GOVERNANCE COMMITTEE MEETING
Immediately following Finance Committee Meeting
June 25, 2019

1. NOTICE

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 Committee, is attached to the official Minutes as EXHIBIT II.

2. CALL TO ORDER 12:27 pm

3. COMMITTEE MEMBERS

✓ Commissioner Ray T. Berry, Chair
✓ Commissioner Andrew M. Klein
✓ Commissioner Christopher T. Ure (WebEx)

ADDITIONALLY PRESENT Commissioner Nancy W. Gregoire, Commissioner Stacy L. Angier, Gino Santorio/President/CEO, Alan Goldsmith/CAO, Alex Fernandez/CFO, Linda Epstein/GC, Jerry Del Amo/Managing Senior Associate, Brett Bauman/Associate General Counsel, Nigel Crooks/Chief Internal Auditor

4. PUBLIC COMMENTS None

5. APPROVAL OF MINUTES

5.1 Approval of Governance Committee meeting minutes, dated April 17, 2019

MOTION It was moved by Commissioner Klein, seconded by Commissioner Berry, to:

APPROVE THE GOVERNANCE COMMITTEE MEETING MINUTES DATED April 17, 2019.

Motion carried unanimously.

6. TOPIC OF DISCUSSION

6.1 Discussion of Bylaws Revision Process

MOTION It was moved by Commissioner Klein, seconded by Commissioner Ure, that:
THAT GOVERNANCE COMMITTEE REQUEST THAT OUTSIDE COUNSEL REVIEW BYLAWS AND PROVIDE THEIR FEEDBACK AS EXPEDIOUSLY AS POSSIBLE SO IT COULD BE TAKEN UP AT THE NEXT GOVERNANCE MEETING.

MOTION It was amended by Commissioner Klein, accepted by Commissioner Ure, that ALL INPUT FROM COMMISSIONERS BE PROVIDED TO GENERAL COUNSEL ON OR BY Monday, July 1st, 2019 TO FACILITATE EXPEDITIOUS REVIEW.

Motion carried unanimously.

6.2. Appointment of the Board of Directors of Broward Health ACO, Services, Inc.

Motion it was moved by Commissioner Klein, seconded by Commissioner Ure, THE GOVERNANCE COMMITTEE RECOMMEND THAT THE FULL BOARD CONSIDER THIS ITEM AT THE UPCOMING BOARD MEETING.

Motion carried unanimously.

ADJOURNMENT 1:10 pm

MOTION It was moved by Commissioner Klein, seconded by Commissioner Ure, to:

ADJOURN THE GOVERNANCE COMMITTEE MEETING.

Motion carried unanimously.

Respectfully submitted,
Commissioner Ray T. Berry, Secretary/Treasurer.