The Regular meeting of the Board of Commissioners of the North Broward Hospital District was held on Wednesday, July 31, 2013, at the Medical Office Complex, Conference Center 1st floor, Broward Health Coral Springs, 3100 Coral Hills Drive, Coral Springs, 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.

At 4:10 p.m. Chair Gustafson informed the audience that there was not a quorum present so he was going to address two of the non-action items listed on the agenda.

RECOGNITION OF NORTH BROWARD HOSPITAL DISTRICT BOARD OF COMMISSIONERS: RICHARD PAUL-HUS; CLARENCE MCKEE; JENNIFER O’FLANNERY ANDERSON

Chair Gustafson announced that the Board would like to take this opportunity to recognize former Commissioners’ Clarence McKee, Richard Paul-Hus and Jennifer O’Flannery Anderson (whose last meeting is today). After reading a brief bio on each of them, he then named the committees they served on and chaired as well as reflecting on some of the major accomplishments achieved during their tenure. He then asked each of Commissioners individually to come forward and receive a plaque and say a few words.

Commissioner Jennifer O’Flannery Anderson thanked everyone for the privilege of being a part of the District. She said she was very proud to have represented the doctors, nurses and staff who are such professionals and have so much compassion. In addition, Commissioner O’Flannery Anderson commented that she was very proud of the projects that they were able to get done i.e., revised the District bylaws, Medical Staff bylaws; and the major projects that were brought to the Building Committee to consider as well as weighing in on some significant budget issues. Commissioner O’Flannery Anderson said it has really been a privilege to be part of this amazing organization and to have worked with such fine colleagues.

Commissioner Clarence McKee commented that an institution is made up of brick and mortar but people make up an organization and the District has great people who are caring for the healthcare needs of our community. He thanked everyone for the work they do in making Broward Health a great place for our community residents to come for their healthcare as well as for those who visit our community.

Commissioner Richard Paul-Hus thanked Mr. Nask for all the time they spent together as well as the other staff members. He said having grown up in the shadows of the District, you learn to
appreciate everything that everyone does to make this organization the fine institution that it is today.

The invocation was given by Father Ken McLymont of Faith Chapel, followed by the Pledge of Allegiance led by Drew Grossman, CEO, Broward Health Coral Springs.

**RECOGNITION OF BROWARD HEALTH CORAL SPRINGS COMMUNITY RELATIONS COUNCIL MEMBER—LOU CIMAGLIA**

Mr. Drew Grossman said in keeping with former Commissioner McKee’s initiative in recognizing CRC members: Mr. Grossman introduced Lou Cimaglia Jr.

Mr. Grossman said that Mr. Cimaglia has been a member of the BHCS CRC since 1993. Not only did he regularly attend meetings but he was an active member with valuable insight into the needs of the community. Mr. Cimaglia sat on the CRC as a resident of the community as well as a member of the Knights of Columbus. It is through his many community affiliations that he often stepped forward to support the hospital. Some examples were:

- The Knights of Columbus cooked for the hospital’s 25th Anniversary community celebration with over a 1,000 attendees as well as preparing food for the annual reunion picnic for Camp Coral Kids;
- He secured a $5,000 grant from the Knights of Columbus Florida State Council Charities account for Camp Coral Kids—a camp for children with Type 1 diabetes;
- Since 2009 he has provide wheelchairs to those patients need who were leaving Broward Health Coral Springs and Broward Health Imperial Point and did not have the funds or insurance to obtain one;
- Raised funds for much needed toys and entertainment equipment for BHCS’s Pediatric Department.

Mr. Grossman stated that BHCS was not the only organization that benefitted from Lou’s generous heart and dedication. He also worked to provide funds for a variety of charities such as Horses and the Handicapped, Gods Little Acres, Tomorrows Rainbow, S.O.S Children’s Village and Special Olympics to name just a few.

Mr. Grossman said it is with great pleasure that BHCS recognizes Mr. Lou Cimaglia Jr. today. BHCS is grateful and appreciative of his dedication. Mr. Grossman then presented Mr. Cimaglia with a plaque.

Mr. Cimaglia said it has been an honor to serve on BHCS CRC for 20 years. Working with the staff and the hospital has been absolutely a pleasure for him. This recognition is just icing on the cake and he thanked everyone at BHCS for all the hours they have spent together and all of the things that they have done for the community.

Having a quorum present, Chair Gustafson called the meeting to order at 4:50 p.m.

**ROLL CALL**

*Commissioners:*
Present: Commissioner Joel Gustafson – Chair
Commissioner Jennifer O’Flannery Anderson – Vice Chair
Excused absence: Commissioner Miguel Fernandez-board member

**COMMENTS FROM AUDIENCE:** There were no comments from the audience

**APPROVAL OF MINUTES**

1. Request approval of the Minutes of a Regular Meeting of the Board of Commissioners held June 26, 2013.

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

   **THAT THE MINUTES OF THE REGULAR MEETING OF THE BOARD OF COMMISSIONERS HELD ON JUNE 26, 2013 BE APPROVED AS PRESENTED.**

   Motion carried unanimously.

**MEDICAL COUNCIL AGENDA**

2. **BROWARD HEALTH CORAL SPRINGS**

   Dr. Sachedina informed the Commissioners that BHCS was working through the CPOE training and issues. He reported that 90% of BHCS physicians are trained on CPOE and are 90% compliant with computer entry.

   Dr. Azeem Sachedina, 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 Kohl, seconded by Commissioner Kisslan:

   **THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF BROWARD HEALTH CORAL SPRINGS MEDICAL’S MEDICAL COUNCIL OF ITEMS 2 (A-D):**

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

   Motion carried unanimously.
3. **BROWARD HEALTH IMPERIAL POINT**

Dr. Groene provided the following update:

- HCAPHPS scores trending upward—making a lot of progress with the focus improvement initiative; overall domain scores for Value Based Purchasing have increased by 2%.
- BHIP has been recognized for a third year in a row for being a Grade 'A' hospital for patient safety.
- Fall Reduction Team was recognized by the Health Research and Educational Trust for the State of Florida and Hospital Engagement Network and the American Hospital Association as the Best in Quality in Class for its Falls Reduction Plan. The plan was also submitted to CMS so it could be shared nationally with other hospitals.
- New Nurse Manager for the ER—Ms. Lola Rhoades.

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.

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

**THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF BROWARD HEALTH IMPERIAL POINT’S MEDICAL COUNCIL OF ITEMS 3 (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.**

4. **BROWARD HEALTH NORTH**

Dr. Hoffberger provided the following update:

- BHN Adult Level II Trauma Center had its 3-year survey on Wednesday, July 24, 2013, by the Florida Department of Health. The survey validates that BH is providing optimal care to patients acutely injured by traumatic events in their community. BHN had an outstanding survey and the surveyors recognized them for their commitment and understanding quality initiative for their patient population. They also commented on the friendly and inviting environment that BHN has and what a pleasure it was to visit. A special thank you to the Trauma Team especially Trauma Program Manager, Donna Bowers who did an outstanding job and Dr. Judith Johnson, Medical Director of Trauma Services.
• BHN Trauma Services team also participated in the Sumer Driver’s Education Program in conjunction with Broward County EMS Council. The team made presentations to approximately 770 students at various high schools on the dangers of distracted driving to promote the “Take 5 to Stay Alive—Don’t Text & Drive” campaign.

• On July 9th, Pauline Grant, CEO of BHN, was invited by (AHA) to represent BHN at a special Town Hall Interactive Webcast on the Hospital Engagement Network (HEN) in Washington DC. Ms. Grant talked and answered questions on BHN “Reducing Patient Harm” initiatives.

• BHN was also identified as a mentor hospital for CAUTI and CLABSI Reduction (urinary tract and blood stream infections) and was also featured in a HEN video for its excellent reductions in patient infections. This video will be shared with hospitals across the country.

• Pauline Grant held her quarterly Employee Forums which focuses on BHN financials, quality measure, strategic initiative, and success and employee recognition. There is a 99.6% employee attendance.

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

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

THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF BROWARD HEALTH NORTH’S MEDICAL COUNCIL OF ITEMS 4 (A-D):

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

Motion carried unanimously.

5. BROWARD HEALTH MEDICAL CENTER

Dr. Chokshi provided the following update:

• BHMC was recognized by US News and World Reports: out of seven hospitals in South Florida, BHMC was ranked the best in the following specialties: Nephology; Neurology; Neurosurgery; Orthopedics and Pulmonary.

• BHMC is the only Broward Health hospital to be better than the national average for readmissions for CHF, AMI and Pneumonia.

• CPOE training has started and their go live date is August 13th.
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 O’Flannery Anderson, seconded by Commissioner Kohl:

THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF THE BROWARD HEALTH MEDICAL CENTER'S MEDICAL COUNCIL OF ITEMS 5 (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.

CEO REPORT:

Mr. Nask reported that during the last two months, Broward Health has been committed to getting the Accountable Care Organization (ACO) application submitted. At the June Board meeting, the Board voted on the Articles of Incorporation and today BH will be holding its first ACO Board meeting.

Mr. Nask stated when they first started on this initiative there was an issue as to whether or not BH would have the 5,000 lives that were required to have an ACO after learning from one of the consulting firms that BH was between 4800 and 5200 lives. Since that time and as recently as noon time today, BH has signed five (5) additional participation agreements from community physicians which will be sufficient to push BH over the 5,000 threshold and further expand the ACO. Mr. Nask said that this has been an incredible effort by the Senior Management team who focused on getting this application in and recruiting additional physicians both through employment and participation agreements. He reported that the application was submitted today and BH will now wait to hear from Medicare to see if BH meets the required qualifications.

Mr. Nask informed Commissioners that following this meeting, there will be an ACO meeting to appoint Kimberly Kisslan and two other affiliate members to the ACO board. This is an important issue and BH is well underway.

Mr. Nask also reported that BH got through the first month of APR DRG billings with Medicaid. He commented that some of the billings may have been tied to June billings but it looks like BH’s cash for the month of July was a little bit higher than last July so it doesn’t look like BH has been impacted by the transition.
With regard to Quality, Mr. Nask referred to a handout that was passed out to the Commissioners. He said that all of BH’s hospitals were on the plus side for Value Based Purchasing for mortality HCAHPS and core measures. Mr. Nask reported that the payment this year to BH should be around $500,000.

Lastly, Mr. Nask thanked Commissioners’ O’Flannery Anderson, Paul-Hus and McKee for their support since coming on the Board in 2010.

CFO REPORT

Mr. Martin reported that yesterday (July 30th) the external Auditors received the financial records for the organization and will begin the year-end audit which should be completed by the end of September. He then provided a brief overview of the June financials:

- Overall volumes were down from budget for the month; admissions were down 3%; short stay cases were up 13%; surgeries were down 6%; outpatient visits down 13% (mostly in radiology, physical therapy and laboratory); ED volume down 1%. Volume was pretty soft for the month of June. He commented that this is not only a BH issue but informed the Commissioners that people from Holy Cross were calling to see what BH’s volumes were because their volumes dropped off by 10%.
- Based on June operations, Operating Income was down from budget. However, BH did have two very favorable settlements based on actuary reports for employee health insurance and malpractice insurance. Mr. Martin said that as BH turns the books over to the auditors, year-to-date, BH is about $6 million favorable to budget.

Mr. Martin informed the Commissioners that volumes have turned around and spiked in July. Through the 29th of July volumes have been very favorable to budget so hopefully BH is getting off to a good start financially for the month of July.

Mr. Martin said that at the August Finance Committee meeting he will give an update on the July financials.

GENERAL COUNSEL REPORT

Mr. Goren reminded the Board that following this meeting there will be a meeting of the ACO Board. It will be held at the close of the regular Board meeting and will be open to the public.

Mr. Goren said that Item 10 on the agenda references information from Amy Galloway who is a lawyer with Tripp Scott and who is transitioning to private practice. Mr. Goren said that this is not the same transition as in the past—there is no conflict. Ms. Galloway is simply transitioning to private practice. Ms. Galloway has been counsel for the medical staffs at Broward Health for several years and the Chiefs of Staff of all BH facilities support this transition. Mr. Goren stated it is on the agenda as an informational item and no action is required.

Mr. Goren informed the Board that there is a need to hold two shade sessions following the August Board meeting. The cases are the Mantle case vs. NBHD and the Woodward case vs. NBHD. Mr. Goren said he is required under the statute to ask for a Shade Session during the Board meeting. He then asked for approval to hold the shade sessions on August 28th, 2013 following the regular Board of Commissioners meeting.

Motion carried unanimously.

Mr. Goren informed the Board that the City of Fort Lauderdale has included Broward Health in a special assessment for the WAVE project. For the record, Legal Counsel has appeared on behalf of the District at the public meeting conducted by the City Commission when they initialized what is called a preliminary rate resolution to assess properties in selected district to be able to collect a special assessment as a non-ad valorem assessment. The final hearing will be coming up in September. Mr. Goren said that the District’s lawyers have objected to the assessment against District property although the District supports the program.

Mr. Goren reminded the Commissioners that currently Broward Health is in litigation with the City of Coral Springs who has adopted and is now enforcing a fire rescue assessment of District owned properties in the City of Coral Springs. Mr. Goren said that Mr. John Herin, outside counsel, believes that under state law and under a recent Supreme Court opinion in Florida, it is actually unlawful for a special district, if not legally authorized in a Special Act, to pay such assessments and that BH cannot pay such assessments. It is not to say, however, that the District could otherwise agree to some other form of compensation for services rendered. Mr. Goren informed the Board that they will be meeting with the DDA and the City of Fort Lauderdale with professional staff from the District to have an open conversation.

Commissioner O’Flannery Anderson asked if the District pays CRA funds. Mr. Goren said yes but those are different payments. She then asked where the CRA funds go. Mr. Nask said it goes into the redevelopment funds of the various cities for improvements in those cities. She then asked if the City is using the CRA money for the WAVE project. Mr. Nask said he did not know the answer to that question. Commissioner O’Flannery Anderson said that this is a great project but the City should be going after the CRA funds.

Commissioner Di Pietro questioned why the District gives monies to the CRA when its mission is very clear, it is healthcare.

Mr. Goren said that the legislature back in mid-2000 responded by exempting the obligations for the District going forward; however, BH is obligated to pay the ones that were established prior to mid-2000.

Mr. Goren said if there is some proposal that comes forth from the DDA or the Fort Lauderdale City Commission to engage in some contractual relationship that would allow for X number of dollars to be spent or Y number of services then that document would have to come back to the Board for approval. He said that his concerns are that between now and September 15, the last day that the City can adopt the final rate resolution, the Board has taken the position publicly to object to being obligated to pay any obligation which the District’s General Counsel says that the District should not pay--Broward Health is in court on that very same legal argument.

Mr. Goren also informed the Board that they have some additional issues that can be raised at the Legal Affairs Committee in August 21st, relating to the BHMC Infusion case.
COMMITTEE REPORTS:

Chair Gustafson said that he attended the meeting and the minutes have been distributed to all of the Commissioners in advance of the Board meeting.

Audit Committee    July 18, 2013

Commissioner O’Flannery Anderson said that the Commissioners did not get a copy of the Audit Plan—and questioned how it could be approved if they did not get a copy of the Plan.

Chair Gustafson asked Ms. Panyi to provide an overview of the Audit Plan.

Maria Panyi stated that the Audit Plan is based on the annual risk assessment. The Internal Audit Staff goes out to management and senior management and some select line managers to have them complete the annual risk assessment survey. They look at individual reviews/audits and decided to remove the Physical Security Audit, and focus the allotted time to expand the Physicians Documentation Review (CPOE). She said that there are certain audits that need to be done every year i.e., support of external auditors and contractual obligations.

Donna Lewis also provided an overview of the Annual Corporate Compliance Work Plan. Ms. Lewis said that it is based on risk areas from the OIG work plan and issues that come through the hot line as well as general compliance issues. The work plan is divided into three main categories: 1) Stark and anti-kickback related issues which include auditing a sample of physician contracts for employment and PPUC agreements etc.; 2) HIPPA privacy and security which is monitored on an ongoing basis system-wide and ; 3) documentation billing and coding. The plan is developed in collaboration with Internal Audit to make sure that there isn’t any duplication of efforts.

Ms. Panyi also commented on the Conflict of Interest issues as well. She said that they had several committee meetings; however, there are still follow up items that need to be addressed.

It was moved by Commissioner O’Flannery Anderson, seconded by Commissioner Kohl that the Board of Commissioners approved the minutes of the Audit Committee Meeting of July 28, 2013.

Motion carried unanimously.

AGENDA CHANGES—There were none

DISCUSSION AGENDA

6. Approval for payment to Arent Fox for Invoices RE; OIG Matter for May services.

Mr. Goren said that Commissioner Di Pietro had a recent conversation with the Arent Fox law firm on the pending OIG matters. There was a direct conversation on how to differently regulate future billings particularly during this period when documents are being reviewed by third parties and no apparent action is taken that would allow for a mitigation of costs.
It was moved by Commissioner O’Flannery Anderson, seconded by Commissioner Kohl:

THAT THE BOARD OF COMMISSIONERS APPROVE PAYMENT TO ARENT FOX FOR INVOICES RE: OIG MATTER FOR MAY SERVICES AS PRESENTED.

Motion carried unanimously.

7. Approval of:
   1. 2013-2014 Rolled Back Millage Rate at 1.7893

Mr. Robert Martin requested approval for three separate items relating to the upcoming tax hearings.

Mr. Martin asked the Board to agree that the Rolled Back Rate for 2013 is at 1.7893 mills. He directed the Board of Commissioners to the page in the exhibit showing the calculations and the dollar value at 1.7893 mills. Mr. Nask said that 1.7893 mills is the tax assessor’s calculation of the rolled back rate. All the board would be voting on with regard to this request is acknowledging the tax assessors calculation.

Commissioner Di Pietro said that the record needs to reflect that due to the increase in property values, 1.8564 mills would be a tax increase.

Commissioner Di Pietro stated that he wants the minutes to reflect that he supports a millage of 1.7893, or lower, but would not support a millage rate of 1.8564. He said that he realizes that BH has had a lot of downward pressure in federal/state funding and was able to lower mills throughout the year; however, he realizes that BH would not be able to continue that going forward. He asked Mr. Martin to give the Board a ‘white page’ showing how if funding had stayed the same without the federal/state reductions, what kind of reductions BH could have had going forward had BH not been cut by forces higher than it.

Mr. Martin reported that last year BH received a $30 million decrease from Medicaid and this year BH received an additional $6 million reduction. Over a two year time period, BH is being paid $36 million less a year from Medicaid and that will continue to carry forward even under the new APR DRG methodology--it is fixed into the base.

Commissioner Di Pietro said that if these reductions had not happened, BH would have been able to reduce taxes by $36 million. He feels that when discussing BH’s millage rate, it would be important to let the community know this information.

Mr. Nask commented, not to be technical, but if the millage rate remains the same at 1.8564, on BH’s tax notice then BH is not increasing taxes.

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

THAT THE BOARD OF COMMISSIONERS DETERMINE THE ROLLED BACK MILLAGE RATE FOR 2013-2014 TO BE 1.7893 MILLS.
Motion carried unanimously.

Mr. Martin said that the second step is approval to set the proposed 2013-2014 millage rate at 1.8564 mills, which is the same rate that BH had in 2012-2013, with tax dollars increasing by $5.5 million. Mr. Martin said that whatever rate is set this evening, the Board can go lower at the tax hearings but would not be able to increase the rate at the tax hearings.

2. Adoption of the Proposed 2013-2014 Millage Rate at 1.8564 mills

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

THAT THE BOARD OF COMMISSIONERS SET THE PROPOSED 2013-2014 MILLAGE RATE AT 1.8564.

Motion carried unanimously.

3. Setting of Date, Time and Place for First and Second Tax Hearings

It was moved by Commissioner Kisslan, seconded by Commissioner Kohl:

THAT THE BOARD OF COMMISSIONERS APPROVE THE DATE, TIME AND PLACE TO HOLD THE 2013 TRIM PUBLIC MEETINGS:
FIRST TAX HEARING: SEPTEMBER 18TH AT 5:30 PM BHMC;
SECOND AND FINAL TAX HEARING: SEPTEMBER 24th AT 5:30 P.M. BH NORTH/.

Motion carried unanimously.

Mr. Nask said that what gets lost in translation is that 5 or 6 years ago, BH was receiving $190 million in tax dollars and since then BH has lowered its tax dollars down to $149 million--taking $50 million annually out of BH’s tax dependency. The converse to that is the increase in the Community Benefit Plan (CBP). Mr. Nask informed the Commissioners that back in 2004-2005, BH was actually taking in more money in taxes to fund the CBP and BH is now funding $100 million from operations to fund the CBP. These numbers are connected but maybe administration can do a better job of outlining the fact that the cost of taking care of the uninsured has gone up.

8. Approval to renew two contracts with the State of Florida Department of Health for provision of Inpatient/Outpatient Care to Patients with HIV/AIDS.

Ms. Jasmin Shirley, VP of CHS presented Item 8. Ms. Shirley reported that this contract represents supplemental funding in the amount of $141,916 for Inpatient Care and $158,976 for Outpatient Care to patients with HIV/AIDS. Approval of the supplemental funding will allow BH to provide that full continuum of service both in the inpatient and outpatient setting in the amount of $300,892 total dollars respectively as outlined in the memorandum.
It was moved by Commissioner Di Pietro, seconded by Commissioner O’Flannery Anderson:

THAT THE BOARD OF COMMISSIONERS AUTHORIZE THE PRESIDENT/CEO TO RENEW TWO TWELVE CONTRACTS WITH THE STATE OF FLORIDA DEPARTMENT OF HEALTH FOR HIV/AIDS INPATIENT CARE FUNDING, IN THE AMOUNT OF $141,916; AND OUTPATIENT CARE FUNDING, IN THE AMOUNT OF $158,976 FOR THE PERIOD OF JULY 1, 2013 TO JUNE 30, 2014, SUBJECT TO GENERAL COUNSEL’S REVIEW AND APPROVAL AS TO LEGAL FORM AND CONDITIONED ON NO MATERIAL CHANGES IN THE APPROVED BUSINESS TERMS.

Motion carried unanimously.

9. Authorization to accept funding and execute a contract to provide Healthy Start Services to teens of Seagull School and Charles Drew Family Resource Center and continue expanded Healthy Start screening and care coordination at Broward Health operated Prenatal and Pediatric Centers, Broward Health Medical Center and Broward Health Coral Springs.

Ms. Jasmin Shirley presented Item 9. Ms. Shirley said that Healthy Start Services are provided to BH’s parenting and pregnant teens. The service is also provided to those women that are receiving their prenatal care/screening and care coordination at BH’s prenatal care sites as well as delivering at BHMC and BHCS. The funding amount is for $579,750 for a 12-month period beginning July 1, 2013 to June 30, 2014. The expenses are budget neutral.

In addition, Ms. Shirley informed the Commissioners that BH is very proud of this program not only because it has one of the best healthy start programs in the state but when the state needs any consulting, they always consult with Broward Health’s programs when moving in with best practices across the state. Ms. Shirley said that they are very pleased to being the state’s number one site for enhanced development of new programs.

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

THAT THE BOARD OF COMMISSIONERS AUTHORIZE THE PRESIDENT/CEO TO ACCEPT THE AWARD AND EXECUTE A CONTRACT IN THE AMOUNT OF $579,750 WITH THE HEALTHY START COALITION OF BROWARD COUNTY FOR THE PERIOD OF JULY 1, 2013 THROUGH JUNE 30, 2014. THE CONTRACT IS SUBJECT TO GENERAL COUNSEL’S REVIEW AND APPROVAL AS TO LEGAL FORM AND CONDITIONED ON NO MATERIAL CHANGE IN THE APPROVED BUSINESS TERMS.

Motion carried unanimously.

10. Notification of Amy Galloway’s departure from Tripp Scott and consideration of her request to transition the medical council’s legal counsel from Tripp Scott to Amy
11. Appointment to the Broward Health ACO Services Inc., Board of Directors:
   a) Kimberly Kisslan—Board of Commissioners
   b) Robert Hanzler—Medicare Beneficiary
   c) Matthew Moretti, D.O. --Physician Provider

Mr. Goren stated that there are three members, under the rules that govern the ACO, that need to be appointed to the ACO Board. Mr. Goren said that unfortunately Commissioner O’Flannery Anderson is not a member of the ACO Board so after the regular board meeting, Commissioner O’Flannery Anderson is welcome to stay but will not be allowed to vote on any matters.

Commissioner Kisslan asked Mr. Goren if she was allowed to vote on this item. Mr. Goren said that there is no benefit in the context of financial gain but for the benefit of saving Ms. Kisslan the issue of protection, he suggested that Ms. Kisslan recuse herself from voting on this matter.

Commissioner Di Pietro said he would be recusing himself from voting on this issue due to a conflict. Mr. Goren noted that Commissioner Di Pietro has a potential conflict or an appearance of a conflict that he has been described to Mr. Goren previously.

Commissioner Kisslan asked if the other Board members voted themselves on the Board. Mr. Goren said that as a member of the Board of Commissioners they were automatically placed on the ACO Board as stated in the Articles of Incorporation. He said that Commissioner Kisslan is automatically a member of the ACO board and this action today is simply ratifying her membership on the ACO board. Mr. Goren suggested that the Commissioners vote on Commissioner Kisslan’s ratification separately which would ratify the transition of her membership to the ACO board.

Mr. Goren moved that the ACO Board members simply ratify the transition of Commissioner Kisslan as a member of the Board of Commissioners to the ACO Board which Commissioner Di Pietro can vote on. It was moved by Commissioner O’Flannery Anderson, seconded by Commissioner Kohl. Motion carried. Commissioner Di Pietro did not vote and will file the appropriate paperwork prior to the August Board meeting.

Commissioner Kisslan asked if she was allowed to vote on the next two appointments. Mr. Goren said that she was since her ratification passed.

Mr. Goren stated that the next two items would be the appointment of Robert Hanzler, Medicare Beneficiary and Matthew Moretti D.O., Physician Provider members of the ACO Board. It was moved by Commissioner Kisslan, seconded by Commissioner Kohl that Robert Hanzler and Dr. Matthew Moretti be appointed to the ACO Board. Motion carried. Commissioner Di Pietro did not vote and he will file the appropriate paperwork under Chapter 112.
COMMENTS BY COMMISSIONERS

Commissioner O’Flannery Anderson said that she had one comment with regard to the ACO bylaws: three officers were financial in nature. Her concern was that there were no healthcare providers.

Commissioner Kisslan apologized for not being present at today’s Board meeting and missing Commissioner O’Flannery Anderson’s departure.

NEXT REGULAR BOARD MEETING

The next regularly scheduled Board of Commissioners’ meeting will be held on Wednesday, August 28, 2013 at 4:00 p.m. in the auditoriums at Broward Health Imperial Point, 6401 North Federal Highway, Fort Lauderdale, Florida

Meeting adjourned at 5:50 p.m.

Respectfully submitted,
Debbie L. Kohl, Secretary/Treasurer

BY: Maryanne Wing

A FULL RECORDING OF THIS MEETING IS AVAILABLE ON TAPE