

NOTICE OF MEETING

NORTH BROWARD HOSPITAL DISTRICT

BOARD OF COMMISSIONERS

A Legal Affairs and Governmental Relations Committee meeting will be held on Tuesday, September 8, 2020, immediately following the Quality Assessment & Oversight Committee meeting, via WebEx. The purpose of this committee meeting is to review and consider any matters within the committee's jurisdiction.

NOTE: This public Committee meeting shall be conducted only through communications media technology in accordance with Fla. Exec. Order No. 20-193, extends Section 3 of Fla. Exec. Order 20-179, expires on October 1, 2020.

This meeting shall be open to the public who may attend by using the call-in toll number provided below:

Call-In Toll Number: (650) 479-3208

Meeting Access Code: 160 093 9958

Meeting Password: aaVJPRkQ266

For the most updated information, please check our website as schedules may change for reasons beyond our control <https://www.browardhealth.org/pages/board-calendar>

Any person who decides to appeal any decision of the District's Board with respect to any matter considered at these meetings will need a record of the proceedings, and for such purpose, may need to ensure that a verbatim record of the proceedings is made which record includes testimony and evidence upon which the appeal is to be based.

North Broward Hospital District Board Of Commissioners
1700 Northwest 49th Street, Suite #150, Ft. Lauderdale, 33309

LEGAL AFFAIRS AND GOVERNMENTAL RELATIONS COMMITTEE **Immediately following the Quality Assessment & Oversight Committee Meeting** **June 17, 2020**

The Legal Affairs and Governmental Relations Committee of the North Broward Hospital District was held immediately following the Quality Assessment & Oversight Committee Meeting on June 17, 2020 via WebEx video conference.

1. NOTICE

Official notice and agenda of this meeting is attached to the Minutes, as EXHIBIT I and EXHIBIT II, as presented for consideration of the Committee.

2. CALL TO ORDER

There being a quorum present, the meeting was called to order by Chair Nancy W. Gregoire at 10:40 a.m.

3. COMMITTEE MEMBERS

Present: Commissioner Nancy W. Gregoire, Chair
Commissioner Stacy L. Angier, Vice Chair
Commissioner Ray T. Berry
Commissioner Marie C. Waugh

Not Present: Commissioner Christopher T. Ure

Senior Leadership

Additionally Present: Gino Santorio/President/Chief Executive Officer, Alan Goldsmith/Chief Administrative Officer, Alex Fernandez/Chief Financial Officer, Linda Epstein/Corporate General Counsel, Jerry Del Amo/Deputy General Counsel

4. GOVERNOR'S EXECUTIVE ORDER ANNOUNCEMENT

General Counsel delivered the Governor's Executive Order for the record, as seen below.

"This public board meeting of the Compliance Committee of the board of commissioners of the North Broward Hospital District is being conducted through communications media technology in accordance with the Governor's Executive Order No. 2020-69, dated March 20, 2020, and § 120.54(5)(b)2., Florida Statutes. This meeting is open to the public who are able to attend this meeting via telephone conference call. The conference call information is currently posted on Broward Health's website. All the requirements of Florida's Sunshine

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Law are still in effect including the memorialization of minutes. While not a requirement under Florida law, we will attempt to record this meeting and post it on Broward Health's website for the public and for those who may not be able to attend this live telephone conference."

5. PUBLIC COMMENTS

None.

6. APPROVAL OF MINUTES

Staff Recommendation: That the Legal Affairs and Governmental Relations Committee of the North Broward Hospital District approve the revised minutes from February 19, 2020.

Staff recommendation carried without dissent.

7. TOPIC OF DISCUSSION

7.1. General Legal Department Updates (Presenter - Linda Epstein, Corporate General Counsel)

Ms. Epstein commenced her report addressing item 7.2. New Engagement Letters, as seen below.

7.2. New Engagement Letters – presented by Linda Epstein, Corporate General Counsel

- Three new outside law firms
 - Kozyak, Tropin & Throckmorton
 - Specialists in managed care contracting and disputes.
 - Wolfe Pincavage
 - Specialists in managed care contracting and disputes.
 - Nabors Giblin & Nickerson P.A.
 - Finance and bond counsel.

7.3. Staff Update

- Kim Washington – new in-house attorney, joined May 2020.
 - Ms. Washington gave a brief history on her professional background and education.

7.4. Legal Budget – presented by Linda Epstein, Corporate General Counsel and Jerry Del Amo, Deputy General Counsel

Ms. Epstein reported on Fiscal Year 2020 Legal Department Budget items as seen below. For further detail, related slides are available on the Board of Commissioners' webpage.

- Outside Legal Expenditures (through April 2020).
 - Invoices are received in arrears (e.g. 30-day billing).
- Approved Budget

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- Employment
- Litigation
- Regulatory
- Real Estate
- Contracts
- Government/Public Records
- General/Catch-All
- FMV
- Actual/Incurred Costs
 - Employment
 - Litigation
 - Regulatory
 - FTC
 - Grant/Department of Justice (DOJ)
 - Real Estate
 - Contracts
 - Government/Public Records
 - General/Catch-All
 - FMV
- Percentage of Actual Compared to the Total
 - Employment
 - Litigation
 - Regulatory
 - Real Estate
 - Contracts
 - Government/Public Records
 - General/Catch-All
 - FMV
- Remaining Balance
 - Employment
 - Litigation
 - Regulatory
 - Real Estate
 - Contracts
 - Government/Public Records
 - General/Catch-All
 - FMV
- Fiscal Year 2020 Actual/Incurred Costs through April 30, 2020
 - Regulatory and FMV are the largest spend.
 - Regulatory includes the FTC investigation and the open Grant/DOJ matter.
- Budget Update from February in Comparison to April 2020
 - February is reflective of the end of December 2019 with some January bills.

MINUTES

NORTH BROWARD HOSPITAL DISTRICT

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- The difference in expenses between February and June was an additional \$797,719.25.
- Fiscal Year 2020 Actual/Incurred Amount by Outside Counsel (chart provided)
 - Bulk of expenses incurred were Nelson Mullins fees related to (ACO).
- FMV Fiscal Years 2019 and 2020 – presented by Jerry Del Amo, Deputy General Counsel
 - Breakdown by category
 - New Hires/Physician Recruitment
 - Renewed Employment
 - Employment
 - Medical Directors
 - Call Coverage
 - Professional Services
 - Other

Chair Gregoire requested that the presentation documents be made available to the committee for review.

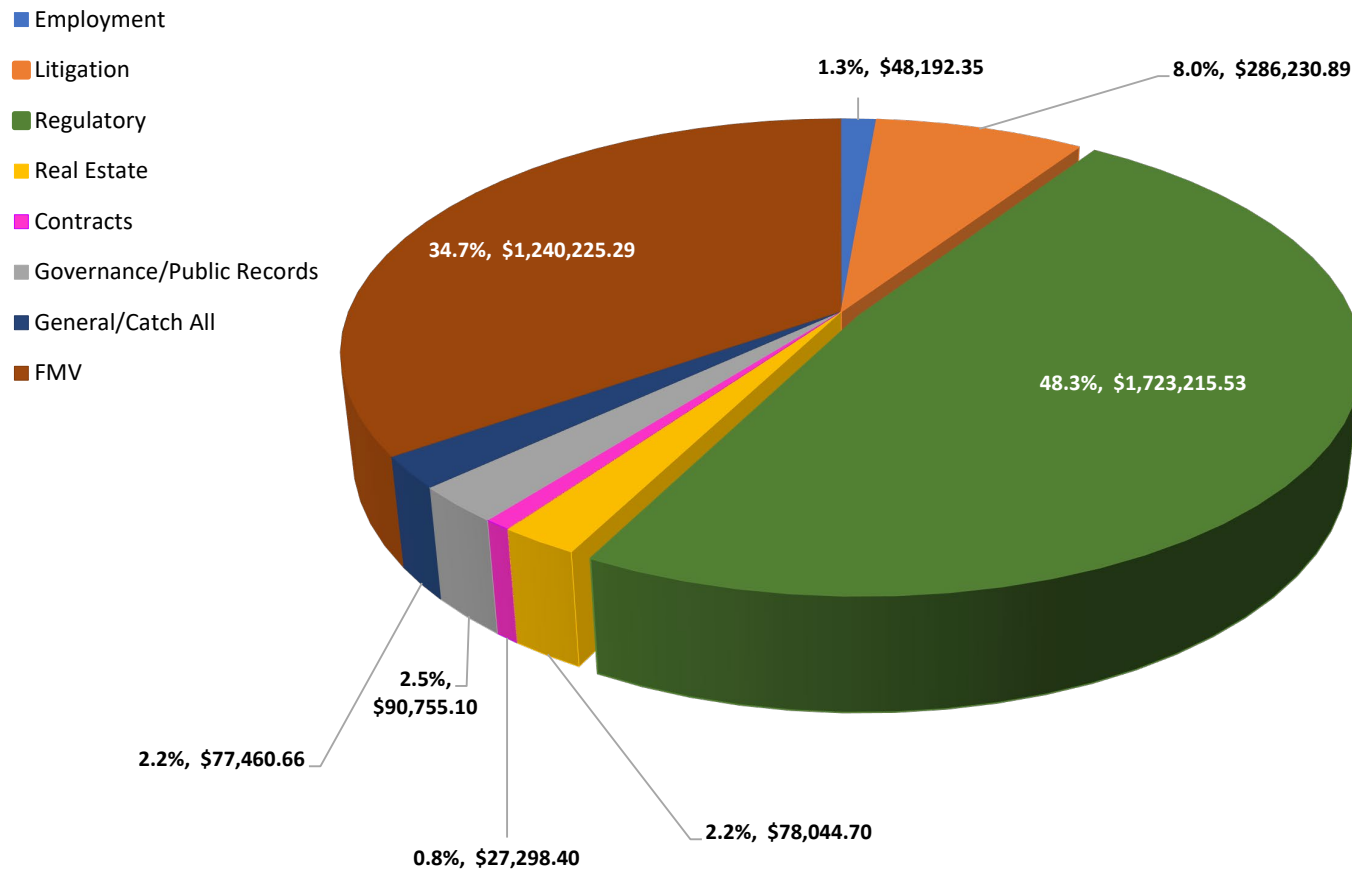
8. **ADJOURNMENT**

There being no further business on the agenda, the Chair adjourned the meeting at 11:01 a.m.

Respectfully submitted,
Commissioner Stacy L. Angier, Secretary/Treasurer

FY20	Board Approved Budget	Actual/Incurred Costs	% of Actual/Incurred Costs Total	Remaining Balance
Employment	\$450,000.00	\$48,192.35	1.3%	\$401,807.65
Litigation	\$785,000.00	\$286,230.89	8.0%	\$498,769.11
Regulatory	\$2,475,000.00	\$1,723,215.53	48.3%	\$751,784.47
Real Estate	\$300,000.00	\$78,044.70	2.2%	\$221,955.30
Contracts	\$400,000.00	\$27,298.40	0.8%	\$372,701.60
Governance/Public Records	\$300,000.00	\$90,755.10	2.5%	\$209,244.90
General/Catch All	\$750,000.00	\$77,460.66	2.2%	\$672,539.34
FMV	\$1,185,738.00	\$1,240,225.29	34.7%	-\$54,487.29
Total	\$6,645,738.00	\$3,571,422.92	100.0%	\$3,074,315.08

FY20 Actual/Incurred Costs through June 30, 2020



February FY20	Board Approved Budget	Actual/Incurred Costs	% of Actual/Incurred Costs Total	Remaining Balance
Employment	\$450,000.00	\$13,868.80	0.6%	\$436,131.20
Litigation	\$785,000.00	\$63,824.94	2.9%	\$721,175.06
Regulatory	\$2,475,000.00	\$1,266,655.85	57.2%	\$1,208,344.15
Real Estate	\$300,000.00	\$42,107.60	1.9%	\$257,892.40
Contracts	\$400,000.00	\$2,015.10	0.1%	\$397,984.90
Governance/Public Records	\$300,000.00	\$57,890.20	2.6%	\$242,109.80
General/Catch All	\$750,000.00	\$17,606.45	0.8%	\$732,393.55
FMV	\$1,185,738.00	\$751,073.79	33.9%	\$434,664.21
Total	\$6,645,738.00	\$2,215,042.73	100.0%	\$4,430,695.27

May FY20	Board Approved Budget	Actual/Incurred Costs	% of Actual/Incurred Costs Total	Remaining Balance
Employment	\$450,000.00	\$28,752.15	1.0%	\$421,247.85
Litigation	\$785,000.00	\$214,567.89	7.1%	\$570,432.11
Regulatory	\$2,475,000.00	\$1,410,767.20	46.8%	\$1,064,232.80
Real Estate	\$300,000.00	\$71,938.70	2.4%	\$228,061.30
Contracts	\$400,000.00	\$25,548.10	0.8%	\$374,451.90
Governance/Public Records	\$300,000.00	\$68,810.20	2.3%	\$231,189.80
General/Catch All	\$750,000.00	\$21,252.45	0.7%	\$728,747.55
FMV	\$1,185,738.00	\$1,171,125.29	38.9%	\$14,612.71
Total	\$6,645,738.00	\$3,012,761.98	100.0%	\$3,632,976.02

Year End FY20	Board Approved Budget	Actual/Incurred Costs	% of Actual/Incurred Costs Total	Remaining Balance
Employment	\$450,000.00	\$48,192.35	1.3%	\$401,807.65
Litigation	\$785,000.00	\$286,230.89	8.0%	\$498,769.11
Regulatory	\$2,475,000.00	\$1,723,215.53	48.3%	\$751,784.47
Real Estate	\$300,000.00	\$78,044.70	2.2%	\$221,955.30
Contracts	\$400,000.00	\$27,298.40	0.8%	\$372,701.60
Governance/Public Records	\$300,000.00	\$90,755.10	2.5%	\$209,244.90
General/Catch All	\$750,000.00	\$77,460.66	2.2%	\$672,539.34
FMV	\$1,185,738.00	\$1,240,225.29	34.7%	-\$54,487.29
Total	\$6,645,738.00	\$3,571,422.92	100.0%	\$3,074,315.08

FY20 FMV

	July	August	September	October	November	December	January	February	March	April	May	June	YTD Matter Fees
FTI Consulting	29,366.50	28,454.00	21,345.50	8,038.50	28,811.00	24,630.50	26,296.00	12,038.00	22,939.50	12,010.50	8,063.50	9,949.50	231,943.00
PYA (Pershing Yoakley & Associates)	139,078.20	143,877.49	111,190.50	145,317.50	33,988.50	63,663.60	74,102.50	25,162.50	8,987.50	53,884.50	3,738.00	5,291.50	808,282.29
HCA								40,000.00	40,000.00	40,000.00	40,000.00	40,000.00	200,000.00
TOTAL	168,444.70	172,331.49	132,536.00	153,356.00	62,799.50	88,294.10	100,398.50	77,200.50	71,927.00	105,895.00	51,801.50	55,241.00	1,240,225.29

