in having the Commission adopt a policy on Ethics. Ms. Calhoun had a unique role in the things that she has done while a member of the Commission.

Ms. Calhoun said it was a pleasure and privilege to serve with all her fellow commissioners throughout the last six years but it was definitely an honor to work with all of the staff. Ms. Calhoun thanked everyone for a great experience.

PRESENTATION EMERALD AWARD CROWN JEWEL--

Mr. Robert Martin, Sr.VP/CFO informed the Commissioners that in February, Broward Health learned that they have won the first ever Emerald Award Crown Jewel. This award is presented to Broward Health by Broward County for their efforts in pollution prevention and it is the highest honor that is awarded. Broward Health has been recognized because they have won a trophy every year since the Emerald Award program began in 2001. Broward County has said that Broward Health set the bar so high that it is an inductee into its environmental excellence asked that we start mentoring other businesses to apply for the Emerald Award program. Mr. Martin said that Broward Health is no longer eligible to even apply for the award anymore.

Mr. Martin said that the 5-year Emerald team consists of 21 members system-wide from facilities, environmental, safety, nutritional, purchasing and distribution services. They have worked together and report on pollution prevention, hazardous materials and waste elimination reduction.

COMMENTS FROM AUDIENCE:

Pastor Grimes opened his comments by saying “that in the past we have failed”. Healthcare is one of the most important components of what makes society work. He complimented the work the District is doing and has done but noted that it is extremely important to educate the population on their healthcare needs. Pastor Grimes commented that the District does provide educational training but encouraged the Commissioners and the District to provide more avenues for educational training for the public. It is important that people learn about their illnesses so that they can take better care of themselves.

Mr. deGroot provided information to the Commissioners showing inpatient trends for the past five years. He commented on the Commissioners inability to measure average length of stay; patient census and being able to compare the current data with previous data. He said that the Commissioners are setting policy on information that they do not understand.

APPROVAL OF MINUTES

1. Request approval of the Minutes of a Regular Meeting of the Board of Commissioners held March 28, 2011 Board of Commissioners meeting.

It was moved by Commissioner O’Flannery Anderson, seconded by Commissioner Paul-Hus:

THAT THE MINUTES OF THE REGULAR MEETING OF THE BOARD OF COMMISSIONERS HELD ON MARCH 28, 2012 BE APPROVED AS PRESENTED.

Motion carried unanimously.

MEDICAL COUNCIL AGENDA

2. **BROWARD HEALTH IMPERIAL POINT**

Dr. Groene provided the following update:

- Annual medical staff meeting on April 19 with 103 physicians in attendance.
- Satisfaction survey just for BHIP was distributed –the results will be tabulated and the information will be used for internal improvement efforts.
- Speaker was engaged to discuss Informed Consent form.
- Recognized the new leadership for the next two years which is mostly the same as last year. With the turnover of CEO, most of the current leadership decided to remain for another term.
- Working on improved Compliance and Customer Service with physicians who take ED call. The physician signs an agreement of Notice of Understanding of Expectations such as prompt call backs when the ER calls them.
- Another effort to enhance customer service skills is a CME program being held on May 15th. It was be a charm school for doctors.
- Congratulated the 3rd floor nursing staff. Then went 430 days with no central line blood stream infections.
- Sandra Todd Atkinson has been hired as BHIP’s CNO/COO. She will begin on May 21st.
- Carl MacDonald is the new HR director of BHIP.

Commissioner Kohl said that her personal physician is on the list for credentialing. She asked if she should abstain from voting. Mr. Goren said that he had consulted with the Commissioner and there is no special private gain or loss for the physician. It is a credentialing matter and, therefore, no conflict. The physician’s name is not being revealed because of other laws that cover disclosure. This is an informational note for the record. There is no recusal required by statute. Mr. Goren said that as a matter of good faith, Commissioner Kohl was just disclosing the relationship without naming the physician

Dr. Linda Groene, Chief of Staff of Broward Health Imperial Point, 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. Including medical Staff Officers for Term 2012-2014 and Election of Department Officers for Term 2012-2014.

It was moved by Commissioner O’Flannery Anderson, seconded by Commissioner Di Pietro:

THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF BROWARD HEALTH IMPERIAL POINT MEDICAL COUNCIL OF ITEMS 2 (A-F):

- A. Election of Medical Staff Officers for Term 2012-2014
- B. Election of Department Officers for Term 2012-2014
- C. Medical Staff Changes and Additions
- D. Medical Staff Reappointments
- E. Allied Health Changes and Additions
- F. Allied Health Reappointments

Motion carried unanimously.

3. **BROWARD HEALTH MEDICAL CENTER**

Dr. Chokshi provided the following update:

- Approved Cardiology Fellowship from the GME committee.
- Successful Caribbean theme for Doctor’s Day.
- Investigating possibly of broadening the pediatric subspecialty support by UM for the CECH.
- Held the Annual Medical Staff on April 18.

Dr. Rajiv Chokshi, Chief of Staff of Broward Health 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 Services Changes and Additions; Medical Staff Reappointments; Allied Health Reappointments; and Community Health Services and Weston Urgent Care Center Reappointments

It was moved by Commissioner Fernandez, seconded by Commissioner O’Flannery Anderson:

THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF THE BROWARD HEALTH MEDICAL CENTER’S MEDICAL COUNCIL OF ITEMS 3 (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 and Weston Urgent Care Center Reappointments

Motion carried unanimously.

4. **BROWARD HEALTH CORAL SPRINGS**

Dr, Greenspan provided the following update:

- BHCS held its Annual Women’s Race on March 30th with over 620 participants.
- Anticipating a visit from Joint Commission next week.
- Holding the Annual Medical staff meeting tonight.

Dr. Carrie Greenspan, Chief of Staff of Broward Health Coral Springs, reported that the Medical Council had reviewed and recommended for approval by the Board of Commissioners all exhibited Medical Staff Appointments; Medical Staff Reappointments; Allied Health Appointments; and Allied Health Reappointments.

It was moved by Commissioner Paul-Hus, seconded by Commissioner Fernandez:

THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF BROWARD HEALTH CORAL SPRINGS MEDICAL COUNCIL OF ITEMS 4 (A-C):

- A. Medical Staff Appointments
- B. Medical Staff Reappointments
- C. Allied Health Appointments
- D. Allied Health Reappointments

Motion carried unanimously.

5. **BROWARD HEALTH NORTH**

Dr. Ford presented the following update:

- Dr. Murray Todd, Medical Director of the Neurological Institute was voted “Outstanding Teacher of the Year” by Nova Southeastern University medical students. Dr. Todd has been a clinical professor of Neurology at NSU since 2006.
- Dr. David Lessen, Hematology/Oncology and Chairman of BHN’s Physician HCAHPS Committee, and Dr. Andre Landau, Cardiology and Medical Director of BHN’s Interventional Cardiology department, were nominated Most Valuable Physician for the first quarter.
- In May, BHN plans to re-survey its physicians on the areas of concern from last summer’s physician survey. They look forward to receiving positive feedback on their improvement efforts.
- Annual Medical Staff meeting was held on April 23 with over 200 physicians in attendance.
- Continuing to move ahead with the CPOE process.

Dr. Douglas Ford Chief of Staff of Broward Health North Broward, reported that the Medical Council had reviewed and recommended for approval by the Board of Commissioners all exhibited Medical Staff Additions, Changes and Resignations; Allied

Health Additions, Changes and Resignations; Medical Staff Reappointments; Allied Health Reappointments and Community Health Reappointments.

It was moved by Commissioner McKee, seconded by Commissioner Di Pietro:

THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF BROWARD HEALTH NORTH MEDICAL COUNCIL OF ITEMS 5 (A-E):

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

Motion carried unanimously.

Chair Gustafson asked Dr. Ford to comment on the Joint Commission's accreditation of the Memory Disorder Center. Dr. Ford asked Ms. Grant to respond.

Ms. Grant said the Dr. Murray Todd has done an amazing job since the inception of the Memory Disorder Center. Recently BHN went through the Joint Commission Survey and received re-accreditation. The Memory Center at BHN is the only Center in the country that is certified by Joint Commission for patients who have Alzheimer or Dementia problems.

Chair Gustafson suggested to the Commissioners that if they had a chance to go and visit the Memory Disorder Center.

CEO REPORT:

Mr. Nask reminded the Commissioners that BH had a Joint Liver CON with Jackson. Broward Health applied for its own CON and received approval last May. Broward Health's program is staffed by surgeons from the University of Miami. Mr. Nask reported that recently Cleveland Clinic announced that they were going to submit a CON for Heart, Liver and Kidney and the University of Miami placed a notice that they were going to apply for Heart, Liver, Lung and Kidney CON. Mr. Nask said that they expect that UM will challenge the Cleveland Clinic's CON and Letters of Intent, and BH will challenge the Liver Transplant program. It is not sure if anyone is filing a CON, but there have been notices about filing Letters of Intent. Mr. Nask said that he will keep the Commissioners apprised of this as it proceeds.

The Building Committee authorized the posting of Crystal Lago for sale. The posting ends on May 15th.

Receive 100% compliance on the Conflict of Interest forms. Maria Panyi said that approximately 800 forms were sent out with a deadline of the end of February. Maria Panyi thanked the CEO, Chiefs, Dr. Boutin, and Ms. Howley's team in getting this accomplished.

Mr. Nask commented that one of the things that BH was having an issue with is its uninsured patients who are discharged from one of BH's facilities or Emergency Rooms and end up in the Community Health Program, which has a wait list, and then encounter problems getting their prescriptions filled. Mr. Nask said that they have piloted a program with Dr. Juno who on Friday's will begin seeing patients that are specifically discharged either from the hospital or Emergency Room and need to get their prescriptions refilled. During this month, she saw 6 patients who got their prescriptions filled and are now on the list to be seen at Community Health Services. This program is now going to be expanded and is expected to decompress unnecessary admissions and ER visits over the long term. Mr. Nask said it looks like this will be a good program going forward to help the community get maintenance drugs. Mr. Nask also mentioned that they are currently looking for locations to place some primary care physician offices which will help expand this program.

Ms. Nask said that they met with staff at Coral Springs and there are three initiatives that are being undertaken to ease the ER issue: identifying seven pediatric beds that are essentially unused and are being converted to adult beds; beginning to build out a discharge lounge where people are waiting to leave, which will free up beds during the day rather than having them wait in their rooms for transportation; implementing a hospitalist program to assist where patients are waiting for physician orders, which will help the discharge process to be accomplished quicker. Mr. Nask said that they are hoping that these initiatives create over 15 beds and this will greatly decompress the ER issue at Coral Springs.

CFO REPORT:

Mr. Robert Martin presented a follow up on the Interim Financial Statement for March 2012. He presented an overview of the financial performance for the first nine months of the current year as well as the month of March. He addressed admissions, birth; surgeries; outpatient visits and emergency room visits. Year over year from the prior year, admissions for the first nine months was 49,000 visits, which is 1% below prior year. Mr. Martin said that Broward County hospital's admissions were 3% below the prior year volume wise. For the month of March the net operating revenue was about \$2 million short of budget, although total expenses were \$2 million favorable to budget. For the month, Broward Health lost \$9.5 million vs. a budget loss of \$9.6 million. Investment income was good for the month of March; excess of revenue over expense was a positive \$7 million vs. a budget of \$3 million; YTD net loss from operations stands at \$100 million vs. a budget loss of \$96 million. Medicaid County funding was a \$6 million for the year vs. a budget of \$100,000. Mr. Martin said that Broward Health continues to have a strong balance sheet—cash on hand stands at 158 days, Days in AR at 51 days decrease of 3 days over the month of February. Cash to debt continues to be strong; debt to capitalization is very low at 28%; average age of plant is at 14 years

Mr. Nask said that one of the issues with the age of plant is the way the calculations are done. One part of the denominator is accumulated depreciation. He explained that if BH has an asset that they do not take off the books when an area is renovated, that accumulated costs stays in the average age of plant calculation. So in short, BH's average age of plant is really not that high, it is because of the way the calculation is done. Mr. Nask said that this will be a discussion that they will be having with Moody's. One of their concerns is BH building cash and lowering debt at the risk of not investing in its infrastructure.

Following further discussion on the age of plant, Mr. Martin continued his CFO report. Cash in investments now stand at \$628 million; total Community Benefit costs for the first nine months were at \$228 million; funding sources including tax revenue stood at \$163 million—for the first nine months BH's costs are in excess of funding by \$65 million shortfall that needed to be funded through operations.

GENERAL COUNSEL REPORT

Mr. Goren advised the Commissioners that the Shade session (Kahn vs. NBHD) that was scheduled to follow today's board meeting has been canceled. The case has been settled. He complimented Sandra Johnson and her team who worked very diligently in resolving this matter.

John Herin, outside counsel handling the City of Coral Springs Assessment matter, will discuss Item 11 on the Discussion agenda. He said that there is a Resolution that will be read into the record. Mr. Goren said for the public record, he was City Attorney for Coral Springs through December 2010. He resigned in December 2010 and Coral Springs now has another in-house city attorney. Mr. Goren said that his law firm has some special counsel assignments for the city that continues, one of which, is a labor matter that is being handled by one of his law partners. Last evening the City Commission of Coral Springs did not provide a separate waiver to authorize the representation by his law partner on the labor matter, which means that when the Commission today adopts a Resolution regarding Chapter 164 process, he will withdraw as counsel from Coral Springs unless the Commission there chooses to take other steps.

Smoking Policy—this is an issue for the Chiefs and District's and review. Mr. Goren said that they are looking at various other public hospitals' policies. He mentioned that there is a Florida statute called "Florida Clean Indoor Air Act" which relates to the regulation by the state of smoking behaviors in public and private buildings. Mr. Goren said that the challenge is that there is an Attorney General's opinion which was rendered this past year and a change in the statute that actually preempts in great detail the role and ability of a Board to regulate smoking outside of the facility as well. Mr. Goren said that this is being reviewed by them very carefully. Last year, the legislature passed a bill modifying state law to give school districts certain independent authority with regard to regulating that behavior on school property. He said it might be necessary to have the legislature provide for public hospitals the same modification in the law that was provided to the school districts. Mr. Goren said that Memorial has some regulation in place which their attorneys have just obtained a copy to review. Memorial is having some challenges on how to implement their program.

Commissioner O'Flannery Anderson commented that Jackson is a smoke free campus. Mr. Goren said that Miami Dade is different because they are part of the Florida Constitution and have independent legal authority that other counties do not have.

Commissioner Di Pietro asked that this be referred to the Legal Affairs Committee to create a policy to give to our lobbyist team for next year's legislative session.

Dr. Groene said that smoking outside of the building still has the effect of encouraging and allowing an unhealthy behavior. The Chiefs are all in favor of having smoke free facilities system-wide. She said that as a hospital, Broward Health should not encourage

any habit that is an addiction and a health danger in any way. It is also important to think about the health of its employees and help them lead healthy lives. That is not done by making a damaging health habit more available.

Commissioner McKee asked if we were also going to regulate visitors who are coming to see family members and are under a lot of stress.

Mr. Goren said that the AGs opinion which was just issued in July of 2011, distinguishes the two concepts: one of which was regulating your own employees from their behaviors and regulating third parties' behaviors. Actually under the statute, the AG has said that you can write your personnel guidelines to regulate your own employees differently than you can regulate third party rights which are preempted by the state. That was when the school districts petitioned the legislature to give them the additional authority which Broward Health does not have now.

Commissioner Paul-Hus said that Broward Health should absolutely be smoke free. He said they should distance themselves from that as far as they can. Further, he asked Dr. Groene her opinion on having a McDonalds in the lobby of Broward Health's main hospital.

Dr. Groene said that one of the leaders in employee health in the country is Cleveland Clinic in Ohio. They too have a McDonalds; however, they required their McDonalds to change its menu so they do not serve unhealthy food. Dr. Groene said she could contact the doctor at Cleveland Clinic and see what kind of agreement they came to and perhaps Broward Health can do the same at Broward General.

Commissioner Paul-Hus said he would like to see that agreement. He said that there is not much Broward Health can do about the McDonald's lease but maybe there could be a menu change.

Following further discussion, it was decided that this issue would be placed on the agenda for further discussion/action at the Legal Affairs Committee.

Mr. Goren said that Sandra Johnson's office has a great deal of data to assist in this matter and they have obtained the Memorial Healthcare Systems' policies and procedures as well as the AGs opinion which will be useful in working on this issue.

As an update, Mr. Goren said the FMV policy which was discussed at the Legal Affairs Committee will be brought back to the Committee on May 24th with the recommended changes.

The Phoenix physicians FMV analysis is still underway and so is the FMV status of the Sports Medicine physicians. Hopefully they are able to provide an update at the next Legal Affairs Committee meeting as to their status.

Mr. Goren said that he plans to brief the Commissioners independently on the OIG investigation. There has been some movement in the context and since there is no litigation a shade session is not permissible. Mr. Goren will meet with them privately.

COMMITTEE REPORTS—

Finance Committee – April 18, 2012 – Commissioner Richard Paul-Hus reported that they had a good finance report and Mr. Martin has already reviewed our current financial statement under the CFO report.

A couple of items to note: in terms of admissions and performance in the county, Broward Health is doing better than its peers across the county; the Balance Sheet continues to be very strong and managed very well internally. He said that relatively, we always hear about Jackson Memorial who has 10 or 11 days of cash on hand as compared to Broward Health which has 180 days of cash.

Commissioner Paul-Hus said that the one item that stood out on the finance report was the real and improved performance at Broward Health North. Ms. Grant and her team are doing a good job in terms of what services they offer given the facility and the service mix. They now have the Cardiology Interventional program in operation which is driving more patients to them and some of the other initiatives that have been implemented have made a positive and significant impact.

There was also a Quality report by Deborah Rey and Dr. Boutin and even though BH has a long way to go, it is moving in the right direction. Commissioner Paul-Hus also discussed other items relating to the purchases of equipment which are listed on the Consent and Discussion agendas for final approval at today's board meeting.

It was moved by Commissioner Fernandez, seconded by Commissioner O'Flannery Anderson that the minutes of the Finance Committee be approved as presented. Motion carried unanimously.

Legal Affairs Committee- April 18, 2012 – Commissioner David Di Pietro asked Mr. Herin to address Item 11(Coral Springs Fire Assessment Issue-Chapter 164 F.S. Conflict Resolution 12-4-25-2) on the Discussion agenda at this time. This matter was previously discussed at the Legal Affairs Committee.

Following the reading of Resolution No. 12-4-25-2 by Mr. Goren, Mr. John Herin of Sterns Weaver addressed the Board of Commissioners. As previously discussed at the Legal Affairs Committee, Mr. Herin was engaged by Mr. Goren's firm to serve as Special Counsel to assist Broward Health in addressing an issue regarding fire service special assessment fees imposed by the City of Coral Springs. Mr. Herin explained the situation in great detail and was seeking advice as to how the Board of Commissioners wanted him to proceed.

Mr. Herin commented that the genesis of the dispute is whether or not the actual action of the City of Coral Springs of imposing this assessment is authorized by state law. Back in 2009 Coral Springs modified its assessment program and imposed fees on Broward Health Coral Springs. In 2010, the District refused to pay the assessment and the City of Coral Springs through the county system, issued a tax certificate on Broward Health Coral Springs. This assessment will cost the District \$85,000 per year for as long as it's there unless it is resolved. Mr. Herin stated that during this whole dispute, there was some existing case law by the various appellate courts throughout the state that said, "special district property and property owned by entities or agencies of the state are immune, under sovereign immunity, from the imposition of these special assessments. Mr. Herin's opinion is that the District qualifies because it was created by an act of the legislature. Mr. Herin also

referred to the North Port case that went before the Florida Supreme Court in which the Supreme Court ruled in their favor. Mr. Herin stated that when the Court clearly stated that special district property such as the District's are exempt from, and cannot be assessed by, other units of government that would be the end of this dispute.

Mr. Herin said that he sent the ruling to Mr. Hern, City Attorney for Coral Springs, followed up with emails and phone conversations. About a month later, he received a letter stating that the City of Coral Springs disagreed with his opinion and did not believe that the opinion by the Florida Supreme Court applied to this situation. Mr. Herin said that they mistakenly believe that the hospital district is a dependent as opposed to an independent special taxing district and; therefore, felt that the Florida Supreme Court dealt with an independent special district and not dependent special districts so they were not bound by that opinion. Mr. Herin said that they are wrong on that factual issue. The North Broward Hospital District is not a dependent special district, the District is an independent special district specifically created by the legislative act.

Following further discussion, Mr. Goren stated that there were two motions which are being asked for by outside counsel. One is to authorize the payment of the tax certificate and a second motion to approve the resolution as read. This will set in motion a process which will bring the CEO together with the City Manager of Coral Springs to have an assessment meeting. If that does not work out, then there will be a meeting of the full board City Commission and thereafter another set of processes will follow.

It was moved by Commissioner Di Pietro, seconded by Commissioner Paul-Hus:

That the Board of Commissioners authorize and direct administration of the District to pay off the existing 2010 tax certificate that is in controversy, which is approximately \$87,000. Motion carried unanimously.

It was noted that in paying this, it allows Mr. Herin to move forward with the dispute resolution process solely with the City of Coral Springs and not involving Broward County.

It was moved by Commissioner Paul-Hus, seconded by Commissioner Di Pietro:

That the Board of Commissioners approve Resolution 12-4-25-2 as read in to the record. Motion carried unanimously.

Mr. Herin also informed the Commissioners that he was still waiting to hear if South District has been assessed and if so, were they doing anything about it. In addition, they were still waiting for a response regarding their communications with the City of Fort Lauderdale. He said that hopefully the City of Fort Lauderdale will remove the District's properties from their assessment tax rolls and refund the payment that has already been made for last year's assessment and not take the same stand as Coral Springs.

Commissioner Di Pietro also reported on the following matters discussed at the Legal Affairs Committee: reviewed Arent Fox bills for OIG investigation—numbers have come down through the efforts of General Counsel and Commissioner Di Pietro—this item is on the consent agenda for final approval; Donna Lewis presented an amended Fair Market Value policy—this will be brought back to the May meeting; House Bill 711 which is important to the Board and was passed and signed by the Governor had 8 major issues or points that needed to be brought before the Board. House Bill 711 requires

public hospitals to conduct a one-time evaluation of the possible benefits of a sale or lease to the community it serves; requires that the evaluation process must commence before December 2012 and completed 160 days thereafter; requires public hospitals to conduct public hearings to allow interested persons to be heard; the hearings must be published in the newspaper 15 days prior; contract with a certified public accounting firm or other firm with expertise in the evaluation of hospitals; independent evaluation of the hospitals fair market value; the evaluation must be available to the public prior to scheduled hearings and the Board must make all documents considered by it in the 2012 evaluation made public; the meeting must be published at which the proposed sale and lease will be considered or publicly advertise the offer to accept the proposals of any potential purchasers or leases. Charlotte Mather also presented and discussed the legislative budget and the cuts Broward Health will be facing. Broward Health is currently looking at \$14 million rate cuts.

It was moved by Commissioner O’Flannery Anderson, seconded by Commissioner Paul-Hus to accept the minutes of the Legal Affairs committee. Motion carried unanimously.

At this time, Chair Gustafson introduced Mr. Carlton Johnson, Principal of Blanche Ely High School.

Mr. Johnson provided a brief overview of the curriculum that is provided at Blanche Ely. He also mentioned that they have a 100% passing rate with their state nursing program and many are eligible to go to colleges and universities. Mr. Johnson has been the principal at Blanche Ely for the past 4 years. Blanche Ely is not only an “A” school but is among the top 10 high schools in Florida and in the top 3 in Broward County for the number of Adobe Industry Certification Exams passed. Mr. Johnson said that he has 480 seniors and has a graduation rate that is projected to be 90%. Of those 480 seniors, 200 of those seniors are enrolled in college courses at Broward Community College. Mr. Johnson thanked Board members for allowing them to attend the meeting. He said it is important to have corporations and businesses taking an interest in students. Having partnerships where students can get on-hands experience is extremely important to their development.

Commissioner McKee asked if there was suppose to be a board meeting scheduled at the School. Mr. Nask said that due to security reasons, Broward Health could not hold their board meeting on the school’s campus. Mr. Johnson said that the new school superintendent is having the legal department revisit this so that business could bring meetings like this to their campus; thereby, giving students the opportunity to see first-hand how businesses operate and giving businesses a chance to visit their campus. Mr. Johnson also informed the Commissioners that students need 40 community service hours so they are able to come and work in the summertime and obtain that experience.

Representative Gwendolyn Clark Reed addressed the Board and said that at the last Primary Care Community Relations Council meeting there were comments about the need for a pediatric unit at Broward Health North. She said that this is an important issue for the residents in that community. They are asking that some beds be put aside for pediatrics. It is very difficult for people who live in that area to take a child to Broward Health Imperial Point or Broward Health Coral Springs when a child is in a crisis. She

asked that the Board listen and consider putting back some pediatric beds at Broward Health North.

She also said that she was happy to see Mr. Johnson from Blanche Ely here at the Board meeting. Rep. Clark Reed said that they are producing students with nursing degrees but not giving them the actual hand-on experience that is needed. When the medical field is where the jobs are going to be, it is important to have students well prepared to accept and perform those jobs. Rep. Clark Reed requested that the North Broward Hospital District consider partnering more with the school district for jobs i.e., nursing positions; x-ray and lab tech as well as nutritional and environmental jobs. In addition, Rep. Clark Reed mentioned a summer work program in Deerfield Beach, which is named after her, for youngsters between the ages of 13 – 15. She said that they are also looking for positions to place those youngsters into so that they can be mentored and know what positions are available in a hospital. Rep. Clark Reed asked that Broward Health become more of a partner with the Community and those programs that are being offered in the community.

Commissioner McKee suggested that Mr. Nask meet with the new School Superintendent regarding a partnership to benefit schools.

Mr. Nask asked Ms Dionne Wong, Sr.VP/CHRO to speak about some of the partnerships that Broward Health already has. Ms. Wong said that she would be more than happy to provide a more detailed report at the next meeting but Broward Health has a significant affiliation and partnership with the Broward School Board as well as Broward College. Broward Health has approximately 200 affiliation agreements with various schools throughout the State of Florida as well as the country. Recruitment and retention efforts have been focused on creating Broward Health's own pipeline in the State of Florida and this community for several years. Broward Health has done an excellent job in developing its future workforce needs. Ms. Wong said that these agreements have been in place for several years and next month she will provide an opportunity to talk about the successes of those programs and the impact that they have had on the school system as well as Broward Health as an organization. She said that she currently serves on the Board for the School Board as well as Broward College. Ms. Wong said that Broward Health made an investment in Broward College two decades ago. Currently, Broward Health has about \$17 million in scholarship funds in which it provides scholarship funds for RN programs as well as other allied programs. Broward Health rotates approximately 10,000 clinical students a year in the system.

Mr. Joseph Cobo, former Commissioner and Chair of the Broward Education Foundation, thanked Mr. Nask for his contribution to a nursing scholarship. This scholarship will be going to a senior that has the opportunity of going to college through that scholarship program which is matched by the State.

AGENDA CHANGES—Item 11 was moved under the Legal Affairs Committee section.

.CONSENT AGENDA

(Items listed below were reviewed and recommended for approval by the Finance Committee meeting)

Chair Gustafson entertained a motion to approve Item 6 through and including Item 9 as listed on the Consent Agenda.

6. Request Consideration for the Acceptance of the Interim Financial Statement for the month of March 2012.
7. Request Consideration for the authorization of the President/CEO to purchase (85) medical-surgical beds through the Group Purchasing Organization, (MedAssets) in accordance with Section 24 (1) of the North Broward Hospital District Charter, for Broward Health Medical Center, at a cost of \$575,239.20
8. Request Consideration for the authorization of the President/CEO to purchase two (2) Sechrist Monoplace Hyperbaric Systems through the Group Purchasing Organization, in accordance with Section 24 (1) of the North Broward Hospital District Charter, for Broward Health North at a cost of \$512,116.
9. Approval of Arent Fox Invoices Re: OIG Matter
 - a) Invoice No. 1360721
 - b) Invoice No. 1367413
 - c) Invoice No. 1370727

It was moved by Commissioner O’Flannery Anderson, seconded by Commissioner Pau-Hus that Items 6 through and including 9 be approved as submitted. Motion carried unanimously.

DISCUSSION AGENDA

(Items listed below have been reviewed and recommended for approval by the Finance Committee and Legal Affairs Committee)

10. Request Consideration for the Board of Commissioners to waive the bidding requirement in accordance with Section 24 (1) (d) of the Charter due to Sole Source and authorize the President/CEO to purchase the Medtronic O-arm® Surgical Imaging System with the Stealth Station® Surgical Navigation System in the amount of \$1,119,000 for the Surgical Services Department at Broward Health North in accordance with Resolution No. 12-04-25-1.

Ms. Pauline Grant presented Item 10. Following her presentation and the reading of Resolution No. 12-04-25-1,

It was moved by Commissioner Di Pietro, seconded by Commissioner O’Flannery Anderson:

THAT THE BOARD OF COMMISSIONERS WAIVE THE BIDDING REQUIREMENT IN ACCORDANCE WITH SECTION 24 (1) (D) OF THE CHARTER DUE TO SOLE SOURCE AND AUTHORIZE THE PRESIDENT/CEO TO PURCHASE THE MEDTRONIC O-ARM® SURGICAL IMAGING SYSTEM WITH THE STEALTH STATION® SURGICAL NAVIGATION SYSTEM IN THE AMOUNT OF \$1,119,000 FOR THE SURGICAL SERVICES DEPARTMENT AT BROWARD

HEALTH NORTH IN ACCORDANCE WITH RESOLUTION NO. 12-04-25-1.

Motion carried unanimously.

11. City of Coral Springs Fire Assessment Issue-Chapter 164 Conflict Resolution 12-04-25-2-- **This item was approved under the Legal Affairs Committee report.**
12. Recommendation of New Broward Health Foundation Board Member: Ms. Tammy Gail

Dennis Stefanacci, President of the Broward Health Foundation presented Item 12. Mr. Stefanacci asked for approval to add Ms. Tammy Gail as a member to the Foundation's Board of Directors. Ms. Gail's resume was attached to the exhibit.

It was moved by Commissioner O'Flannery Anderson, seconded by Commissioner Di Pietro that the Board of Commissioners approve the appointment of Ms. Gail to the Broward Health Foundation's Board of Directors. Motion carried unanimously.

COMMENTS BY COMMISSIONERS

Commissioner McKee updated the Commissioners on the Primary Care Community Relations Council meeting. He informed them that they meet quarterly and rotate between 7th Avenue and Broward Health North. He said that there were two people who brought up the issue of pediatrics at Broward Health North. There was also a presentation by Hospice and Gold Coast Home Health which was very informative. There was also lengthy discussion regarding the name change. He said that people were very vocal. Commissioner McKee advised them that if they had issues to attend a meeting a let the Commissioners know their thoughts. There was also discussion with regard to waiting time at 7th Avenue.

Representative Clarke Reed thanked the Board for the new Homeless facility.

Commissioner Di Pietro welcomed Commissioner Kohl. He mentioned that his wife's best friend got hit by a car and went to BHMC emergency room. Everything was so well organized and the care was excellent. He thanked Dr. ElSanadi and his team. Commissioner Di Pietro said that it is difficult for him to come to 10 a.m. Board meetings. He said that since all of the other committee meetings are usually scheduled for 4:00 p.m. he asked if the Board meetings could be scheduled at the same time.

Mr. Nask said there is not an issue for administration to change the meeting time. This was a subject that was going to the Governance Committee but since everyone is present, the discussion can be held at this time.

Commissioner Paul-Hus moved that the May Board of Commissioners meeting be held at 4:00 p.m. to be held at Broward Health Medical Center. It was seconded by Commissioner O'Flannery Anderson. Motion carried unanimously.

Commissioner Paul-Hus said that he did not see listed on the matrix the issue of alternating committee meetings and board meetings. Mr. Goren said that the bylaws need to be changed amended. This will be discussed at a Governance Committee meeting and all members will be invited.

Commissioner O'Flannery Anderson welcomed Commissioner Kohl. She congratulated the new officers of the medical staff at Broward Health Imperial Point. Commissioner O'Flannery Anderson also advised the commissioners that she will not be present for the May meeting she will be away.

Chair Gustafson advised the Commissioners that he and Mr. Nask visited with Mr. Sacco, of South Broward and a board member about House Bill 711 and if there was some way to work together. It was a very preliminary conversation. There was nothing formally approved.

In addition, Chair Gustafson advised the Board of Commissioners that he and Commissioner Paul-Hus have switched Districts with the approval of the Governor's office. Chair Gustafson is now District 4 and Commissioner Paul-Hus is Member at-Large.

Commissioner Paul-Hus asked if Mr. Goren was working on the bylaw modification. Mr. Goren said there has not been a motion to direct him to work on that matter. Mr. Goren said that Commissioner McKee can call a Governance Committee meeting to discuss this matter. Commissioner Paul-Hus said that he would like Mr. Goren to draft some language to be discussed at Governance. There is an exception for Credentialing that needs to be addressed.

Commissioner McKee asked if the Executive Committee could approve the medical staff credentialing.

Dr. Boutin cautioned the Commissioners on hold bimonthly board meetings. He said that the medical staff appointments must be approved on a monthly basis; otherwise, it would mean that the physicians would be appointed every other month which makes for a long gap.

Mr. Goren said he could look at the executive committee as delegate body to make those decisions. He will look at the Special Act to verify that legal ability. If that is a venue to make those decisions, then it would work but he will research for the next meeting.

Commissioner Fernandez welcomed Commissioner Kohl and thanked everyone for being present today.

Commissioner Kohl thanked her fellow Commissioners as well as the staff of Broward Health for making her feel so welcome. Mr. Nask and his staff are busy answering her plethora of questions over the past month.

Commissioner McKee said that the ads that are currently running on TV are very good.

NEXT REGULAR BOARD MEETING

The next regularly scheduled Board of Commissioners' meeting will be held on May 30, 2012 at 4:00 p.m. in the auditoriums at Broward Health Medical Center, 1600 South Andrews Avenue, Fort Lauderdale, Florida.

Meeting adjourned at 12:20 p.m.

Respectfully submitted,
Richard Paul-Hus, Secretary/Treasurer

BY: Maryanne Wing

A FULL RECORDING OF THIS MEETING IS AVAILABLE ON TAPE