NORTH BROWARD HOSPITAL DISTRICT
BOARD OF COMMISSIONERS’
REGULAR MEETING
Broward Health Corporate
Spectrum Complex
September 30, 2015 – 4:00 p.m.

MINUTES

The Regular meeting of the Board of Commissioners of the North Broward Hospital District was held at 4:00 p.m. at Broward Health Corporate Offices, 1700 NW 49 Street, 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 4:10 p.m.

ROLL CALL

Commissioners:
Present: Commissioner David Di Pietro – Chair
Commissioner Joel Gustafson – Vice Chair
Commissioner Rocky Rodriguez - Board Member
Commissioner Darryl Wright – Board Member
Commissioner Maureen Canada – Board Member—via telephone 4:12 p.m.
Commissioner Sheela VanHoose – Board member

Excused absence: Commissioner David Nieland

The invocation was given Chaplain Anthony Guadagnino, Broward Sheriff’s Department followed by the Pledge of Allegiance led by Commissioner Rocky Rodriguez.

COMMENTS FROM AUDIENCE:

Mr. de Groot distributed paperwork to the Commissioners which he felt would assist them in setting policy. He provided data from last year to present on all admissions as well as five year increments. He said if they wanted to get a real sense of the operations and trends they would need to go back five years. He believes that they would find the information startling. He also addressed the District’s physician practices program and what it has cost BHH’s taxpayers. He asked that the Commissioners look to see what benefit they are getting from this program. He also addressed the Marketing and advertising expenditures and budget recommendation as well as admission rates as compared to the BHH’s competitors. He suggested that the Commissioners ask Ms. Hall (Chief internal auditor) to provide a five year comparing contrast rather than year to year. He said that this information should be discussed at their upcoming workshop. The purpose
of the data that was for the Commissioners to see “where they came from and where they are going”.

**APPROVAL OF MINUTES**

1. Request approval of the Minutes of the Regular Meeting of the Board of Commissioners held August 26, 2015.

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

   **THAT THE BOARD OF COMMISSIONERS APPROVE THE MINUTES OF THE REGULAR BOARD MEETING HELD ON AUGUST 26, 2015 AS SUBMITTED.**

   Motion carried unanimously.

2. Request approval of the Minutes of the First Tax Hearing held on September 9, 2015.

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

   **THAT THE BOARD OF COMMISSIONERS APPROVE THE MINUTES OF THE FIRST TAX HEARING HELD ON SEPTEMBER 9, 2015 AS SUBMITTED.**

   Motion carried unanimously.

**MEDICAL COUNCIL AGENDA**

3. **BROWARD HEALTH IMPERIAL POINT**

Dr. Lewkowitz provided the following update:

- Joint Commission Survey completed and medical staff and entire BHIP team did extremely well. They were excited to showcase the amazing things happening at BHIP.

Other events this month have included

- Successful and well received Care Warriors campaign showcasing BHIP’s great staff and physician leaders: Dr Estacio, Dr Ferenc, Dr Meyers, Dr Gates, & Dr Silverstein
- On September 25- over 100 clinicians across Southern Florida attended the first annual BHIP NICHE regional conference. BHIP clinical and medical staff presented on numerous topics on caring for our aging population.

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 Gustafson, seconded by Commissioner Rodriguez:

THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF BROARD HEALTH IMPERIAL POINT'S MEDICAL COUNCIL -- 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.

Recognition of Distinguished Clinician: Jason Gates, M.D.

Dr. E. Jason Gates is a graduate of Tulane University and the University Of South Florida College Of Medicine. He completed his obstetrics and gynecological residency at the Albert Einstein College of Medicine. He did his gynecologic oncology fellowship at the State University of New York, Health Science at Brooklyn and a Galloway Fellowship at Memorial Sloan-Kettering Cancer Center in New York City. He is certified by the American Board of Obstetrics and Gynecology, Division of Gynecologic Oncology.

During his eighteen years of practice, he has specialized in gynecologic oncology with ongoing research in cervical dysplasia, neoplasia and in endometrial cancer. Dr. Gates specializes in daVinci Robotic Surgery. BH Imperial Point was the first of the Broward Health hospitals to perform daVinci surgeries and Dr. Gates was one of the first surgeons to use it.

Dr. Gates was a former Chief of Staff at BHIP from 2004-2006. He is the vice president of the Caducean Society of Greater Fort Lauderdale. He also belongs to numerous organizations, including the American Medical Association, Broward County Medical Association, Florida Medical Association, Fort Lauderdale Surgical Society, and Florida Obstetrics and Gynecology Association.

Dr. Gates lectures frequently and has been published in numerous publications on gynecologic oncology. He has been on staff at Broward Health Medical Center and Broward Health Imperial Point since 1997. He is the Chair of the Surgical Monitoring Committee at Imperial Point and serves on other medical committees.

Dr. Gates resides in Fort Lauderdale with his wife and two sons.

4. BROWARD HEALTH CORAL SPRINGS

Dr. Zingaro provided the following update:

- BHCS and BHMC keynote presentation at the “Wake up Breakfast” featuring services of the BH Health Children’s Hospital---Dr. Rowe-King.
- BHCS’s Florida Hospital Association project—“On the Cusp: Stop CAUTI” for both ICU and ED was completed and received certificates of completion by FHA.
• BHCS abstract for “A Primary Stroke Center Received Target Stroke Honor Roll” by our Quality Mgr.-Ava Dobin, ER Mgr.-Rendi Alfonzo, and Stroke Coordinator-Chantal Lampron—will be presented at the December 3, 2015 Baptist Health Stroke Symposium.

• Installation of their 128 CT Scanner is up and running on the 2nd floor Radiology Department. Room modification and installation of the second 128 CT Scanner Unit is underway in the Radiology Outpatient Center.

Dr. Guy Zingaro, 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.

Dr. Zingaro asked that Dr. Ariel Rodriguez-Pimentel be deleted from the Changes and Additions under General Surgery—his privileges have been tabled.

It was moved by Commissioner VanHoose, seconded by Commissioner Rodriguez that the Board of Commissioners table Dr. Ariel Rodriguez-Pimentel from the Medical Staff Changes and Additions.

Motion carried unanimously.

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

THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF BROWARD HEALTH CORAL SPRINGS MEDICAL'S MEDICAL COUNCIL AS AMENDED-- ITEMS 4 (A-D):

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

Motion carried unanimously.

Recognition of Distinguished Clinician: Anthony Martell M.D.

Dr. Anthony Martell has been on staff at Broward Health Coral Springs since 1998. He graduated from medical school in 1995 from University of South Florida. He completed his internship and residency at Columbia University. He is a well-respected community pediatrician as well as the Chief of Pediatrics for Broward Health Coral Springs. His dedication, passion and perserverance for the children and families in the community go above and beyond.

Dr. Martell is committed to Broward Health and the mission surrounding Children’s Services. His collaboration and creative visions have transitioned into so many positive outcomes for the community they serve. His inspiration, motivation and leadership have fostered an innovative environment.
Under Dr. Martell’s leadership while working closely with administration, nursing management, and the staff they have created a positive culture: Compassion in Art project (3-D art design every children’s area in the hospital); Pirate Day Grand Opening/PICU announcement with Ribbon Cutting; Pediatric ED “No Child Shall Wait”; Door to Physician Assess averages 9 Minutes; 131 Straight Day ZERO LWT’s (No one left without treatment); AVATAR Customer Service 100% in the Green for all area’s; 120 Straight Days of GREEN Metrics surpassing all State and National Benchmarks; PICU Re-Opening with Volumes surpassing the past FY’s; Six Sigma Project Implementation of Pediatric Early Warning Scoring (PEWS)/Adverse Drug Events; PEW’s Chosen at multiple State and National Level Conferences; Adverse Drug Events chosen at the National Society of Pediatric Conference; Only South Florida Diabetes Camp....Camp Coral Kids expanded to three weeks; Implementation of Head Strong, our Pediatric Concussion Program; Extensive Community Outreach with Coral Springs, Tamarac, EMS and Fire Rescue; Back to School Events; Drowning Prevention; Teddy Bear Health Fairs; School Education Health Fairs; and amazing employee Morale and Retention with excellent physician-nurse collaboration.

These types of specifics speak volumes to the type of Chief Dr. Martell is....he focuses on positive outcomes, creativity, and advancement of practices for the community they serve. His vision and team approach have created synergies.

Broward Health Coral Springs is definitely the Children’s Hospital of West Broward due to his consistent support and amazing efforts!

Thank you Dr. Martell for being awesome! As we say in Children’s Services YOU ARE A ROCKSTAR!!!

5. **BROWARD HEALTH NORTH**

Dr. Hoffberger provided the following update:

- Congratulations to BHN’s two Daisy Award Winners: Mary Dodson, RN, from their Cancer Center and Gisela Mistretta, RN from their CCU.
- Their quarterly LDI Conference for managers, nurse managers and supervisors was held earlier this month. Several physicians were invited to lead a panel on collaboration with staff. Dr. Hoffberger led the panel which included: Dr. Evan Boyar, Dr. Keisha Goodison, Dr. Firaz Hosein and Dr. Harvey Starr.
- Held their quarterly Forums this month and they had a very successful turnout – approximately 1200 employees attended over a 5-day period.
- Earlier this month BHN EAC Committee held a collection drive for new pairs of flip-flops to support their Case Management Department. They collected approximately 100 pairs. The Case Management department will donate to their patients in need.
- Broward Health North’s annual Ranse Jones Beach Volleyball Tournament comes up on Saturday, October 10th, 2015, to be held on Deerfield Beach Sand Volleyball Courts (which is north of the pier). Monies collected from this tournament benefits their Comprehensive Stroke Center/Ranse Jones Stroke Awareness Fund and is used for community stroke awareness, education and technology.
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 Reappointment; Allied Health Additions, Changes and Resignations; and Allied Health Reappointments.

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

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

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

Motion carried unanimously.

BH North did not present their Distinguished Clinician because Dr. Douglas Faig was on vacation. He will be presented at next month’s meeting.

At this time, Chair Di Pietro noticed that Representative Gwendolyn Clarke-Reed was present and he asked if she would like to make any comments.

Representative Clarke-Reed said she was here to present Broward Health with a special presentation. During the month of July 2015, there was an activity that was held by the African American Women in Cinema and BH was one of the sponsors. With going back and forth to Tallahassee, this was the first time that she has had a chance to present the plaque to Broward Health. The plaque was given in recognition for BH’s unwavering support in the community and for providing excellence in health care in south Florida.

Representative Clarke-Reed informed the Board that they are looking at mental health very seriously in the north Broward area. She said that she will be coming back to the Board asking for BH’s support for some activity to deal with the mentally challenged. Representative Clarke-Reed commented that not all mentally challenged people need to be Baker Acted. There are some that are just depressed, suffering and need help. She is hoping that going through next year that they will be able to come up with some type of service that is provided to those who do not need to be Baker Acted but are just mentally challenged.

Commissioner Rodriguez commended Representative Clarke-Reed for leading the legislative delegation. He said that her dedication far exceeds everyone’s expectations. He said that he will be visiting with the Representative on Monday morning in Tallahassee.

6. BROWARD HEALTH MEDICAL CENTER

Dr. Louis Yogel provided the following update:

- Rosen Patterson, president of BHMC Auxiliary, will be installed as the President of the statewide Hospital Auxiliary in Orlando on October 2.
• First Watchman Left Atrial Appendage Closure procedure in Broward County scheduled for October 5 at BHMC.
• Pediatric Hospital renovation is well under way. Enabling project was to move departments off 7 & 8 South Tower to 3rd floor, Physician Office Building.
• Three POB now houses HR, Clinical Education, Infection Control, wound Care, Financial Processing. Renovation of 7 & 8 South Tower began in late August.
• Wellness Center will perform biometric screenings for 1500 City of Fort Lauderdale employees over the next six weeks.
• Submitted ACGME PIF for Pediatrics residency program; site visit scheduled within the next few weeks.
• Reopened Shabbat Room in the main lobby.
• Have started discharge planning rounds on all inpatient units in September.
• Participated in NSU Day for Children on September 20 and provided free screenings for kids for hearing screening, vision screening, balance, speech language skills, dental health and nutrition education.
• Had a powerful "Care Warriors" rollout for employees on September 8-10.

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

Dr. Yogel provided an update on the physician contracting issues. The process continues but it is slow. There have been some issues with the employed physicians and specialties, especially in caring for the clinic patients. He advised the Board that he has met with Ms. Barrett and Dr. El Sanadi where they discussed some of these issues with some of BHMC’s leadership. They have pledged to expedite this situation.

Chair Di Pietro asked how many physicians are involved. He said that it is not physician contracts as much as some of the sub-specialties.

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 & Weston Urgent Care Center Reappointment.

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

THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF BROWARD HEALTH MEDICAL CENTER’S MEDICAL COUNCIL --ITEMS 6 (A-D)

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 & Weston Urgent Care Center Reappointment

Motion carried unanimously.
Chair Di Pietro questioned the Bylaws committee approved rules and regulations change that was included in their report.

It was explained that the revision in the bylaws permits a certified nurse midwife to independently manage the care of normal birth by protocol with the exception of the admission and discharge order. Further, the attending physician must review the case upon discharge.

Ms. Barrett advised the Chair that this is part of the Medical Council report and does not need a separate vote.

**Recognition of Distinguished Clinician: Jon Guben M.D.**

Dr. Yogel commented on the following achievements by Dr. Jon Guben.

Dr. Guben has served in leadership roles right from the beginning. He is, and has been the Chief of Interventional Radiology for NBR and the Medical Director for the BHMC Radiology Department for nearly his entire tenure with the hospital.

Dr. Guben has also been instrumental in keeping Broward Health on the cutting edge of radiology and medical technology. He has consistently been involved in bringing new and innovative procedures to Broward Health. Having excellent skills in minimally invasive endovascular revascularization of occluded vessels, to assisting the trauma surgeons by embolizing acutely hemorrhaging trauma patients to providing TIPSS (transjugular intrahepatic porto systemic shunt) as a bridge to those patients awaiting liver transplant to biopsies and other Gastrointestinal and Urologic procedures, Dr. Guben supports all the specialties represented by the medical staff. He has been an advocate and strong supporter of the Hybrid OR and Cardiovascular services by performing minimally invasive abdominal and thoracic stent graft procedures along with our vascular surgeons as well as the latest in catheter assisted embolectomy procedures (angiovac). Through his leadership, Dr. Guben has also put together an outstanding team of Interventional Radiologist who, along with him, continue to bring new technology to Broward Health, including the latest in cancer therapies such as chemo-embolization, radiofrequency ablation, cryoablation and now Y-90 Radioembolization procedures.

Dr. Guben is a strong leader and an outstanding physician, and we are proud to have him as a member of our medical staff.

**CEO REPORT**

Dr. El Sanadi addressed the following:

- He challenged everyone to take the flu shot—flu season is upon us and he urged everyone including the Commissioners to get their flu shots.
- Thanked the Board for passing the budget. He informed the Commissioners that Ms. Dionne Wong, SrVP/CHRO held the first forum to discuss the new compensation package regarding the nursing staff; specifically critical care nurses. Over 150 attended and over 70 new nurses were recruited and hired.
- Congratulated all the administrative teams and Chiefs for passing their Joint Commission surveys. Everyone did very well.
• With regard to the Distinguished Clinicians—everyone has heard some amazing clinical stories: Dr. Guben and Dr. Gates do magical things; Dr. Martell at BHCS—having no patients leaving the emergency department without treatment for over 100 days is an amazing feat.

• He asked that Item 8 on the Consent agenda (Approval of the implementation of the Cerner Ambulatory Electronic Health Record (EHR) Initiative throughout Broward Health Physician Services) be removed since it was approved in the budget so there was no need to include it on the Consent agenda.

• Ms. Jasmin Shirley has distinguished herself in several ways. Dr. El Sanadi commented that they recently received a letter from AVATAR that Ms. Shirley has exemplary services as far as Most Improved Home Health; her team received an HRSA grant award for funding for BH’s population; and she was also selected in Legacy Magazine as one of the Top 20 Black HealthCare Leaders in South Florida. Congratulations.

Dr. El Sanadi asked Dr. John Delzell to update the Board with regard to the GME program.

Dr. John Delzell, Designated Institutional Officer (DIO), informed the Commissioners that BH’s pediatric program has received pre-accreditation in the ACGME accreditation cycle. BH is the only pediatric program in the entire country that has pre-accreditation at this point. Dr. Delzell said that there are only 49 programs nationally that have gone through so far and BH is the only one in pediatric and only one of two in the State of Florida. He said that BH is blazing new ground with its programs. The rest of BH’s nine programs are on the starting block to get them into the same pre-accreditation with the plan that BH will have all of these programs in pre-accreditation status by the end of its academic year which is June 20, 2016. Dr. Delzell said that they were very close for the next programs: Internal Medicine and Orthopedic Surgery. He said that over the next several months he feels that he will be bringing a lot of good news to the Board. In addition, he informed the Board that October 15th is the site visit for that program. They have gotten a lot of support from the Chris Evert Children’s Hospital administration as well as the general hospital.

Chair Di Pietro asked if BH was still on track for 2020. Dr. El Sanadi replied that was correct and it is one of the mandates that by June 30, 2020 BH must have all of the programs accredited. He said that Dr. Delzell has been doing a great job and everyone can see the fruits of his labors.

Chair Di Pietro asked if this was a new department. Dr. El Sanadi said it was not. The former DIO left to be with family in another state. Dr. Delzell came from FIU and he has done a terrific job.

Chair Di Pietro asked what specialties are currently being looked at to submit for pre-accreditation. Dr. El Sanadi replied: Surgery, Internal Medicine, Orthopedics, Pediatrics, OB/GYN, and Psychiatry. He said that BH will have more programs than it now has and more residents. The residents will also be trained on how to do research as well as quality and quality improvement. Every resident that goes through the BH programs will have a research project and quality project that they will participate in.

Dr. El Sanadi informed the Commissioners that since Ms. Barrett has joined BH she has done a great job putting together the necessary Corporate Integrity Agreement (CIA) pieces for each of the contracts. This afternoon, two contracts were signed that contained the required CIA language. In addition, legal support will be placed at each of the facilities (beginning with BHMC) so they can better manage contracts as mandated by the CIA. Dr. El Sanadi commented that they were looking
forward to having the Commissioners attend the October 15th at 3:00 p.m. for the training session for education regarding the CIA.

Chair Di Pietro asked when the first report was due. Dr. El Sanadi replied within 90 days, November 29, 2015 which is the Sunday after Thanksgiving. They are hoping to submit the report 10 days prior.

Commissioner Gustafson asked if Ms. Barrett was having members of the legal team at each facility. She stated that they will be there during the transition period to answer questions with regard to certain items that are specific in general. They will not be placed there forever but only during the transition period while they work on ensuring that all of the agreements meet all of the elements of the CIA including new language that is required.

Dr. El Sanadi asked Mr. Drew Grossman, CEO of BHCS to comment on growth in Coral Springs.

Mr. Drew Grossman, CEO of BHCS, said he wanted to provide a brief overview of what has been happening at BHCS over the last six (6) fiscal years they will see that BHCS has been a very strong hospital and a hospital that has been growing. He then provided the following information:

**Financials FY 2010-2015 (since 2004-12 years)**

1. Increase of Total Gross Patient Revenue by 4% $617M to $639M and largest increase of 5% FY2012 at $655M—2004-$473M-35% growth
2. Increase of Total Reimbursement by 12% $131M to $146M(avg. 2% per year)-2004-$97M-51% growth
3. Increase of Total Net Reimbursement by 13% from $134M to $151M-2004-$101M-50% growth
4. Increase of Net Operating Revenue by 13% from $136M to $154M-2004-$102M-51% growth
5. Gains/Loss from Operations—FY10 actual loss of ($4M) and missed budget by($2M)—since then...we have exceeded budget in FY11-$306K, FY12-$3.2M; FY13-$3.6M, FY14-$4.1M; and FY15-$2.4M....and to add...In FY12—Positive net gain from operations of $1.4M (only facility that fiscal year and best BHCS ever performed) and this past FY15-$1.1 positive net gain. Positive gains also occurred in FY06-$1.3M and FY07-$798K.

**Stats FY2010-2015**

1. ER visits have grown from 51K to 68K or 32% growth in 6 years.—in 2004 we did 49K.
2. ER admission have grown on average 1.5% year over year, with significant increase in FY14 compared to FY10—10% within that time.—We make sure we admit what needs to be and using our hospitalist program.
3. Births—Average between 2300 to 2400 per year since FY10, and will see growth once we expand the south tower with new L/D, NICU, and all private beds—Current environment/set-up works against us with competition and OB physicians.
4. IP surgeries—2200-2500 per year; OP Surgeries declined from FY10-3500 to FY15-2900—Various OP surgical sites from competitors and Physician owned/ vested interest. Still need to increase our physician recruitment for neurosurgery, cardiac, and orthopedics......Build a bigger joint replacement site and chest pain center and primary to comprehensive stroke center....EMS issues with bypassing.
5. OP Medical Visits have increased from 67k to 70K or 4% growth and looking to continue with upgrades on diagnostic equipment and marketing for other services-HBO/Wound Care, Lab, etc...
6. Admissions have been between 12,900 to 13,200, though dropped in FY15 to 12,300—trying to admit what meets criteria.
7. Monthly admission since this past March FY15 to end of FY was around 980, and we have seen this increase in July 1050, August 1060, and projecting September 1170.

**Broward Regional Health Planning Council Report (done monthly and recent report as of August 2015)**

1. Average Length of Stay—2nd best in county with NWMC at 3.8 and have average between 3.8 to 3.9 last 6 fiscal years.
2. Admissions as stated in August 1060, and 3rd busiet of Broward Health hospitals and just 36 less than BHN.
3. Highest occupancy rate of 64.6% in August…. In BH system and 9th overall in the county compared to 20 other facilities. At other times, we have been as high as 3rd or 4th in county.
4. Average daily census is 11th or middle of pack county-wide.
5. 2nd busiest ER in system and fluctuate as 4th or 5th busiest in county.

BHCS is a busy hospital with growth and future growth as this particular part of the county is growing 2.2% per year and will continue to do so as increasing competition comes as well with CC, Baptist, Memorial, and HC.

Following his report, he then informed the Board of the passing of Mr. Robert Ellis, Sr. Finance Director for BHCS. Mr. Robert Ellis suddenly passed away at the age of 58. Mr. Ellis has been with the District since 1998 and at BHCS for 14 of those years. Everyone at BHCS and those who knew him viewed him as a brother. He has left a wife and 9 children. Mr. Ellis was a special person who touched a lot of lives and he will be, not only missed, but also remembered every day.

Dr. El Sanadi said he had one other item. Commissioner Wright wanted to recognize Ms. Jasmin Shirley.

Commissioner Wright presented Ms. Jasmin Shirley with an Employee Recognition Coin for going above and beyond. He asked Ms. Shirley to read what was imprinted on the coin, which she did.

**CFO REPORT**

Mr. Robert Martin provided a brief overview of the August financial results:
- Overall volume was below budget for the month but up over last August. In particular, compensated volume was down while the uncompensated volume was up which is a complete flip flop of what has been seen over the past year.
- System-wide for August admissions down 2% or 80 cases with compensated admissions down 3% or 150 cases; Short stay cases up 4% or 70 cases; Births in line with budget; Surgeries down 4% or 110 cases across all hospitals except BHIP; Outpatient visits down 4% or 800 visits mainly at BHMC and BHCS; ER visits down 1% with compensated visits down 3% or 500 visits.
- Financially for August: August was not a good month as volume was down with an increase of uninsured volume and spike in bad debt in charity cases. Net operating revenue of $84 million was $3 million below budget; operating expenses total $99 million which was $1 million favorable to budget; Net loss from operations for the month was $15 million or $2 million unfavorable to budget.
- BH had an extremely poor investment month—lost $14 million verses a budgeted gain of $1.5 million; overall Excess of revenue over expense was a loss of $20 million or $18 million unfavorable to budget.
Chair Di Pietro asked where BH was since July 1st. Mr. Martin reported that Financially for the first two months net operating revenue was of $174 million which is $2 million unfavorable to budget; total operating expense of $198 million is in-line with budget; Net loss from operations of $23 million is $2 million unfavorable to budget and BH is $4 million unfavorable to where BH was last prior year. After factoring in losses from Investments, Excess revenue over expense was a negative $14 million or $14 million unfavorable to budget and $20 million unfavorable for the first two months of last year.

Mr. Martin said that the first two months have not started out well and there is a lot of work to do to turn things around and hopefully, Investments will turn around. He said that BH needs to get additional market share, volume and control expenses.

In addition, Mr. Martin commented that last year even though volume was dropping the compensated care was rising and the uninsured volume was dropping but in August it flipped.

Chair Di Pietro asked if people are not renewing their insurance policy. Mr. Martin stated that he read that 2 million people dropped out due to the increase in their managed care rates and people have decided to go without insurance.

Dr. El Sanadi informed the Commissioners that on October 30th, they will be discussing optimizing operations and growth opportunities.

Dr. El Sanadi informed the Board that the date for the SFCCN Mediation is November 23rd. He invited all Commissioners to attend. It is open to the public and it will be an opportunity to actually look at the finances of that entity.

**CHIEF INTERNAL AUDITOR REPORT**

Ms. Vinnette Hall, Chief Internal Auditor, stated that each of the Commissioners should have received the report containing all of the internal audit reports including the upcoming Audit Plan for this fiscal year. She said that she would be happy to discuss any of that information with each Commissioner individually as well as any other plans that they would want her to add for areas that may be of concern to them that were not included in the plan that they would want Ms. Hall to put a greater emphasis on. Ms. Hall reported that they currently have some projects going on i.e., monitoring the performance of several of the District’s contracts which covered goods and services as well as physician contracts. In addition, they are in the process in covering some investigations that arose in the compliance disclosure program. She informed the Board that they will be receiving a copy of all reports once completed.

**GENERAL COUNSEL REPORT**

Ms. Lynn Barrett informed the Commissioners that they are working diligently on implementing the provisions of the Corporate Integrity Agreement. They have looked at the Code of Conduct, contracts and enhanced their employment lease and on-call coverage forms. They had two agreements and there will probably be around 15 to 20 coming out soon. She commented that they have created a position for a Director of Focus Arrangements. Focus arrangements are the arrangements that would not only include the physician agreements but all agreements with any actual source of healthcare business or referrals where there could be any sort of enumeration directly or indirectly. That individual will begin on Monday and he is formerly from the DPIC Medicare Contractor and Louisiana Office of Inspector General local office. He will be integral
along with two other individuals of keeping track of CIA requirements. Every agreement and every arrangement needs to be 100% compliant and it has to remain compliant and all of the tracking payments, quality, and signatures must be in order.

Chair Di Pietro asked if BH does a good job is there a way to apply at a certain point not to do the five years. Ms. Barrett said that typically it never happened but everything is possible; however, there is always an exception to an exception but she would not count on it. She said that BH is aiming for 100% because that is the right thing to do. It is challenging because BH will have to take some positions that are somewhat inflexible in terms of what is in the CIA and what is in the agreement. The communication with staff and physicians is critical and that is why BH is increasing its presence. Ms. Barrett also informed the Board that she has hired two in-house counsels—Gerald Del Amo who is 10 years out and a graduate of Columbia Law. Mr. Del Amo has been physically placed in the medical center; Danielle Gordet comes from Northeastern Law School and has an MPH and a Masters in Public Health from Harvard. She said that they are in the process of interviewing and building their in-house team to decrease BH’s alliance on outside counsel and she feels that they have been very effective in doing that so far. There are still two positions open for Assistant General Counsel and Sr. Associate Counsel.

In addition, Ms. Barrett said that they will be choosing an Independent Review Organization (IRO). Chair Di Pietro asked if that would be coming to the Board. Ms. Barrett said it would depend on the timing. They would like to get an IRO rather quickly. Ms. Barrett indicated that it would be brought to the Legal Affairs Committee. They have identified some opportunities of persons that they would like to speak with and she would like to bring it to Legal Review so that it could be implemented as quickly as possible.

Dr. El Sanadi said that they would be briefing him in advance of the Legal Review Committee with regard to the IRO candidates.

COMMITTEE REPORTS:

Human Resource Committee—Chair Commissioner Sheela VanHoose

Committee Chair Commissioner Sheela VanHoose reviewed the minutes of the HR Committee meeting held on September 16, 2015. Commissioner VanHoose said that four of the items discussed have been placed on the Consent agenda for final approval (Items 11 through 14) which include a conversation about Dr. El Sanadi and Ms. Hall’s performance evaluations as well as Ms. Hall’s compensation being raised to the 25th percentile. In addition to those, is the BH Management Incentive Package for 2016. She commented that when she was first appointed to the Board this was her number one priority. Commissioner VanHoose thanked Dr. El Sanadi and Ms. Dionne Wong, Sr.VP/CHRO for their tireless efforts in bringing this incentive package full circle so that BH has a redesigned of the management incentive package. This redesigned package realigns with BH’s core work as a system, incentivizes quality in BH’s healthcare system which should be every Care Warriors focus across BH. She said that she was very proud of the work that has been done. She said it was an honor to just be a small part of that process and success. All Board members were in attendance and participated in the redesigned and she thanked them all for their support and participation as well as the Staff. She said at the end of the day, the new Incentive plan is focused on healthcare quality and patient satisfaction and is a part of Dr. El Sanadi’s journey to excellence as the system moves forward.

Commissioner VanHoose asked that the minutes be approved.
Chair Di Pietro asked if there were any corrections or additions, there being none,

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

That the Board of Commissioners approve the Minutes of the Human Resource Committee meeting held on September 16, 2015 as presented. Motion carried unanimously.

**Finance Committee**—
In the absence of Committee Chair Commissioner David Nieland, Chair Di Pietro commented that the minutes have been sent to everyone in advance and asked if there were any changes, corrections or additions to the minutes of the September 16, 2015 Finance Committee meeting.

Commissioner VanHoose stated that on page 3---last paragraph, it should read September 30, 2015 Board meeting rather than January 30th.

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

That the Board of Commissioners approve the amendment to the Finance Committee minutes of September 16, 2015 as stated. Motion carried unanimously.

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

That the Board of Commissioners approve the Minutes of the Finance Committee meeting held on September 16, 2015 as amended. Motion carried unanimously.

**Legal Affairs Committee—Chair Commissioner Maureen Canada**
Committee Chair Commissioner Maureen Canada reviewed the minutes of the Legal Affairs Committee meeting held on September 16, 2015. She stated that all items presented at the meeting were informational and she asked that the minutes be approved as presented.

Chair Di Pietro asked if there were any corrections or additions, there being none,

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

That the Board of Commissioners approve the Minutes of the Legal Affairs Committee meeting held on September 16, 2015 as presented. Motion carried unanimously.

**Building Committee—Chair Commissioner Joel Gustafson**
Committee Chair Commissioner Joel Gustafson reported on the minutes of the Building Committee meeting held on September 16, 2015. He stated that there were two items discussed and recommended for approval—Items 9 and 10 as placed on the Consent Agenda.

Chair Di Pietro asked if there were any corrections or additions, there being none,

**It was moved by Commissioner Rodriguez, seconded by Commissioner Gustafson:**
That the Board of Commissioners approve the Minutes of the Building Committee meeting held on September 16, 2015 as presented. Motion carried unanimously.

**Board Compliance Committee**

In the absence of Committee Chair Commissioner David Nieland, Chair Di Pietro reviewed the minutes of the Board Compliance Committee meeting held on September 17, 2015.

Chair Di Pietro asked if there were any corrections or additions, there being none,

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

That the Board of Commissioners approve the Minutes of the Board Compliance Committee meeting held on September 16, 2015 as presented. Motion carried unanimously.

**Audit Committee—**

Committee Chair Commissioner Darryl Wright reviewed the minutes of the Audit Committee meeting held on September 28, 2015. Commissioner Wright noted that they reviewed the audited financial statements and reviewed the incentive payouts. These items were tabled until a Special Audit Committee and Special Board meeting is conducted on September 14th, KPMG provided an update through 2015—there are still a couple of outstanding issues that are being resolved; motion for the two external auditors to increase their compensation to $165 per hour—motion approved; Chief Internal Auditor provided an update on the revised FY2016 Audit Plan; Chair Di Pietro requested a review of Arent Fox legal bills for excessive or inappropriate charges now that the bills have been unsealed with the conclusion of the OIG—General Counsel agreed to assist in obtaining related invoices.

Chair Di Pietro asked if there were any corrections or additions, there being none,

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

That the Board of Commissioners approve the Minutes of the Audit Committee meeting held on September 16, 2015 as presented. Motion carried unanimously.

**CONSENT AGENDA**

Chair Di Pietro asked if there were any items on the Consent agenda that needed to be pulled for further discussion. It was noted that Item 8 was pulled at the request of Dr. El Sanadi.

Chair Di Pietro asked for a motion to removed Item 8 from the Consent Agenda.

**It was moved by Commissioner Rodriguez, seconded by Commissioner Gustafson that the Board of Commissioners removes Item 8 from the Consent Agenda. (Approval of the implementation of the Cerner Ambulatory Electronic Health Record (EHR) Initiative throughout Broward Health Physician Services (REMOVED FROM AGENDA—APPROVED IN BUDGET)**

Motion carried unanimously.
Chair Di Pietro asked if there were any other items to be pulled, there being none, he asked for a motion to approve Items 7-9-10-11-12-13-and 14 as listed on the Consent agenda.


9. Approval to authorize the request for supplemental funds in the amount of $5.45 million for the Broward Health North $70 million project

10. Approval of the Broward Health Pre-Qualified Term Contractor Program

11. Approval of the President/CEO’s performance evaluation

12. Approval of the Chief Internal Auditor’s performance evaluation

13. Approval to raise the Chief Internal Auditor’s compensation to the 25th percentile

14. Approval of the redesigned Broward Management FY 16 Annual Incentive Plan

Commissioner Wright asked for an explanation for the overage of $5.45 million relating to Item 9. Commissioner Gustafson provided a detailed explanation for the overage.

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

THAT THE BOARD OF COMMISSIONERS APPROVE ITEMS 7-9-10-11-12-13- AND 14 AS LISTED ON THE CONSENT AGENDA. ITEM 18 WAS PULLED FROM THE AGENDA—REFER TO CEO REPORT.

Motion carried unanimously.

DISCUSSION AGENDA

15. Approve by Resolution No. 15-09-30-01 the authorization for the Chairman of the Board, the President/Chief Executive Officer and the Senior Vice President/Chief Financial Officer to collectively enter into a Letter of Credit agreement to provide liquidity support for $48,210,000 in 2005A Series Refunding Bonds which will result in the continued stabilization of interest rates and reduction of expense on this debt.

Mr. Art Wallace informed the Board that this request is a staff recommendation to approve a Letter of Credit (LOC) and a Resolution 15-9-30-1 to authorize the President/CEO and Sr.VP/CFO to collectively negotiate and execute and enter into a financial agreement design to facilitate the continue stabilization for the District’s debt service payments and reduction of LOC fees associated with a Series 2005A bonds.

Chair Di Pietro asked how the District choses financial providers. Mr. Wallace replied that the District bids them out. Chair Di Pietro asked who was on the Selection Committee. Mr. Wallace said that they use PMF, the District’s independent financial advisor who advises the Committee on the rates, terms, number of years and credit rating. Mr. Wallace informed the Board that this was the best bid that the District received with a solid bank.
Mr. Wallace stated that the term is for five years, and the rate is 48 basis points which is 31% less than what the District currently has for a savings over the term is $432,000 with $102,000 in the first year and there are not material changes in the business terms.

Following the reading of Resolution 15-9-20-1 by Chair Di Pietro,

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

THAT THE BOARD OF COMMISSIONERS APPROVE BY RESOLUTION NO. 15-09-30-01 THE AUTHORIZATION FOR THE CHAIRMAN OF THE BOARD, THE PRESIDENT/CHIEF EXECUTIVE OFFICER AND THE SENIOR VICE PRESIDENT/CHIEF FINANCIAL OFFICER TO COLLECTIVELY ENTER INTO A LETTER OF CREDIT AGREEMENT TO PROVIDE LIQUIDITY SUPPORT FOR $48,210,000 IN 2005 A SERIES REFUNDING BONDS WHICH WILL RESULT IN THE CONTINUED STABILIZATION OF INTEREST RATES AND REDUCTION OF EXPENSE ON THIS DEBT.

Motion carried unanimously.

Commissioner Wright asked if this was on the agenda last month. Mr. Wallace said it was but it was pulled because Northern Trust wanted the District to take the insurance off of the bonds because it gets confusing with rights to remedy; however, this is something that KPMG requested. Mr. Wallace said that Northern Trust changed their minds and came back to the District with a Letter of Credit.

COMMENTS BY COMMISSIONERS

Commissioner Canada offered greetings from Washington DC.

Commissioner Wright, on behalf of the Commissioners, extended their appreciation for the hard work that everyone on staff has been doing. There have been a lot of long hours, not only for General Counsel, but everyone. He appreciates the 100% effort, doing things right and not expecting rewards but doing it because it is the right thing to do. All of the Commissioners appreciate their hard work and it does not go unnoticed.

Commissioner Gustafson echoed Commissioner Wright’s comments.

Commissioner Rodriguez thanked everyone for the work that they do and echoed Commissioner Wright’s comments. He thanked Alice Taylor for giving him the opportunity to go through the Joint Commission process. He said that BHIP did very well as did the entire system and it was a great experience.

He also informed the Board that the Governor has allotted $19 million for the restructuring of the behavioral health services throughout the state. He said that there are some pockets that are related to Broward County and he and Dr. El Sanadi are working very closely with the Broward County Commission on Behavioral Coalition to provide some of the work that Representative Clarke Reed was speaking about earlier. He also informed everyone that Commissioner Wright and Commissioner Nieland, along with Commissioner Rodriguez, attended the Anne Stork Center and received an award which he passed along to Dr. El Sanadi.
Chair Di Pietro stated that after the information became public regarding the investigation by the OIG and DOJ which was based upon nine contractual issues and other allegations, he was happy to stand out and defend this organization. He said he was personally offended by the allegation that questioned the District’s commitment to caring for the less fortunate in this community and stood behind every employee of this organization and the work that is being done for everyone in this community. He said it was the one allegation that upset him the most, and one that they would have won. Chair Di Pietro commented that this Board and the employees of this organization are committed to the patients of this community and that allegation was offensive and he was happy to defend that allegation and hopes that the District can move forward as an organization.

NEXT REGULAR BOARD MEETING:

The next regularly scheduled Board of Commissioners’ meeting will be held on October 28, 2015 at 4:00 p.m. Broward Health Corporate-Spectrum Complex-1700 NW 49 Street, Fort Lauderdale, Florida.

Meeting adjourned at 5:40 p.m.                      Respectfully submitted,

BY:     Maryanne Wing                               David Di Pietro, Chair

A FULL RECORDING OF THIS MEETING IS AVAILABLE ON TAPE