

NORTH BROWARD HOSPITAL DISTRICT  
BOARD OF COMMISSIONERS  
EMERGENCY BOARD MEETING  
Broward Health Corporate  
Spectrum Location  
1700 NW 49 Street  
Fort Lauderdale, Florida

October 19, 2016 – 2:00 p.m.

MINUTES

The meeting was called to order by Chairman Rocky Rodriguez at 2:00 p.m.

Roll call showed members present:

Commissioner Rocky Rodriguez  
Commissioner Christopher Ure  
Commissioner Maureen Canada  
Commissioner Sheela VanHoose  
Commissioner Linda Robison

Chairman Rodriguez advised the Board that the purpose for his calling this meeting was so that the he could share with the other Commissioners and Ms. Grant the information that he received from the IRO yesterday. The Chairman met with IRO and was informed that their Annual Report is imminent. He did not see the entire context of the report but was informed that it is voluminous. He also stated that there was a suggestion by the IRO that due to the number of complexities and the short time remaining that BH has to respond to the report that Broward Health might want to consider asking the Monitor for an extension. Chairman Rodriguez feels that since the due date is November 3<sup>rd</sup>, and BH has the opportunity to request an extension, the sooner that extension is requested the more beneficial it would be for Broward Health.

Commissioner VanHoose asked that Mr. Val Aubourg, Interim Chief Compliance Officer to come forward and join in the conversation. She thinks that they should look at the time it will take to respond to the report before making a decision. Commissioner VanHoose commented that after Mr. Aubourg and his team reviews the report, they can come back to the Board with a recommendation. She does not want to make a decision quickly because she feels it is important to first see the report first before making a decision.

Commissioner Ure asked when the report was due. He was informed the date is November 3, 2016.

Chairman Rodriguez announced that Mr. Aubourg will be leaving Broward Health for another career opportunity. However, he has informed the Chairman and administration that he has the flexibility to remain at BH until the Annual Report is completed which he plans on doing. Chairman Rodriguez complimented Mr. Aubourg for the work that he done in the Compliance department in such a short time.

Mr. Aubourg commented that he has eagerly been anticipating the report and has been reaching out to the IRO on several occasions asking when it was going to be sent to BH. If the report is imminent and arrives by the end of this week, Mr. Aubourg feels that he would have time to review and if it is as voluminous as the IRO has claimed, the Board can have a discussion at the Board Compliance meeting on Wednesday, October 26, 2016. He also informed the Board that he has not reached out to the Monitor since he has not seen the report and did not want to give her a premature request for an extension until he saw the report. Mr. Aubourg also informed the Board that the Monitor is out of the office until tomorrow, October 20<sup>th</sup>. He feels that once the report comes in and once received then an assessment can be made as far as if or when an extension should be provided. He also confirmed that he has flexibility to remain with Broward Health until the report is completed.

Finally, Mr. Aubourg advised the Board that even though he has not received the report, he has had conversations with the IRO and he has a general idea of some of the many things that are going to be on that report. He told them that he has been proactive in terms of preparing responses, gathering data and anticipating what the issues are going to be and how they are going to respond to those issues.

Mr. Aubourg stated that if the report is as voluminous as it sounds, he does not see problem with the Monitor granting an extension.

Chairman Rodriguez asked how long of an extension did he think that the Monitor would extend to BH. Mr. Aubourg commented that the Monitor did not give him a specific date; however, she did say to him that the facts would dictate how much of an extension she would give. Under the circumstances that BH finds itself, Mr. Aubourg does not think it would be unreasonable to make a request based on what BH thinks would be an adequate time for an extension. Mr. Aubourg stated that the Monitor made it very clear that the most important thing for her is to make sure that BH's response is substantive and completely responsive to what the IRO has find in their report.

Mr. Aubourg would prefer that BH makes the request for an extension based on the assumption that they have something physical and they need the time to have a thorough assessment and analysis to respond adequately. He would not necessarily want to make the argument that BH does not have anything and they do not know what they do know and BH needs more time. His main concern is that if they are going to make a request for an extension, he wants to know the premise for why they are doing it because BH wants to substantively respond and not because BH does not have what it does do not know.

Commissioner Canada asked if there were any financial implications or fines associated with not making the deadline. Mr. Aubourg indicated that there are a series of fines and fee schedules for not filing the report. The fines would not be in effect until the after the last day of the extension period.

Commissioner Robison does not see any downside to requesting this extension now because BH cannot respond to a piece of paper or a book that it does not have. She suggested that Mr. Aubourg inform the Monitor in this letter that BH understands through discussions that the report is imminent but out of an abundance of caution and the fact that there has been delay in the IRO submitting their report and BH understands that it is extremely complex and voluminous, it would be highly unlikely that BH would be able to produce a detailed and substantive report to her by the deadline of November 3<sup>rd</sup>; therefore, BH is requesting an extension of 30 days from the date that BH actually receives the report.

Ms. Barrett clarified that when they ask for an extension, under the CIA, it is an extension from the date that the Annual Report is due which encompasses what the team would have to do as a response. It is not 30 days from when the report is received it is asking for 30 days of an extension for the response for the Annual Report. In other words, it would be 30 days after November 3<sup>rd</sup>. Ms. Barrett mentioned that the OIG has granted in general they have granted extensions on a case by case basis sometimes they say 60 but let us took base as 30 but she does not know what this Monitor would do.

Commissioner Robison would feel more comfortable having the Board reach out to the Monitor because they are getting close to the November 3<sup>rd</sup> date and BH still does not have the report. She also feels that in the Compliance Committee meeting they need to go through it and look at where BH is on the responses and given Chairman Rodriguez' statement, it looks like this is going to take a significant amount of time to respond to the IRO's report. She asked Mr. Aubourg if the Monitor gave any indication of how long of an extension BH can request because she does not want to BH to be in a position where they need to ask for multiple extensions. Mr. Aubourg stated that he did not go into specific timeframes but the Monitor did say that she was amenable to extending it. However, it needs to be for a very good reason and she would not do so in terms of extending the due date unless she felt it was a credible request.

Commissioner Ure asked Mr. Aubourg how long he has been the interim Chief Compliance Officer CCO. He replied since September 13<sup>th</sup>. Commissioner Ure feels in term of credible reasons, he does not believe they even need the report to have credible reasons for asking for an extension given the fact that their interim CCO has had very limited time on the job and that is leaving BH for another opportunity. Commissioner Ure wants to review this report and if it is reviewed as a group in the Compliance meeting that is fine but looking at what the IRO has communicated to the Chairman, this is going to take some time. Commissioner Ure agrees with Commissioner Robison that there is no downside in making a request for an extension for an extra 30 days.

Commissioner VanHoose suggested having Mr. Aubourg contact the Monitor tomorrow and leave it up to his discretion on Monday.

Commissioner Robison does not see any downside to ask for an extension and recommended that the Board take action to authorize a request for a 60 day extension and touch base in 30 days. If the report comes out tomorrow and BH finds they do not need the extension after reviewing the report then BH will not take.

Mr. Aubourg stated that he would contact the Monitor tomorrow and request an extension.

**Commissioner Robison moved that the Board authorize Mr. Val Aubourg as the Interim CCO to contact the Contract Monitor and request a 60 day extension from the due date on the Annual Report with the understanding that they will check back in 30 days. Seconded by Commissioner Ure. Motion carried unanimously.**

Commissioner Ure commented that at some point they are going to need to find a replacement for Mr. Aubourg. He asked Mr. Aubourg if this was going to be his first annual report to the OIG Monitor that he will have prepare. Mr. Aubourg commented that he was at Jackson when they were under a CIA and did their 4<sup>th</sup> and 5<sup>th</sup> Annual reports. Commissioner Ure suggested that he would like for Mr. Aubourg to work closely with the person he feels will be taking his place because he does not want to turn around next year and have it be that person's first time. Secondly, in the spirit of the most collaborative team work that they are all champions of now, he really believes that there are a lot of areas outside of just Compliance in the IRO's report that need to be in loop. Commissioner Ure asked Mr. Aubourg if he was correct in thinking that the Commissioners would have to sign the Resolution that will go with the Annual Report. Mr. Aubourg stated he was correct. Commissioner Ure made it quite clear that he is not going to sign anything that he has not read and does not understand unless he has the opportunity to ask questions. He realizes that this will play into the deadline but also how things get done collaboratively. He will have a lot more confidence if he is not chasing around answers from four different areas.

Mr. Aubourg informed the Board that even before the report was received, given the feedback that he had from the IRO, he has already reached out to certain areas and he fully anticipates integrating those people whenever the report comes in. To the extent that he may need their assistance in relaying that information back to the Board, he will ask for their presence.

There being no further business the meeting was adjourned at 2:35 p.m.