

**NORTH BROWARD HOSPITAL DISTRICT  
BOARD OF COMMISSIONERS'  
REGULAR MEETING  
January 28, 2015  
BHMC--Auditoriums**

**MINUTES**

The Regular meeting of the Board of Commissioners of the North Broward Hospital District was held immediately following Wednesday, January 28, 2015 in the auditoriums at Broward Health Medical Center, 1600 South Andrews Avenue, Fort Lauderdale, 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 Di Pietro called the meeting to order at 4:05 p.m.

**ROLL CALL**

*Commissioners:*

Present: Commissioner David Di Pietro – Chair  
Commissioner Joel Gustafson – Vice Chair  
Commissioner David Nieland- Treasurer/Secretary  
Commissioner Maureen Canada Board Member  
Commissioner Rocky Rodriguez - Board Member  
Commissioner Darryl Wright – Board Member  
Commissioner Sheela VanHoose – Board Member

The invocation was given Assistant Chaplain Israel Francois, Broward Sheriff's Office followed by the Pledge of Allegiance led by Calvin Glidewell, CEO, Broward Health Medical Center.

**COMMENTS FROM THE AUDIENCE**

Mr. Joseph Cobo informed the Board that when his father-in-law was in Broward Health Imperial Point (BHIP) having a procedure, Todd Maritz went above and beyond the call of duty. He reminded the Board that a couple of months ago, Mr. Todd Maritz was the recipient of a Shining Star and he certainly was one when his father-in-law was in the hospital. Mr. Cobo also thanked Alice Taylor, CEO of BHIP and Dr. El Sanadi they were exceptional and he recovered very quickly.

At this time, the Chair asked that the Board address Items 1 and 13

**RECOMMENDATION BY THE LEGAL AFFAIRS COMMITTEE**

1. Approval to name Ms. Vinnette Hall as the Interim Chief Internal Auditor for a period of one year at an approximate salary of \$129,000.

Commissioner Nieland stated that he was given the authorization by the Board as Chair of the Human Resource Committee to negotiate an agreement between Ms. Vinnette Hall and Broward Health for Ms. Hall to serve as the Interim Chief Internal Auditor with a salary range not to exceed the 50<sup>th</sup> percentile. Commissioner Nieland stated that he has completed the negotiations and is recommending approval for Ms. Vinnette Hall to serve as the Interim Internal Auditor for a period of one year at a salary of \$129,000 which is below the 50<sup>th</sup> percentile.

**It was moved by Commissioner Rodriguez, seconded by Commissioner Wright:  
That the Board of Commissioners approve naming Ms. Vinnette Hall as the Interim Internal Auditor for a period of one year at a salary of \$129,000.**

**Motion carried unanimously.**

At this time, Chair Di Pietro asked if anyone in the audience has any comments regarding Item 13.

Mr. Daniel Lewis, community resident, said he has attended many committee meetings and board meetings and this was the first time he has come up to the podium to speak. Mr. Lewis said that the reason he asked that his item be pulled from the Consent agenda was that he was very concerned about the minutes of the Finance Committee and the discussion that was held at the Finance Committee. He was also concerned about the way that this item was characterized in BH's published agenda. He said this item is published with the recommendation that there be a five member board and Co-CEOs as well as other issues. He said that he opposes this because he believes that it sends the wrong message to the South District.

Mr. Lewis commented that Broward Health is working in cooperation with the South District for the benefit of Broward County and its residents. He feels that Broward Health needs to get more solid information before challenging the South District over this issue. Mr. Lewis said that in reading the Memorandum that supports this agenda item, he supports the Memorandum. He said that if he wants to give the CEO the authority of this Board to discuss those items without being specific as to what BH wants, he had no quarrel with that; however, if BH is going to dictate what the outcome is going to be with the recommendation as stated above; demand certain financial information that BH thinks they are entitled too and that they have not received; Mr. Lewis suggested that those administrative issues are premature for this discussion.

Mr. Lewis said it was perfectly appropriate for the Board to direct their CEO to raise some of these concerns. They should ask for the information and require that the information be brought back to the Board. He also suggested that Mr. Benz come before the Board and respond to or answer some of BH's concerns.

Mr. Lewis said it is important for BH to set a very professional tone with the South District because of the Affordable Health Care Act as well as where healthcare is going in the future really will require BH to work in close contact with the South District.

Mr. Lewis stated that he does not believe that the language in BH's agenda regarding this item is something that BH would not want.

Dr. El Sanadi recommended amending the motion to say Co-Manager. Dr. El Sanadi stated the intent of this motion was to give a platform to start the discussion tomorrow at SFCCN's first public meeting.

13. Approval to address the governance of the South Florida Community Care Network (SFCCN) Limited Liability Company to include: 1) a five member Board with the 5<sup>th</sup> member alternating from the North District and South District every other year; 2) Co-CEOs naming Drew Grossman as the District's representative; 3) modifying the c-suites to include representatives from the District—Robert Martin, Robert Bugg, Dr. Marc Bivins, and Patty Phelan creating a functional structure.

**It was moved by Commissioner Gustafson, seconded by Commissioner Rodriguez:**

**That the Board of Commissioners approve addressing the governance of the South Florida Community Care Network (SFCCN) Limited Liability Company to include: 1) a five member Board with the 5<sup>th</sup> member alternating from the North District and South District every other year; 2) Co-Managers naming Drew Grossman as the District's representative; 3) modifying the c-suites to include representatives from the District—Robert Martin, Robert Bugg, Dr. Marc Bivins, and Patty Phelan creating a functional structure as modified.**

**Motion carried unanimously.**

**RECOGNITION OF SHINING STARS:** The following employees were recognized at the 2<sup>nd</sup> quarter shining stars: Vilma Rivera, Media & Donor Relations Specialist CDTC; Jayce Monroe, Mental Health Technician, Mental Health Unit—BHMC; Clifton Robertson, Respiratory Care Practitioner, Respiratory Therapy, BHCS; Angelique Charlmont, Environmental Tech, Surgical Telemetry 9<sup>th</sup> Floor, BHN; and Lloyd Stewart, Environmental Technician 1--BHIP

### **APPROVAL OF MINUTES**

2. Request approval of the Minutes of the Regular Meeting of the Board of Commissioners held December 17, 2015.

**It was moved by Commissioner Rodriguez, seconded by Commissioner Wright:**

**THAT THE MINUTES OF THE REGULAR MEETING OF THE BOARD OF COMMISSIONERS HELD ON DECEMBER 17, 2015 BE APPROVED AS PRESENTED.**

**Motion carried unanimously.**

3. Request approval of the Minutes of the Special Meeting Closed Door Session held on December 15, 2015.

**It was moved by Commissioner Rodriguez, seconded by Commissioner Wright:**

**THAT THE MINUTES OF THE SPECIAL MEETING CLOSED DOOR SESSION OF THE BOARD OF COMMISSIONERS HELD ON DECEMBER 15, 2015 BE APPROVED AS PRESENTED.**

**Motion carried unanimously.**

**MEDICAL COUNCIL AGENDA**

**4. BROWARD HEALTH MEDICAL CENTER**

**Dr. Louis provided the following update:**

- Chris Evert Children’s Hospital received over 32 organizational donations for their hematology/oncology and pediatric departments.
- BHMC Academic Program has selection Dr. Jorge Fleischer from FIU as the new ACGME Director for the Internal Medical Program. He will submit the program information form to the ACGME accrediting organization by April 2015.
- BHMC selected Dr. Sunil Kumar as their new on-site Dean for FIU.
- On January 14, 2015 there was an AOA inspection for Cardiology, Dermatology and the rotating internship which resulted in no deficiencies.
- BH Foundation will host a ribbon-cutting for the Salah Foundation on January 28 in the Adult Infusion Center.
- BHMC performed the first left arterial appendage closure otherwise known as the “Lariat Device”. This is a procedure to correct atrial fibrillation which is abnormal rhyme of the heart. This procedure eliminates the use of anti-coagulants. This procedure was performed by Dr. Ahmed Osman.

At this time, Dr. Yogel recognized Dr. Osman as BHMC’s “**Distinguished Clinician**”.

Dr. Yogel informed the Commissioners **that Dr. Ahmed Osman** was the first recipient of the Distinguished Clinician and a very skilled **cardiologist**. He is Director of the Electrophysiology services; Founder of the Florida Heart Rhyme Specialist a three- man EP group that covers all of BH’s hospitals; Assistant Clinical Professor at Nova and FIU and he wants everyone to know that he has the luxury of working daily with the best nursing, managerial and technical staff in Broward County.

Dr. Osman said that he was honored to be the first recipient of the Distinguished Clinician award and he is sure there are many others who will follow suit. He said he would be very selfish to take this honor individually because he really thinks and believes that this is a team effort –this does not happen with just one person doing a procedure. Dr. Osman said he truly believes he has the best team as far as the technical aspects of things and also has tremendous support from Calvin Glidewell, Natassia Orr and Patricia Ludovici who have been instrumental in pushing forward the major advances that BHMC is able to do. He said this gives him more energy and spirit to ask for even more.

Dr. Yogel asked for approval of the Medical Staff recommendations as submitted.

Dr. Louis Yogel, 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

Chair Di Pietro informed General Counsel and the Board of Commissioners that he has a Chapter 112 voting conflict regarding Dr. Susana Brandt, who is a client of his law firm. Chair Di Pietro will be recusing himself from voting on Dr. Brandt. Chair Di Pietro said she appears on both BHMC and BHN reports.

Mr. Goren informed the Commissioners that Chair Di Pietro will be filing the appropriate paperwork prior to the February Board of Commissioners meeting.

Chair Di Pietro asked for a motion to approve the BHMC Medical Council's recommendations with the exception of Dr. Susana Brandt.

**It was moved by Commissioner Gustafson, seconded by Commissioner Rodriguez:**

**THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF THE BROWARD HEALTH MEDICAL CENTER'S MEDICAL COUNCIL OF ITEMS 4 (A – F): WITH THE EXCEPTION OF DR. SUSANA BRANDT.**

- 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.**

At this time, Chair Di Pietro turned the gavel over to Vice Chair Gustafson.

**Vice Chair Gustafson asked for a motion to approve the reappointment of Dr. Susana Brandt.**

**It was moved by Commissioner Nieland, seconded by Commissioner Wright:**

**That the Board of Commissioners approve the reappointment of Dr. Suana Brandt.**

**Motion carried--- 6-1 Chair Di Pietro did not vote.**

## 5. **BROWARD HEALTH NORTH**

Dr. Hoffberger provided the following update:

- Broward Health North presented plaques to the Pompano Beach Fire Rescue team for their exceptional care in the field with a stroke patient. This was presented at a Pompano Beach Chamber of Commerce meeting where first responders are recognized quarterly.
- BHN revised their Behavioral Standards of Performance to ensure that all team members are aligned for consistent behavior within the workplace. All new and current employees are required to review and acknowledge their acceptance of the standards.
- BHN encourages fun in the workplace. They have revised and rolled out their Rewards and Recognition program and have incorporated “Team Broward Health” into their overall recognition program.

### **Distinguished Clinician:**

Dr. Hoffberger informed the Commissioners since working with Dr. El Sanadi in the last few weeks, Dr. El Sanadi wants us to put BH’s stamp not only on what we can do locally for our community but also for the entire state as well as internationally. Dr. Hoffberger informed the Commissioners that BH has an international program that transports patients from the Islands who require medical care that cannot be provided to them on the island.

Dr. Hoffberger introduced **Dr. Ridwan Linn who is a Vascular, Interventional Neurologist**. He then described a case that Dr. Linn was involved in several months ago regarding a female who was vacationing in the Virgin Islands and developed a major headache; went to the hospital and subsequently became unresponsive and needed to be transferred to BH for further care. When she arrived at BHNorth it was noted immediately that she had a bleed in her head which is often caused by an aneurysm. The neuro-interventional team was immediately notified and Dr. Linn and his team emergently came in and treated the patient with the coiling procedure. Dr. Linn was able to take this patient who was unresponsive at the time and through their treatment brought her back to full health. The patient was then transferred back to her native country.

Dr. Hoffberger stated that Dr. Linn has been with BH North for 4 years. He has been selfless with regard to the time he has put into the neuro-interventional program. Dr. Hoffberger thanked Dr. Linn for his dedication to BH North’s program, community and even the international community.

Dr. Linn thanked everyone for the recognition. He commented that he has learned that Stroke Mortality in the U.S. has dropped to 5<sup>th</sup> in the country. For many years, he has been given slide talks stating that Stroke Mortality in the U.S. is 3<sup>rd</sup> in the country and 2<sup>nd</sup> in the world; however, it has now dropped to 5<sup>th</sup>. This is a testament to the fact that the U.S. is better at preventing strokes and better at treating strokes. Dr. Linn commented that those who go into the stroke field are very passionate and are making a difference over time.

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; Allied Health Additions,

Changes and Reappointments; Medical Staff Reappointments; Allied Health Reappointments and Community Health Reappointments.

Chair Di Pietro informed General Counsel and the Board of Commissioners that he has Chapter 112 voting conflict regarding Dr. Susana Brandt, who is a client of his law firm. Chair Di Pietro will be recusing himself from voting on Dr. Brandt.

Mr. Goren informed the Commissioners that Chair Di Pietro will be filing the appropriate paperwork prior to the February Board of Commissioners meeting.

Chair Di Pietro asked for a motion to approve the BHMC Medical Council's recommendations with the exception of Dr. Susana Brandt.

**It was moved by Commissioner Gustafson, seconded by Commissioner Rodriguez:**

**THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF BROWARD HEALTH NORTH'S MEDICAL COUNCIL OF ITEMS 5 (A-E) WITH THE EXCEPTION OF DR. SUSANA BRANDT.**

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

**Motion carried unanimously.**

At this time, Chair Di Pietro turned the gavel over to Vice Chair Gustafson.

**Vice Chair Gustafson asked for a motion to approve the reappointment of Dr. Susana Brandt.**

**It was moved by Commissioner Nieland, seconded by Commissioner Wright:**

**That the Board of Commissioners approve the reappointment of Dr. Suana Brandt.**

**Motion carried--- 6-1 Chair Di Pietro did not vote.**

6. **BROWARD HEALTH IMPERIAL POINT**

Dr. Lewkowitz provided the following update:

- BHIP recognized the nursing staff for achieving exemplar status under the designation of NICHE (Nurses Improving Caring for Health System Elders) which is the highest designation from NICHE.
- BHIP has new Medical Director for the Sound group, Dr. Sidney Coupet.
- Vascular Surgeon who has recently joined BHIP Dr. Vasana (Annie) Cheanvechai—she was presented at the CRC meeting and was well received.

- ManVan participated in the Martin Luther King Parade and is going to be in Pompano on Saturday, January 29 at the Unity of the Community.

Dr. Howard Lewkowitz, 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 Rodriguez, seconded by Commissioner Wright:**

**THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF BROWARD HEALTH IMPERIAL POINT'S MEDICAL COUNCIL OF ITEMS 6 (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.**

7. **BROWARD HEALTH CORAL SPRINGS**

Dr. Sachedina provided the following update:

- BHCS had two second place finishes at the Broward County Expo:
  - 1) The Sugar and Spice Keeping Mom Healthy and Nice-- Hypertension and Labor & Delivery Management, by the Mother Baby Unit. Presenters were Olga Abiri, manager and Colleen Virgins assistant manager.
  - 2) Improving Patient Flow-This is How We Do It: Presented by Randy Alfonzo, ER manager; Dr. James Roach, ER Director and Allison Vandver, ER assistant manager.
- BHCS has also been notified that they will be receiving the Gold Plus Award from the American Heart Association (AHA) for “Get with the Guidelines” for BHCS’s Stroke Program. Last year, BHCS received Bronze and Silver awards from the AHA for the excellent work and outcomes for primary stroke management.

**“Distinguished Clinician”**

Dr. Sachedina introduced **Dr. Charles Lago, Colon Rectal Surgeon** who has been practicing with BHCS since 1995. He has performed numerous procedures at BHCS and recently was instrumental with his associate Dr. Joseph Corallo in getting BHCS certified as a Center of Excellence for Minimally Invasive Colon Rectal Surgery which is the first one in the state of Florida. He has also served as the Chairman of the Colon Rectal Cancer Task Force, American Cancer Society Broward division; led multi advisory councils regarding colon rectal surgery and is a very active participant in BHCS surgery department.

Dr. Charles Lago thanked everyone for the recognition. He thanked Drew Grossman and the administrative staff at BHCS for their support—they pushed it through and BHCS is the first designated Center for Colon Rectal in the state of Florida and second in the nation. He

said it was a collaborative effort. They are not doing surgery any better but they have initiated the team approach: dietitian, social workers; rehab and they meet on Fridays. They have seen their length of stay dropped to 3 days; complication rates have dropped which were already lower than the county, state and nationally. BHCS has always based their practice on quality number one. Dr. Lago informed the Commissioners that they are submitting an Abstract to the American Society of Colon Rectal meeting in Boston will hopefully give BHCS national exposure. He believes that community hospitals should have a standard in colon rectal care if they have board certified colon rectal surgeons.

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 Rodriguez, seconded by Commissioner Wright:**

**THAT THE BOARD OF COMMISSIONERS APPROVE THE  
RECOMMENDATIONS OF BROWARD HEALTH CORAL SPRINGS  
MEDICAL'S MEDICAL COUNCIL OF ITEMS 7 (A-D):**

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

**Motion carried unanimously.**

### **CEO REPORT**

Dr. El Sanadi said it has been a busy month and they have instituted a lot of new initiatives; one of which was the presentation of the "Distinguished Clinician". This is a healthcare system and BH needs to recognize and showcase their outstanding clinicians at every board meeting.

Dr. El Sanadi then provided the following update:

- Started "Safety and Satisfaction" rounds focusing on patient safety, patient satisfaction as well as looking at other consumer groups, physicians and EMS.
- Held two "Learn and Dine" events one for the Urology and the other for Oncology. These are fruitful and worthwhile initiatives as far as consolidating BH's service lines and having the clinicians talk to one another. Hopefully, BH will have a doctor-to-doctor facing webpage that introduces all of the clinicians in the system to other clinicians in the system. This will be very good with maintaining referrals within our system without violating Stark laws.
- Began a bridge with the school system as far as doing wellness initiatives. Commissioner VanHoose has been very active with this initiative. Basically, BH began tweeting all the good things that children and young adults can do to have better health as they proceed with their education.
- Met with Sr. VP of Royal Caribbean; CEO of United Health; spoke with the Surgeon General about the healthy weight initiative. Dr. El Sanadi has taken upon himself to distribute some FIT-TIPS.

- There is an upcoming meeting with the Sun Sentinel and Miami Herald editors.
- Met with Ambassador Brix who is the federal ambassador as far as HIV initiative.
- Met with several legislators: Sen. Hastings; Senator Ring, Representative Moskowitz; Representative Moraitis, Representative Clarke-Reed, Senator Sobel, Representative Jenne and Representative Stark with quite a few more to go. Dr. El Sanadi said the he is hoping to create a very robust communication link with those individuals who are very important to BH as far as representing our constituents.
- Met with FHA and Safety Net Hospital Alliance of Florida. The topic was something that will be presented at the legislative session which is the sunset of the LIP initiative as far as funding which is extremely important to BH. There will be a presentation at the Finance Committee in February regarding this.
- Dr. El Sanadi attended the Ethics trainings for Commissioners' Canada and VanHoose as presented by Mr. Goren.
- Finished a couple of high profile physician contracts that will be presented to the Board at the next Legal Review Committee.
- Participated as Grand Marshall at the Martin Luther King parade; and he was the physician for the 5K Run for the CDTC. Dr. El Sanadi said he was proud to say that several of BH's commissioners participated in the run.

## **CFO REPORT**

Mr. Robert Martin provided a brief overview of the December financials:

- Volume was strong for the month above budget and also above prior year; admissions right in line with budget; short stay up 23% or 300 cases; surgeries up slightly; outpatient visits down 3% (mainly at BHN and BHCS); ER visits up 4% or 1,000 visits; compensated visits were up 2400 and uncompensated down 1400 visits which is really improving the bottom line
- Financially BH had a very good month: Net operating revenue \$89 million a little more than \$5 million greater than budget; Total expenses were \$200,000 short of budget; Net loss from Operations \$6 million or \$5.4 million favorable to budget; YTD for the first part of the year: Net operating revenue \$528 million about \$29 million greater than budget. Expenses are slightly under budget so BH continues to control expenses. Net loss from Operations of \$37 million which is \$29 million favorable to budget and \$41 million better than prior year.
- Investment income was \$1.2 unfavorable to budget--\$44 million less than last year. Last year investment income was carrying our financials, this year, operations are carrying the financials.
- Excess revenue over expenses \$31 million vs. a budget of \$4.5 million—\$27 million better than budget but \$4.5 million less than prior year due to shortfall in investment income.

## **GENERAL COUNSEL REPORT**

Mr. Goren reminded the Commissioners that at the end of the Public meeting, they will recess to enter into a Security and Public Buildings closed door session. It is a private confidential meeting allowed by State Statute (281.301) and allows public entities that control and operate public building and other operational facilities to meet in private with their CEO and others in relationship to the security of their public buildings. This is a closed meeting; however, no court reporter is required. Minutes will not be taken and no information will leave the meeting.

Mr. Goren informed the Commissioners it might be necessary to hold a Shade Session related to the OIG/DOJ sometime after February 11, 2015.

Mr. Goren also informed the Commissioners that at the February Board meeting he will be requesting three (3) shade sessions which go to mediation during the month of February which if not resolved, it will be necessary to request shade sessions.

Mr. Goren referred to Item 13. He said that the Chair and the Board were properly dignified not to speak. The objective of the state statute which was amended last year allows for members of the public to speak on certain items that are on the Board's agenda. He complimented the Board for following the statute.

### **COMMITTEE REPORTS:**

#### **Finance Committee December 17, 2014**

Commissioner Nieland said that the minutes have been distributed to all Board members. The sole purpose of the meeting to review and approve the request for the expansion of the BHCS south tower.

**There being no corrections,**

**It was moved by Commissioner Rodriguez, seconded by Commissioner Wright that the minutes of the Finance Committee meeting held on December 17, 2014 be approved as presented. Motion carried unanimously.**

#### **Human Resource Committee January 12, 2015**

Commissioner David Nieland stated that this meeting was primarily to select a Chief Internal Auditor. The Board has voted on naming Vinnette Hall as the Interim Chief Internal Auditor for a period of 1 year. Commissioner Nieland stated that the minutes should reflect that initially the direction given to Commissioner Nieland was that the salary should fall under the 50<sup>th</sup> percentile and not the 25<sup>th</sup> percentile.

**There being no further corrections,**

**It was moved by Commissioner Rodriguez, seconded by Commissioner Wright that the minutes of the Human Resource Committee held on January 12, 2015 be approved as modified. Motion carried unanimously.**

#### **Finance Committee January 21, 2015**

Commissioner Nieland said that Mr. Martin provided an update on budget; referenced the SFCCN with a corrections to Item 2 of the motion to reflect (co-managers).

**There being no further corrections,**

**It was moved by Commissioner Gustafson, seconded by Commissioner Wright that the minutes of the Finance Committee meeting held on January 21, 2015 be approved as amended. Motion carried unanimously.**

#### **Audit Committee**

Commissioner Darryl Wright said in the absence of time, he will address both the January 5 and 12 audit committee meetings at this time.

**January 5, 2015 Commissioner Wright stated that this meeting** pertained to the KPMG contract. KPMG has signed and they are now the external auditing firm for the North Broward Hospital District. Commissioner Wright said that they monitored the contract to make sure it was on time. The deadline was January 14 at 9 a.m. and it was ready by noon--only three hours late.

**It was moved by Commissioner Wright, seconded by Commissioner Rodriguez that the minutes of the January 5, 2015 Audit Committee meeting be approved as presented. Motion carried unanimously.**

**Special Audit Committee January 12:** Commissioner Wright said that the purpose of this meeting was to assign a second additional auditor. Mr. Andrew Tripoli was selected. He will be approved subject to approval of the minutes. It was also determined that Commissioner Nieland now that he has been appointed Secretary/Treasurer of the Board can no longer serve on the Audit Committee.

There being no additions or corrections,

**It was moved by Commissioner Rodriguez, seconded by Commissioner Gustafson that the minutes of the January 12, Special Audit Committee meeting be approved as presented. Motion carried unanimously.**

**Legal Affairs Committee January 21, 2015**

Commissioner Gustafson said the Committee discussed the BH/BHIV Infusion Case/Settlement Item 11 on the Consent agenda.

Mr. Goren advised the Board that any member of the audience who wishes to address this item is allowed to do so by Florida Statute.

**There being no additions or corrections,**

**It was moved by Commissioner Rodriguez, seconded by Commissioner Nieland that the minutes of the Legal Affairs Committee meeting held on January 21, 2015 be approved as presented. Motion carried unanimously.**

**CONSENT AGENDA**

Chair Di Pietro asked if anyone in the audience wished to address Item 11 as listed on the Consent Agenda. There being no one, Chair Di Pietro asked for a motion to approve Items 8-9-10-11 and 12 as listed on the Consent agenda.

8. Acceptance of the Interim Financial Statements for the month of December 2014
9. Authorization for the President/CEO to execute a contract between Broward County and the North Broward Hospital District of the Continuation of Primary Care Services for the period October 1 2014 through September 30 2015 in the amount of \$8,495,410. This contract is level funding and has an optional renewal of an additional one-year term I

executed. This contract is subject to General Counsel's review and approval as to legal form and conditioned on no material changes in the approved business terms.

10. Approval of the Compliance Committee proposed By-law Change
11. Approval of the BH/BHIV Infusion Case/Settlement
12. Approval of the quarterly legal expense report.

**It was moved by Commissioner Rodriguez, seconded by Commissioner VanHoose:**

**That the Board of Commissioners approve Items 8 -9-10-11 and 12 as listed on the Consent Agenda.**

**Motion carried unanimously.**

### **DISCUSSION AGENDA**

14. Approval of the following candidate for the BH Foundation's Board of Directors for the remainder of the FY 2014-2015: Marcell Haywood

Mr. Dennis Stefanacci requested approval for Marcell Haywood to serve on the BH Foundation's Board of Directors for the remainder of FY 2014-2015.

**Commissioner Wright informed General Counsel and the Board of Commissioners that he would be recusing himself due to a potential conflict.**

**Mr. Goren advised the Board that Commissioner Wright would not be voting on this matter and will file the appropriate paperwork prior to the February Board of Commissioners meeting.**

**It was moved by Commissioner Gustafson, seconded by Commissioner Rodriguez:**

**THAT THE BOARD OF COMMISSIONERS APPROVE THE FOLLOWING CANDIDATE FOR THE BH FOUNDATION'S BOARD OF DIRECTORS FOR THE REMAINDER OF THE FY 2014-2015: MARCELL HAYWOOD**

**Motion carried 6-1 Commissioner Wright abstained from voting.**

15. Approval of the Selection of Keefe, McCullough Co. LLP as the Auditing firm to CDTC.

Dr. Calderon advised the Board that they have four firms respond to the RFP for their external auditing firm. She also informed the Board that the CDTC bylaws require that CDTC utilize a different external auditing firm than Broward Health. CDTC is recommending that the Board approve Keefe, McCullough Co. LLP as CDTC's external auditing firm.

**It was moved by Commissioner Rodriguez, seconded by Commissioner Nieland:**

**THAT THE BOARD OF COMMISSIONERS APPROVE THE SELECTION OF KEEFE, MCCULLOUGH CO. LLP AS THE AUDITING FIRM TO CDTC.**

**Motion carried unanimously.**

**BOARD COMMITTEE APPOINTMENTS:**

Chair Di Pietro made the following committee assignments:

**Building Committee:** Chair Joel Gustafson; Commissioners' Canada and Rodrigues

**Executive Committee:** Officers of the Board—Chair-Vice Chair-Secretary/Treasurer

**Finance:** Chair Commissioner Nieland---all Commissioners are members

**Audit Committee:** Chair Commissioner Wright—Commissioners' Di Pietro and VanHoose and two outside members.

**Governance Committee:** Chair Commissioner Rodriguez---Commissioners' Di Pietro and Nieland

**Joint Commission:** Chair Commissioner Wright, Commissioners' Rodriguez and VanHoose

**Legal Affairs Committee:** Chair Commissioner Canada—all Commissioners are members

**Investment & Pension Committee:** Chair Commissioner Wright-Commissioners' Nieland and Gustafson

**Compliance Committee:** Chair Commissioner Nieland—Commissioners' Di Pietro and Gustafson

**HR Committee:** Chair Commissioner VanHoose-Commissioners' Nieland and Wright

**Quality Oversight & Assessment Committee:** Chair Rodriguez—Commissioners VanHoose and Canada

**Risk Management & Claims Review:** Chair David Di Pietro

**Broward Health Foundation:** Chair Commissioner Gustafson

**Community Relations Councils:**

**BHIP**—Commissioner Rodriguez; **BHCS**—Commissioner Nieland; **BHNorth** Commissioner Canada; **BHMC**-Commissioner VanHoose; **Primary Care**-Commissioner Wright; **Senior Services**-Commissioner Gustafson

**COMMENTS BY COMMISSIONERS**

Commissioner Sheela VanHoose said that she was proud of the talent here at Broward Health from the clinicians to the environmental techs they are all making a difference in the lives of all of BH's patients. She is so thankful for everything that is done for BH's patients but she is totally in awe of the distinguished physicians that are saving lives every day. Commissioner VanHoose commented that she was honored to be in their presence. She thanked them for all that they do for everyone that BH serves.

Commissioner Rodriguez said that he shares Commissioner VanHoose's comments. He said that when he hears people say that they are going to Texas or California or someplace other than BH to get help, I want to say, "You are wrong—the help is right here". Commissioner Rodriguez thanked everyone for all that they do and is proud to serve on the Board to make their job easier.

Commissioner Gustafson informed everyone that his wife just spent a week as a patient on the Atrium 5<sup>th</sup> floor at BHMC and the care could not have been better. The Staff is just amazing.

Commissioner Canada congratulated the Shining Stars. She commented that sometimes it's just those people that do the everyday work that goes unseen and who not always appreciated. She said she was touched by their work and all that they do.

Commissioner Canada asked the Chair if there was a committee related to Marketing. Chair Di Pietro was not sure but said it could be placed under Finance and that Commissioner Canada could have the lead on that issue.

Dr. El Sanadi said that they can spin it off as a task force or a work group under Finance. He said that currently with the assistance of HR, they are going through a leadership evaluation transition process. Dr. El Sanadi will report back and work with Commissioner Canada and make her the point person.

Chair Di Pietro said that Dr. El Sanadi has been here a month and is really working hard. It has been exciting and he is excited for the future. He thanked Commissioner Nieland for inviting him to the CDTC 5K run—to watch the young man with the running blades was unbelievable and heartwarming.

Dr. El Sanadi suggested inviting the young man with the blades to the next Board meeting in February. Chair Di Pietro said he would like that for him to be invited along with his sister and family.

**PUBLIC MEETING RECESSES to enter into a Closed Door Session at 5:23 p.m.**

Under the provisions of Florida Statutes Section 281.301 relating to the North Broward Hospital District's ownership of property and security systems; records and all meetings relating directly to or that would reveal such systems or information are confidential and exempt from F.S. 119.07(1) and F.S. 286.011 and other laws and rules requiring public access or disclosure.

The meeting will be attended by: David Di Pietro, Chair; Joel Gustafson, Vice Chair; Commissioner; David Nieland, Secretary/Treasurer,; Darryl Wright, Commissioner; Rocky Rodriguez, Commissioner; Maureen Canada, Commissioner; Sheela VanHoose, Commissioner; Nabil El Sanadi M.D., President/CEO; Robert Martin, CFO; Samuel S. Goren, General Counsel; Alumine Bellone, Director, Risk and Insurance Services; Carlos Rodriguez, G4S Project Manager; and Mike Boss, G4S General Manager.

**MEETING RECONVENED AT 6:09 p.m.**

**NEXT REGULAR BOARD MEETING**

The next regularly scheduled Board of Commissioners' meeting will be held at 4:00 p.m. on February 25, 2015 in the Conference Center at Broward Health North, 201 East Sample Road, Deerfield Beach, Florida.

Meeting adjourned at 6:20 p.m.

Respectfully submitted,  
David Nieland, Secretary/Treasurer

**BY: Maryanne Wing**

**A FULL RECORDING OF THIS MEETING IS AVAILABLE ON TAPE**