NORTH BROWARD HOSPITAL DISTRICT  
BOARD OF COMMISSIONERS’  
REGULAR MEETING  
Broward Health Corporate 
Spectrum Complex  
May 25, 2016 – 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 the Broward Health Corporate Spectrum location, 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 Rodriguez called the meeting to order at 4:05 p.m. 

ROLL CALL 

Commissioners:  
Present: 

Commissioner Rocky Rodriguez – Chair  
Commissioner Christopher Ure – Vice Chair  
Commissioner Maureen Canada – Secretary/Treasurer  
Commissioner Joel Gustafson – Board Member  
Commissioner Sheela VanHoose– Board Member  

Excused absence: Commissioner Linda Robison 

The Pledge of Allegiance was led by Commissioner Sheela VanHoose 

CHECK PRESENTATION: 

Mr. John Benz, President/CEO of the South Florida Community Care Network (SFCCN), a joint venture between Broward Health and Memorial Health Care System, informed the Commissioners that he stood in front of the District Board a year and a half ago and asked for a good faith effort in making an investment in SFCCN in the amount of $5 million. Today, he was here to return the District’s investment and a distribution above that initial investment. On behalf of the SFCCN team, Mr. Benz presented a check in the amount of $6,650,000. 

Mr. Benz informed the Commissioners that he will be back in July to give a 6-month report.
RECOGNITIONS FOR BH NORTH: AMERICAN HEART ASSOCIATION GET WITH THE GUIDELINES GOLD PLUS STROKE HONOR ROLL ELITE PLUS AWARD AND BH CORAL SPRINGS AMERICAN HEART ASSOCIATION/AMERICAN STROKE ASSOCIATION FOR TARGET STROKE HONOR ROLL ELITE PLUS.

Mr. Robert Bugg informed the Commissioners that BH North and BH Coral Springs have received an award from the American Heart Association and American Stroke Association. The award is “Get with the guidelines Gold Plus Honor Roll Elite Plus” which is the highest award that they can receive.

Mr. Bugg introduced Ms. Donna Byrne, Senior Director Broward Health Walk.

Ms. Byrne informed the Commissioners that that they were here today to congratulate Broward Health Coral Springs for the first year ever and BH North for the second year for achieving the Stroke Gold Plus Achievement Award with Target Stroke Honor Roll Elite Plus. This award recognizes the hospitals commitment to providing the most appropriate stroke treatment according to nationally recognized research based guidelines based on the latest scientific evidence. Hospitals must achieve 85% or higher adherence with Get with the Guidelines Stroke achievement indicators for two or more conservative 12-month periods and achieve 75% or higher compliance with five of eight of the Get with the Guidelines Stroke quality measures to receive this award.

To qualify for the Target Stroke Honor Roll Elite Plus hospitals must meet quality measures developed to reduce the time between the patient’s arrival time to the hospital and treatment with CPI. These two hospitals earned this award by meeting specific quality achievement measures for the diagnosis and treatment of stroke patients at a set level at a designated period. These quality measures are designed to help hospital teams follow the up-to-date evidenced-based guidelines with a goal of speedy recoveries and reducing death and disabilities for stroke patients. This recognition further demonstrates their commitment to delivering advanced stroke treatment to patients quickly and safely.

Ms. Byrne expressed further appreciation to Chantal Lampron, the Stroke Director for Coral Springs and her team of experts along with Dr. Harris, Dr. Raboi, Nora Uhrig Director of Neuroscience and Ann Mroz Stroke Coordinator of Broward North. Ms. Byrne said that without these employees facilitating best practices this level of achievement would never be reached.

COMMENTS FROM AUDIENCE:

Mr. Brian Nicholas from the Compliance Department addressed the Board with issues of serious concerns and allegations which referenced: General Counsel, IRO, the Commissioners handling of the anonymous email and possible retaliation to staff members. A full copy of his report is located in the Official Board book.

Mr. John deGroot addressed the Board and discussed what he felt was their inability to understand the District’s operations.
At this time, Chair Rodriguez asked for a motion to walk on an item. Without further information, the Commissioners were hesitant to vote. Commissioner VanHoose asked the Chair to provide a little more information before voting on something that will be placed on the agenda. Chair Rodriguez said the item had to do with some issues regarding the CIA and the IRO and he was asking them to make a motion to walk it on the agenda.

Commissioner Ure said he did not know what the Chair was referring to exactly; however, they were supposed to have a Compliance meeting today but it was cancelled. Commissioner Ure was not sure why today’s meeting was canceled but there were several items that they did not get to at the last meeting that he had hoped to walk on today as well which were related to the CIA and the IRO which they did not get to at last week’s compliance meeting. Largely due to the seriousness of those issues, he felt that they should get those on the agenda here today.

Chair Rodriguez asked if there was a motion to move the item.

Commissioner Ure said he would make a motion to walk on the agenda the issues related to an Anonymous email, the IRO, and the CIA. These matters were to be discussed at last week’s meeting; however, due to time they were not able to finish addressing these issues. Commissioner Ure said that they were going to be addressed at today’s Compliance meeting but that meeting got canceled.

Commissioner VanHoose said that she was fine with having whatever conversations they want to have at a Board meeting but if this was something that the Chair was asking them to vote on, she did not feel comfortable voting on something that was being presented to her now without being able to have a discussion first. She commented that the purpose of having the committees was to be able to vet things and to have a conversation so when they come to the Board meeting they are prepared. She was not sure what issues were going to be discussed; however, she did acknowledge that there were quite a few items still remaining from the prior Compliance agenda last week that they did not get to which still need to be addressed. Commissioner VanHoose said that she did not have a level of comfort on voting today on something that she did not have the information on. She wanted to voice her concerns first before even calling for a vote to walk an item on.

Commissioner Gustafson stated he was chairman of the Compliance Committee and the meeting last week was lengthy and involved and there was a discussion about possibly having another meeting. Commissioner Gustafson said that he was planning on calling a meeting in about a week and a half with a prepared agenda; hopefully, they can spend an afternoon discussing these issues. Commissioner Gustafson asked rather than having it walked on, he would prefer to have these issues discussed in Committee.

APPROVAL OF MINUTES
1. Request approval of the Minutes of the Regular Meeting of the Board of Commissioners held on April 27, 2016.

It was moved by Commissioner Gustafson, seconded Commissioner Canada;

THAT THE MINUTES OF THE REGULAR MEETING OF THE BOARD OF COMMISSIONERS HELD ON APRIL 27, 2016 BE APPROVED AS PRESENTED.

Due to a minor disruption in the audience, Chair Rodriguez called for a recess of the public meeting at 4:40 p.m.

The public meeting reconvened at 5:05 p.m.

MEDICAL COUNCIL AGENDA

At this time, due to a request from Dr. Louis Yogel, Chair Rodriguez moved Item 6 to the front of the Medical Council agenda.

6. BROWARD HEALTH MEDICAL CENTER

Recognition of Distinguished Clinician—Brian Cross D.O.

Dr. Luis Yogel presented the Distinguished Clinician award to Dr. Brian Cross. Dr. Cross has been a member of the medical staff at BHMC since 2005. He is currently the Chairman of the Department of Surgery, Director of the Orthopedic Trauma Service, Vice Chairman of the Surgical Research Department and Assistant Program Director of BHMC’s Orthopedic Residency program. On a personal note, Dr. Yogel stated that he has known Dr. Cross for many years. He is an excellent caring physician and a good friend. Dr. Yogel congratulated Dr. Cross for being the recipient of the Distinguished Clinician award.

Recognition of Distinguished Clinician—Michele Markley M.D.

Dr. Yogel also presented the Distinguished Clinician award to Dr. Michele Markley. Dr. Markley is one of BHMC’s esteemed pediatric surgeons. She has been on staff since 2001. She is an active member of BHMC’s Department of Surgery; she is a physician giving campaign champion, always carries superb HCAHPS scores and is very customer service oriented. Dr. Markley also works at BHCS. Dr. Yogel has known Dr. Markley for many years and she is a very dedicated physician and a great surgeon. Dr. Yogel congratulated Dr. Markley for being the recipient of the Distinguished Clinician award.

Dr. Yogel provided the following update:
- BHMC Cancer Program was recognized by Quality Oncology Practice Initiative (QOPI) Quality Certification Program (QCPTM), an affiliate of the American Society of Clinical Oncology (ASCO), as successfully completing a three year certification program for outpatient hematology-oncology practices that meet nationally recognized standards for quality cancer care. This recognition is highly coveted and is an honor and testament to the physicians and staff delivering oncology care.
• The Caducean Society of Greater Fort Lauderdale awarded Wilbur F. Helmus Medical Humanitarian of the Year to Dr. Ralph Guaneri; and Dr. Pamela Sutton was awarded Doctor of the Year
• On May 19, BHMC and the Children’s Hospital participated and helped coordinate *Ladies in Lab Coats* which was a female physician networking event; one of the goals is to develop more female multispecialty co-located physician practices. BH highlighted MOB space available to physicians.
• The Independent Diagnostic Treatment Facility MRI in the former Orthopedic Building opened Monday May 23. BHMC can now compete with free-standing centers for MRI business.
• BHMC celebrated its service: 93 employees received 5 year awards; 124 received 10 year awards, 19 received 20 year awards; 36 received 25 year awards; 8 received 30 year awards, 20 received 35 year award; and 3 received 40 year awards. Broward Health not only provides care to its community but serves as a major employer for its community.

Dr. Louis Yogeil 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 & Weston Urgent Care Center Reappointment.

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

**THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF BROWARD HEALTH MEDICAL CENTER’S MEDICAL COUNCIL-- ITEMS 6 (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 & Weston Urgent Care Center Reappointments

Motion carried unanimously

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2. **BROWARD HEALTH IMPERIAL POINT**

Dr. Narvaez provided the following update:
- BHIP was busy with nurse’s week activities; the physicians celebrated the nurses and provided each nurse with a personal aromatherapy diffuser, essential oil and a pocket “caring guide”.
- BHIP medical staff selected Margaret Winters from the ICU with the first annual Golden Stethoscope award for her astute clinical acumen.
- Dr. Julio Montego was selected by the staff as the most valuable physician for the quarter with his commitment to his team and compassionate care for his patients.
- At this month’s High Tea & Trivia Dr. Mammen P. Zachariah spoke on chest pain and early interventions. He also spoke at the BHIP Community Relations Council.
- Dr. Minn Saing spoke to a group of seniors at John Knox Village about Joint Replacement.
- BHIP was well represented at the Ladies in Lab Coats event at the W Hotel where many of its female physicians were in attendance. Including Dr. Molly Ann Zachariah and Dr. Prego-Lopez

In the absence of Dr. Howard Lewkowitz, Chief of Staff of Broward Health Imperial Point, Dr. Fernando Narvaez, Vice Chief, 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 Ure:

THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF BROWARD HEALTH IMPERIAL POINT’S MEDICAL COUNCIL -- ITEMS 2 (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.

3. BROWARD HEALTH CORAL SPRINGS

Recognition of Distinguished Clinician - Carl Raboi M.D.

Dr. Zingaro informed the Board that Dr. Raboi has been the Medical Director for Radiology at BHCS for the last 10 years (July 2006). Dr. Raboi has served on various specific committees and projects. Before becoming BHCS’s Chief of Radiology, Dr. Raboi was also the Assistant Medical Director of Radiology at BH Imperial Point, and served on the BHMC Cancer Committee. Dr. Raboi has been a great asset to North Broward Radiology. He is very active and vocal and is always looking for ways to improve quality, turnaround times, and trouble shoots issues before they become significant problems. He has always worked well with the Radiology Managers and
Administration to keep the department running smoothly. He is proactive in trying to address the needs of the medical staff and referring physicians.

**Dr. Zingaro provided the following update:**
- BHCS earned the Reader's Choice Award for top Women's Center by the City News of Coral Springs, Parkland, Coconut Creek, Margate and West Boca.
- On Monday May 23rd the first ever baby born at BHCS in 1987, delivered her first child. We will have more to this story to come, but ABC News in New York has picked up on it for reporting.

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.

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

**THAT THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATIONS OF BROWARD HEALTH CORAL SPRINGS MEDICAL’S MEDICAL COUNCIL -- ITEMS 3 (A-D):**

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

**Motion carried unanimously.**

4. **BROWARD HEALTH NORTH**

*Recognition of Distinguished Clinician- Evan Boyar M.D.*

Dr. Hoffberger stated that Dr. Boyar was recruited from Michigan to join BHN so he went from the extreme cold to the extreme hot. Within a short period of time because of his integrity, quality of care and interaction with patients and families in the ER, he was honored as one of BHN’s most valuable physicians. Dr. Boyar was very involved with the quality measures in the ER and so after he became the Assistant Medical Director of the ER and under the guidance of Dr. Brooks, he has now become BHN’s ER Medical Director. Dr. Boyar is involved with various committees, peer review and sits on the Medical Executive Committee. He is extremely approachable, friendly and has a very strong commitment for accountability within his department which is very important. BHN’s ER has some of the highest scores with regards to patient satisfaction, quality of care and times that are being monitored for patients coming through the ER.

Dr. Hoffberger said he communicates with him very regularly on ways the hospital and system can become better since he is always open to making things better. Dr. Hoffberger congratulated Dr. Boyar for becoming the recipient of the Distinguished Clinician award.
Dr. Hoffberger provided the following update:

- BHN hosted the 4th Annual Florida Stroke Symposium at the Embassy Suites, Deerfield Beach. More than 220 healthcare providers from across the State attended the 2-day seminar where they received the most up-to-date information on stroke from leading experts representing some of the top medical schools in the nation.
- Broward Health North received the 2016 Get With The Guidelines Stroke® Gold Plus TS Elite Plus Quality Achievement Award from the American Heart Association/American Stroke Association. BHN impacts lives by its commitment to providing the most appropriate stroke treatment to improve quality of patient care and outcome.
- Last Monday BHN hosted the 23rd Annual EMS Appreciation Breakfast. They had a large turnout of over 120 EMS attendees from all the local fire stations. BHN honored each station with plaques of appreciation.
- BHN’s Trauma Outreach program was recognized by the Broward County Commissioners for its “Take 5 To Stay Alive” program. Mention of the program was made in the Good News Tuesday section of the Sun Sentinel.
- BHN received a “4 Star” rating from CMS for Patient Experience. They are the only hospital in Broward County with over 200 beds to receive this award. Nationally, only 30% receive 4 stars.
- BHN hosted the Pompano Beach Chamber Breakfast last Thursday to approximately 75 attendees. Shelly Greenberg from the Memory Disorder Center spoke on our Care Assistance, Silver Alert and Lost on Foot programs.

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 Changes and Resignations; Medical Staff Reappointment; Allied Health Additions and Changes.

It was moved by Commissioner Canada, seconded by Commissioner VanHoose:

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

A. Medical Staff Changes and Resignations
B. Medical Staff Reappointments
C. Allied Health Staff Additions, Changes and Resignations
D. Allied Staff Reappointments
E. Community Health Services Reappointment
F. Ratification of BHN Medical Staff Elections

Motion carried unanimously.

Commissioner Gustafson complimented Alice Taylor and her staff for the great care he received when he was a patient at BH Imperial Point.
CEO REPORT

Ms. Grant referred to a report that was handed out to the Commissioners showing information which has been divided in quality outcomes and awards.

- BH Imperial Point received Joint Commission certification for their Heart Failure Program 2016. This is one of BHIP’s strategies to expand their cardiac program.
- BH North CMS (Center for Medicare and Medical Services)”4 Star” rating only hospital in Broward County under 200 beds to receive this award and on a national scale, only 30% of hospitals received 4 stars.
- BHMC PEDS ED AVATAR score (quarter) =95%
- BHMC PICU has 24 months with no Catheter Acquired Urinary tract Infectious (CAUTI) which is outstanding.
- People recognition: this past month the service awards luncheons and teas were held at all of the medical centers. Ms. Grant said it was good to see some of corporate employees receive their awards. She informed the Commissioners that one individual has worked in the Cora Braynon Family Center for 45 years and there were quite a few employees that have been with BH for 40 years.

Ms. Grant shared with the Commissioners that one of the suggestions that she received from BHMC was to invite these long term employees to the Community Relations Councils to share their stories with the community. Ms. Grant said that they will be doing this at each of the respective hospitals.

- BHMC celebrated EMS week and recognized the first ever recipient of the Dr. Nabil El Sanadi award which is a newly created award recognizing the paramedic who demonstrated clinical excellent and outstanding commitment to the community.
- Human Resources at the corporate offices received an Excellence Award for Healthcare Diversity from the Florida Diversity Council. Ms. Wong accepted that award last Friday. There was a conference held at BHMC where Ms. Wong spoke about diversity in the workplace.

In terms of operational deficiencies there are a lot of projects that are being worked on to improve BH’s efficiencies overall from a clinical standpoint:

- BHHIP looking at patient flow and managing pain better with patients;
- BHNOrth special drug cost savings of $2 million (6 months);
- All of the medical centers are working very hard to reduce readmissions to the hospital for specific diseases like COPD, HF, Pneumonia and heart failure. These readmissions are reported to the public;
- BHMC has a special program NO Barf initiative—elimination of Chemotherapy induced Nausea & Vomiting Quality initiative by utilizing antiemetic medications resulting in a 39% reduction in nausea and vomiting.

Ms. Grant said they are continuing on working on contracts and are now at the stage where BH is looking to reduce time between the negotiations to the activation of the contract. Ms. Grant informed the Commissioners that there is a very detailed process that has been outlined making sure that they are ahead of the curve in terms of knowing which contracts expire ahead of time making sure that those contracts are renewed timely. Everyone is working together and making progress.
With regard to construction projects, Ms. Grant report that BHIP demolition of the old ER room is 80% completed and they are hoping to get all of the permits secured for the Interventional/Cardiac Catheter Modular Unit so that they can have the modular cath lab; BHCS South Tower expansion---tree removal is completed.

**CFO REPORT**

In the absence of Mr. Art Wallace, Ms. Pauline Grant provided the following financial report:

- For the month of April there was a loss from operations of $11.2 million vs. a budgeted loss of $12.5 million which is $1.1 million better than budget;
- Excess of revenue over expense for the month is a gain of $10.6 million vs. a budgeted loss of $1,600,000; investment income totaled $12 million—$10.5 of which is unrealized gain.
- YTD BH is still behind budget—
- YTD Excess revenue over expense equals $31.9 loss vs. of a budgeted loss of $7.5 million
- Debt Coverage ratio improved slightly just under 2.6
- Cash collections were very strong at $81.3 million

Ms. Grant reported that she had a call with the Safety Net Alliance of Florida and it appears BH could lose another $6 million in LIP funding in the next fiscal year. As a result of this, three South Florida Safety Net Hospitals (Jackson, Memorial, and Broward Health) could lose a total of $39 million while some of the larger for-profit hospitals reap significant gain. The Florida Hospital Association has sent a letter to AHCA and CMS has set out another letter that there should be a recalculation of the distribution of the LIP fund. The three hospitals are still in discussion with the Safety Net Alliance and they are working very hard to get this recalculation. The safety net hospitals are very upset because the private hospitals are set to gain even more money and as a group the safety net hospitals lose.

Commissioner Ure questioned the memorandum that Ms. Grant sent to the Commissioners entitled “IRO reports” and the information that was in the binder that was also sent out. Ms. Grant said that the information in the binder was sent to the Commissioners as a result of the Compliance meeting. The binder contained all of the documents that were requested. Commissioner Ure inquired if these were the IRO reports that were requested by Commissioner VanHoose. Ms. Grant said it was the compliance reports from the compliance meeting where the Commissioner requested that all of the reports regarding the compliance department to be sent to all of the Commissioners.

Commissioner Ure said it was not what he was expecting but maybe that falls in to the Board Compliance minutes where he has several areas of concern. He said that will be asking that those minutes be removed from the agenda so they can finalize the minutes and get them to a point where they can be approved.

**CHIEF INTERNAL AUDITOR REPORT**

Ms. Vinnette Hall reported that the risk assessment surveys when out a couple of weeks ago. They have about a two-thirds response rate at this time. They will be having an organizational staff meeting and hopefully address that issue. She asked any of the leadership who had not completed the survey to please do so by May 26 so that they can aggregate the results and then conduct in person meetings starting the first week in June. This survey will help risk management identify
areas of risk that are not currently being covered as well as assisting in the development of the internal audit and compliance work plan.

Ms. Hall discussed audit for the upcoming financial year. Ms. Hall informed the Commissioners that Internal Audit has been having several discussions with its external auditors who are currently in the preliminary stage of planning to begin the audit and assessing issues, allegations and negative publicity surrounding the District. They had several meetings over the past two weeks between the external auditors and their management level employees to discuss some of these issues and hopefully getting them to a place where they are ready to begin their work. Ms. Hall informed the Commissioners that the last meeting was May 24th. KPMG is now going back to discuss certain things with their national partners and they will let BH know where they stand and how soon they will begin work on the audit. Ms. Hall said that this could potentially impact the timing of the conclusion of the audit which could impact different operations in the District including Bond covenant and banking requirements. Ms. Hall stated that this is something that the Commissioners should keep on the radar.

Ms. Hall also reported that since the last board meeting, the Inspector General is continuing to ask for additional requests for information and is coming on site to do additional work. There are some Berger Singerman files that are subject to review by legal.

**REPORT FROM GENERAL COUNSEL**

Ms. Lynn Barrett informed the Board that legal is continuing to work on contracts and they are on track. The goal is to be 90 to 120 days in advance before a contract expires. They are working with compliance, contracts administration and procurement to hopefully continue to work on the process and the flow.

At the Legal Affairs committee, Commissioner Canada had asked to meet the legal staff so the staff will be present at every board meeting. Ms. Barrett stated that the four attorneys in the legal department run the gamut of specializing in procurement, clinical trials, physician employment agreements, physician arrangements, I.T. contracts and CRMM. Each of the individual attorneys has an area of expertise to allow for a more efficient and effective review of contracts.

In addition, Ms. Barrett has been actively interviewing to build the staff of internal attorneys. They have had several interviews and have received a number of resumes that they are currently vetting.

**BROWARD HEALTH FOUNDATION UPDATE**

Mr. Dennis Stefanacci reported on the following: While there continues to be much good news about the work of the Foundation, said that tonight he wanted to share only one item...the Broward Hall Ball on the 14th, which once again this year was a major success.

They not only had more than 600 attendees, they also raised more than $750,000, allocating almost $500,000 of that back to the 4 hospitals for programs that they wanted funded. Mr. Stefanacci thanked everyone who attended had a terrific time and they were especially pleased that all but 3 of the Foundation Board members, including Commissioners Canada, Gustafson, and Ure, were able to attend.
The highlight of the evening was the paddle call in the live auction when they achieved the $10 million in funds needed to match the Salah Foundation Challenge Grant, in turn bringing the KIDS Campaign to a successful completion. Mr. Stefanacci said that so many raise their paddles to make this happen, and what an unbelievable experience to be a part of it. One could not ask for a more spectacular victory celebration...made even better by the fact that they not only achieved the Campaign goal of $20.6 million, but exceeded it by raising more than $22.6 million to support the renovation and expansion of the children’s hospital. Mr. Stefanacci gave a special “shout out” to Alice Taylor, CEO of BHIP for all the people that she personally invited to the event.

He then commented on the special announcement: the renaming of the children’s hospital. Ms. Grant handled this exciting news by calling Noreen Salah Burpee to the stage and announcing that in recognition of the Salah Foundation’s extraordinary generosity to this endeavor that in their honor the children’s hospital would be renamed the Salah Foundation Children’s Hospital at Broward Health. He shared the new logo with the audience, an amazing logo that they owe their thanks to Rita Frantz for her untiring efforts to create a logo that clearly is kid friendly and represents the partnership between the Salah Foundation and Broward Health.

Mr. Stefanacci informed everyone that the contract with Chris Evert comes to an end on September 30th of this year, and they are planning to use the Foundation’s annual major donor recognition event as the opportunity to “officially” unveil the new logo in early October. As soon as the date is confirmed, he will let everyone know.

Finally, Mr. Stefanacci thanked everyone for their support in helping to facilitate this project and especially renaming the children’s hospital, and for providing the Foundation with the opportunity to use this endeavor to tell the story of our children’s hospital and develop a donor base that has now invested in, and assumed ownership of, what will become a very comforting place for children who are sick. From the beginning the intent was that the Foundation was to use the KIDS Campaign as the forum to change the conversation from its children’s hospital being known as the OTHER children’s hospital in Broward County to ANOTHER children’s hospital in Broward County. Thanks to the support of the Salah Foundation and the hundreds of people who have supported the Campaign, he believes that they have begun that conversation.

COMMITTEE REPORTS:

HR Committee May 16th and May 23, 2016
Commissioner Ure said that the main thing that he wanted to reinforce is the strong desire for all of the systems constituents to have an opportunity to weigh in on the CEO search. They have had several scheduled HR meetings with Diversified Search attending. Commissioner Ure said that if anyone did not know when the meetings with Diversified were scheduled to please contact Ms. Wong’s office. Commissioner Ure said it is important to get everyone’s input and he encouraged everyone to take the opportunity to meet with Diversified. Commissioner Ure asked that the minutes of the May 16th and May 23rd HR Committee meetings be approved.

It was moved by Commissioner Gustafson, seconded by Commissioner VanHoose,

That the Board of Commissioners approve the minutes of the HR Committee meetings held on May 16, 2016 and May 23, 2016 as presented.
Motion carried unanimously.

**Board Compliance - May 18, 2016**
Commissioner Gustafson presented the minutes and stated that Commissioner Ure had some comments that he would like to make. Commissioner Ure asked that these minutes be tabled due to inaccuracies. He asked that the minutes be ratified at the next Board meeting because he would like to have the opportunity to have the minutes corrected so that he can be able to vote in favor of them.

It was moved by Commissioner Ure, seconded by Commissioner Gustafson,

That the Board of Commissioners TABLE the minutes of the Board Compliance Committee meeting held on May 18, 2016.

Motion carried unanimously.

**Finance Committee -- May 18, 2016**
Commissioner Canada stated that there was only one item presented at the Finance Committee meeting held on May 18th and that item is listed under the Consent agenda for final approval. She asked that the minutes be approved as presented.

It was moved by Commissioner Gustafson, seconded by Commissioner Ure,

That the Board of Commissioners approve the minutes of the Finance Committee meeting held on May 18, 2016 as presented.

Motion carried unanimously.

**Legal Affairs Committee April 27 and May 18**
Commissioner VanHoose commented that before the Board are the minutes of the April 27th and May 28th Legal Affairs Committee meetings. To summarize, she said that they have been talking about the resources within the General Counsel’s office as well as the lobbying policy. She commented that in the last couple of meetings they spent time discussing lobbying the district, the staff and creating some kind of public domain whereby they can access lobbyist and lobbyist would have to register. Commissioner VanHoose commented that after a lot of work on the development of a lobbying policy, they found out that the District did have a lobbying policy and they are now working through that policy to update it and to make sure that it is being implemented. She said that there were some concerns raised in the Legal Affairs meeting with regard to other policies. The committee wants to make sure that policies approved by the Board are followed up and that there are no other policies out there hanging by the wayside.

Commissioner VanHoose asked for approval of the minutes for April 27th and May 18th, 2016.

It was moved by Commissioner Gustafson, seconded by Commissioner Ure,

That the Board of Commissioners approve the minutes of the Legal Affairs Committee meetings held on April 27, 2016 and May 18, 2016 as presented.

Motion carried unanimously.
Commissioner Canada stated that the minutes of the Governance Committee meeting were left off of the agenda and she asked if those meeting minutes could be placed on the agenda.

Chair Rodriguez asked for a motion to walk on the minutes of the Governance Committee meeting held on May 12, 2016.

It was moved by Commissioner Canada, seconded by Commissioner Gustafson that the Board approve placing the Governance Committee meeting minutes on the agenda for review and approval. Motion carried unanimously.

Commissioner Canada said that the Governance Committee met on May 12, 2016. Members included Commissioner Rodriguez, Commissioner Canada and Commissioner Robison who was not present. The meeting was called to discuss the possibility of having a standing Marketing Committee which would need a change in the Bylaws. Commissioner Canada gave reasons why she thought it was important for the Board to have a Marketing Committee which included Board oversight. Commissioner Rodriguez did not agree with Commissioner Canada’s assessment. She made a motion to approve but there was no second; therefore, the motion failed.

Chair Rodriguez said that he could not support that request and provided the following reasons:

- Marketing Committees are not a standard with boards, especially public boards. The whole idea is that commissioners need to stay out of the operations of the hospitals and health system.
- A marketing committee would make it hard for a Commissioner to be objective. It would add pressure on employees as well and would place the District board under the microscope again as being too involved in operations.
- A true healthcare system has a marketing executive with the experience to run a marketing program and division. There is science behind it including strategy, research, competitor analysis, planning and evaluation. Not to mention the important of ROI (return on investment, consumer trends and market fluctuations.)
- With a new President CEO coming on board they need to let him or her determine how to run Broward Health Marketing and Communication Division. They are not experts in the field and creating a marketing committee would up Broward Health up to scrutiny by the public and media.
- A marketing committee is not going to get us where BH needs to be. It will only raise red flags and subject BH to deal with every advertising and public relations company in the world.
- It will just lead to more committees. Does the Board need a Physician Relations Committee or a Cancer Center Committee or a Patient Experience Committee? They need to leave the operations of the hospitals to the leaders of the hospitals and their teams. They are not the professionals in these areas. They will only be set up for more issues and scrutiny.

For those reasons, Commissioner Rodriguez could not support the creation of a Standing Marketing Committee.

Commissioner Canada then provided her reasons why the Board should have a Standing Marketing Committee.
• Commissioner Canada believes there should be a Marketing Committee since there is marketing in very single regional facility. It is important for strategic planning that there is proper oversight that the marketing that is done at the individual facilities is coherent and matches what is being done district-wide.
• There is a budget for marketing and it is important that this goes out through an RFP process and that BH looks into the different companies to see what they can offer for the system. It did not go through procurement before and they saw firsthand what happened with possible issues with Zimmerman.
• Additionally, Chair Rodriguez’s argument about the Commissioners not being experts is not a valid argument. Commissioner Canada is not a lawyer and she is on the Legal Affairs Committee; she is not a finance expert but she chairs Finance; she is not an investment expert but she is on the Investment Committee.
• In terms for proper oversight and making sure that as a Board they are transparent and spending as much money as the District in marketing, that they should have proper oversight by this Board at a committee level to bring recommendations to the Board on what the Marketing department is doing.

Commissioner Rodriguez commented that he was not sure of the legality of this but they only had two members present at the Governance Committee meeting. He suggested that this item be reviewed again at the next Governance Committee meeting when all members are present.

Commissioner Gustafson questioned what they would be voting on with regard to this item.

Ms. Barrett informed the Board that the only thing that this Board can vote on today is the approval of the minutes. There is no action item to vote on since it was a failed motion.

**It was moved by Commissioner Canada, seconded by Commissioner VanHoose;***

**THAT THE BOARD OF COMMISSIONERS APPROVE THE MINUTES OF THE GOVERNANCE COMMITTEE MEETING HELD ON MAY 12TH, 2016.***

Motion carried unanimously.

**CONSENT AGENDA**

Chair Rodriguez asked for a motion to accept the interim financial statement for the month of April 2016.


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

**THAT THE BOARD OF COMMISSIONERS ACCEPT THE INTERIM FINANCIAL STATEMENT FOR THE MONTH OF APRIL 2016 AS LISTED ON THE CONSENT AGENDA.***

Motion carried unanimously.
7. Ratification of the six month evaluation for General Counsel
(Motion made at HR Committee 5/23/2016: That Ms. Barrett’s performance evaluation is recommended for the full board with the goal setting portion to be completed at the goal setting session at Legal Affairs).

Commissioner Ure stated that at the meeting on Monday, May 23, the HR Committee concluded its responsibility with respect to Ms. Barrett’s review. It was determined that the best course of action going forward was to have the goals and objectives element of the performance appraisal moved to the Legal Affairs Committee for coordination. This will afford the Committee input as well as the coordination with the various initiatives of the Legal Affairs committee. Commissioner Ure commented that at the next Legal Affairs Committee or possibly one after, the goals and objectives will be detailed out.

Having no other comments, Commissioner Ure moved to have Item 7 approved.

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

THAT THE BOARD OF COMMISSIONERS RATIFY THE SIX MONTH EVALUATION FOR GENERAL COUNSEL WITH THE GOAL SETTING PORTION TO BE COMPLETED AT THE GOAL SETTING SESSION AT LEGAL AFFAIRS.

Motion carried unanimously.

8. Approval of Pre-Qualified Term Contractors Part A

Mr. Richard Polemeni requested approval for the recommendation for the term contractors Part A. The pre-qualified term contractors program is a successful program for Broward Health in procuring construction service projects up to $2 million. The current status of the RFP request for proposal for the selection of a new group of five (5) pre-qualified term contractors is as follows: 14 contractors attended the mandatory pre-proposal meeting; of the 14 contractors 11 submitted the required Part A submission. The Selection Committee met and reviewed all 11 Part A submissions on May 11th. The Selection Committee disqualified one contractor. The Selection Committee is scheduled to hear all Part B presentations from 10 contractors on June 7th and 8th. Mr. Polemeni referred to the attached ranking sheet. He said that the Selection Committee will ultimately select five (5) firms for contracts.

Mr. Polemeni asked for approval of the recommendations from the Selection Committee so they can move forward on this project.

For clarification purposes, Commissioner VanHoose asked if the pre-qualified term contractors are like a pool of contractors that are already pre-approved that BH can go to for construction services. Mr. Polemeni said yes. He advised the Commissioners that it
is important that they have competitive market pricing which they will achieve by having five (5) contractors who are required by the program to bid on every project that BH has to insure that there is competitive pricing at every level of their solicitation.

Commissioner VanHoose asked if when BH puts out to bid a specific contract, would it then only go out to this pre-approved list. Mr. Polemeni said yes for those projects from $0 to $2 million. Commissioner VanHoose questioned so this group is not giving their pricing now, it is per project. Mr. Polemeni said that they have found that having this pool of pre-qualified term contractors provides quality healthcare contractors so they are not subject to low bid and change order guys that come in the market.

Commissioner VanHoose asked how the RFP process looks when soliciting proposals from different contractors. Mr. Polemeni said that they go to the vendor registration and the market place via the District’s website which is open to all vendors who are registered and have an interest. In addition, the District also publicly advertises.

Commissioner Ure said he likes the idea. For clarification purposes, Commissioner Ure asked if it was a three year term to be in the program. Mr. Polemeni replied yes. Commissioner Ure questioned if in between the pre-selection process vs. throughout the three year period of time, is BH confirming insurance licenses and other related items. Mr. Polemeni replied yes they are.

In addition, Commissioner Ure asked when there is a small group like this and they are all from this community and it is public so everyone knows who is on the list, how does BH keep everyone honest with respect to collusion or pricing issues. Commissioner Ure said that one of the things that had been addressed with respect to legal fees is that anytime they were to preform legal services for a public entity in this general area (Broward County) they talked about having a most favorite pricing. In other words, they are not going to charge Broward County City Commissioners differently than they charge Broward Health. Commissioner Ure asked Mr. Polemeni if there is a similar way to police that issue.

Mr. Polemeni said this is not a new program for BH. BH successfully deployed this program many years ago and it has been deployed by many institutions throughout the state of Florida and in the south Florida marketplace. He explained the underlying concept that helps protect BH against this is competitive pricing. In some of BH’s recent solicitations they only had two bidders and that is the nature of the game. This program allows for competitive pricing by all five every time. Mr. Polemeni stated that they guarantee against this because BH relies on a reasonableness test. It is a range between the bidders of a wide range or short range and being aware of what is happening from the subcontractors’ community whether there is anything else going on regarding the competitive pricing process. Mr. Polemeni stated that all of the contractors have good reputations within the community and all are from the south Florida marketplace (Miami Dade, Broward and West Palm).

Commissioner Ure said he likes the program. He just wanted to confirm that BH has the appropriate mechanisms in place to keep people honest and it sounds like BH has a firm grasp on that. Mr. Polemeni replied they do.
It was moved by Commissioner Ure, seconded by Commissioner Canada:

THAT THE BOARD OF COMMISSIONERS APPROVE THE PRE-QUALIFIED TERM CONTRACTORS PART A AS SUBMITTED.

Motion carried unanimously.

COMMENTS BY COMMISSIONERS

In response to the gentleman who spoke today, Commissioner Canada indicated that she was troubled by how he felt that there are issues of not being able to speak up. She reminded everyone that former Commissioner Di Pietro made it very clear how this Board encouraged wrongdoing to be reported. Commissioner Canada said it has been expressed that perhaps there are violators of the Code of Conduct. As a Board she feels that they need to weigh possible violations of the Code of Conduct with the severe allegations that have been made here which is more important for the Board to address with its resources. It is imperative that people feel safe and can express concerns and wrongdoing without fear. Commissioner Canada said she hopes that this Board takes what was said today seriously and to stop looking at the people who are sharing information and start focusing its resources and time on the allegations.

At 6:35 p.m. the Public Meeting recessed to enter into a Shade Session to discuss Erga J. Stennett et al vs. NBHD: Judge Sandra Perlman CACE 15-001617-Defense Counsel Gregory Willis Esq. Of Cole, Scott, Kissane PA. In attendance: Commissioners’ Rodriguez, Gustafson, Canada, VanHoose, Ure, Pauline Grant and Lynn Barrett General Counsel.

At 7:10 p.m. the Public Meeting reconvened with all in attendance with the exception of Defense Counsel.

NEXT REGULAR BOARD MEETING The next regularly scheduled Board of Commissioners’ meeting will be held on June 29th, 2016 at 4:00 p.m. in the Corporate Office, 1700 NW 49 Street, Spectrum Complex, Fort Lauderdale, Florida.

Meeting adjourned at 7:12 p.m. Respectfully submitted, Commissioner Maureen Canada, Secretary/Treasurer

BY: Maryanne Wing

A FULL RECORDING OF THIS MEETING IS AVAILABLE ON TAPE