

NOTICE OF MEETING

NORTH BROWARD HOSPITAL DISTRICT

BOARD OF COMMISSIONERS

A Legal Affairs and Governmental Relations Committee meeting will be held on Wednesday, December 16, 2020, immediately following the Quality Assessment and Oversight Committee Meeting, at the Broward Health Corporate Spectrum Location: 1700 Northwest 49 Street, Fort Lauderdale, Florida, 33309. The purpose of this Committee meeting is to review and consider any matters within the Committee's jurisdiction.

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>

Persons with disabilities requiring special accommodations in order to participate should contact the District by calling 954-473-7481 at least 48 hours in advance of the meeting to request such accommodations.

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 MEETING 10:00 a.m., Wednesday, November 18, 2020

The Legal Affairs and Governmental Relations Committee Meeting of the North Broward Hospital District was held on November 18, 2020 at 10:00 a.m., at the Broward Health Corporate Spectrum Location, 1700 NW 49th Street, Suite 150, Fort Lauderdale, Florida 33309.

1. NOTICE

Official notice and agenda of this meeting is attached to the meeting 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 10:07 a.m.

3. COMMITTEE MEMBERS

Present:

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

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 Counsel

4. PUBLIC COMMENTS

Chair Gregoire opened the floor for public comments, in which there were none.

5. APPROVAL OF MINUTES

Without objection, Chair Gregoire approved the Legal Affairs and Governmental Relations Committee Meeting Minutes for October 21, 2020.

Motion *carried* without dissent.

Chair Gregoire made the following introduction prior to the Attorney-Client Shade Session:

An Attorney-Client Shade Session was requested at the Regular Board Meeting on October 28, 2020 to seek the Board's advice pertaining to settlement negotiations and strategy sessions related

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to the District's litigation expenditures of pending litigation to which the District is a party, specifically Case No. CACE-20-002538 (09), *David Di Pietro v. North Broward Hospital District*, currently pending in the Circuit Court of the Seventeenth Judicial Circuit in and for Broward County, Florida.

Pursuant to Section 286.011(8)(d), Florida Statutes, the closed meeting began. The attendees included: Commissioner Nancy W. Gregoire, Commissioner Stacy L. Angier, Commissioner Marie C. Waugh, Commissioner Ray T. Berry, Commissioner Christopher T. Ure, President/CEO, Gino Santorio, General Counsel, Linda Epstein, Senior Associate General Counsel, Brett Bauman, District's Outside Legal Counsel, Bruce Johnson, Esq., and Scott Alexander, Esq., and Certified Court Reporter, Sandra Suarez was also present to transcribe the entire Attorney-Client Shade Session.

At 10:09 a.m., the Legal Affairs and Governmental Relations Committee Meeting went into recess.

At 11:18 a.m., the Legal Affairs and Governmental Relations Committee Meeting reconvened.

6. TOPICS OF DISCUSSION

- 6.1. Approval of Resolution FY21-08: Resolution of the Board of Commissioners of North Broward Hospital District Approving Payment of Private Counsel for Certain Named Defendants in Pending Litigation; Delegating Authority to the General Counsel

MOTION It was *moved* by Commissioner Angier, *seconded* by Commissioner Waugh, that:

The Legal Affairs and Governmental Relations Committee recommends that the Board of Commissioners of the North Broward Hospital District approve Resolution FY21-08: Payment of Private Counsel for Certain Named Defendants in Pending Litigation; Delegating Authority to the General Counsel.

Motion confirmed by roll call vote:

YES Commissioner Christopher T. Ure
N/A Commissioner Ray T. Berry (*abstained)
YES Commissioner Marie C. Waugh
YES Commissioner Stacy L. Angier, Vice Chair
YES Commissioner Nancy W. Gregoire, Chair

Motion *carried* 4/0.

*Memorandum of Voting Conflict, 8B, is on file at the Broward Health Corporate Office regarding Commissioner Ray T. Berry's abstention from the vote.

- 6.2. District's Payment for Private Outside Counsel for Commissioner Berry in Pending Barrett Litigation

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MOTION It was *moved* by Commissioner Ure, *seconded* by Commissioner Angier, that:

The Legal Affairs and Governmental Relations Committee recommends that the Board of Commissioners of the North Broward Hospital District approve Payment for Private Outside Counsel for Commissioner Berry in pending Barrett Litigation.

Motion confirmed by roll call vote:

YES Commissioner Christopher T. Ure
YES Commissioner Marie C. Waugh
N/A Commissioner Ray T. Berry (*abstained)
YES Commissioner Stacy L. Angier, Vice Chair
YES Commissioner Nancy W. Gregoire, Chair

Motion *carried* 4/0.

*Memorandum of Voting Conflict, 8B, is on file at the Broward Health Corporate Office regarding Commissioner Ray T. Berry's abstention from the vote.

- 6.3. Resolution FY21-09: Resolution to Amend Certain Provisions of the Amended and Restated Bylaws of Broward Health ACO Services, Inc.

MOTION It was *moved* by Commissioner Berry, *seconded* by Commissioner Waugh, that:

The Board of Commissioners of the North Broward Hospital District approve Resolution FY21-09: Resolution to Amend Certain Provisions of the Amended and Restated Bylaws of Broward Health ACO Services, Inc.

Motion confirmed by roll call vote:

YES Commissioner Christopher T. Ure
YES Commissioner Ray T. Berry
YES Commissioner Marie C. Waugh
YES Commissioner Stacy L. Angier, Vice Chair
YES Commissioner Nancy W. Gregoire, Chair

Motion *carried* 5/0.

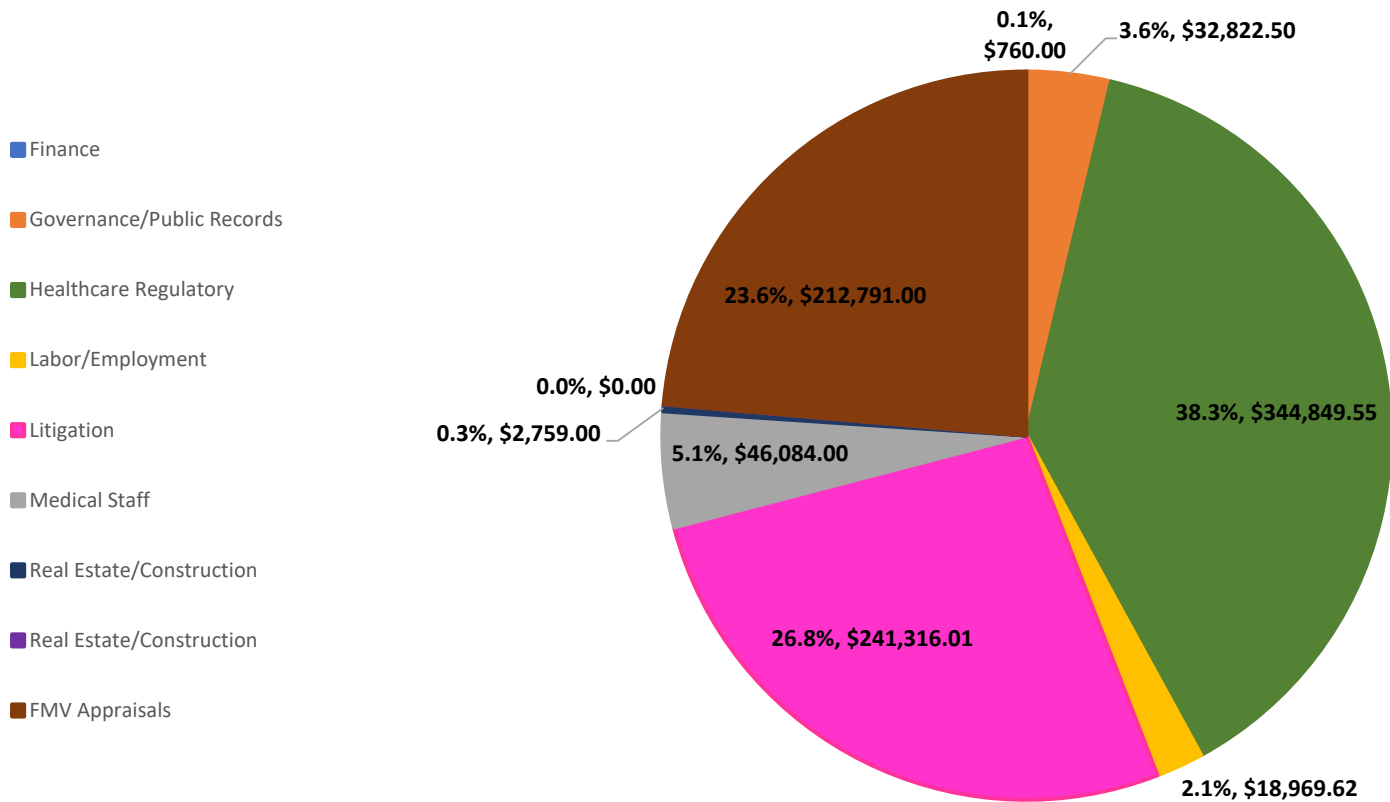
7. **ADJOURNMENT**

There being no further business on the agenda, the Chair adjourned the meeting at 11:25 a.m.

Respectfully submitted,
Commissioner Marie C. Waugh, Secretary/Treasurer

FY21	Board Approved Budget	Actual/Incurred Costs	% of Budget	% of Actual/Incurred Costs Total	Remaining Balance
Finance	\$175,000.00	\$760.00	0.43%	0.1%	\$174,240.00
Governance/Public Records	\$325,000.00	\$32,822.50	10.10%	3.6%	\$292,177.50
Healthcare Regulatory	\$3,365,000.00	\$344,849.55	10.25%	38.3%	\$3,020,150.45
Labor/Employment	\$160,000.00	\$18,969.62	11.86%	2.1%	\$141,030.38
Litigation	\$2,370,000.00	\$241,316.01	10.18%	26.8%	\$2,128,683.99
Medical Staff	\$175,000.00	\$46,084.00	26.33%	5.1%	\$128,916.00
Real Estate/Construction	\$740,000.00	\$2,759.00	0.37%	0.3%	\$737,241.00
Real Estate/Construction	\$75,000.00	\$0.00	0.00%	0.0%	\$75,000.00
FMV Appraisals	\$980,000.00	\$212,791.00	21.71%	23.6%	\$767,209.00
Total	\$8,365,000.00	\$900,351.68	10.76%	100.0%	\$7,464,648.32

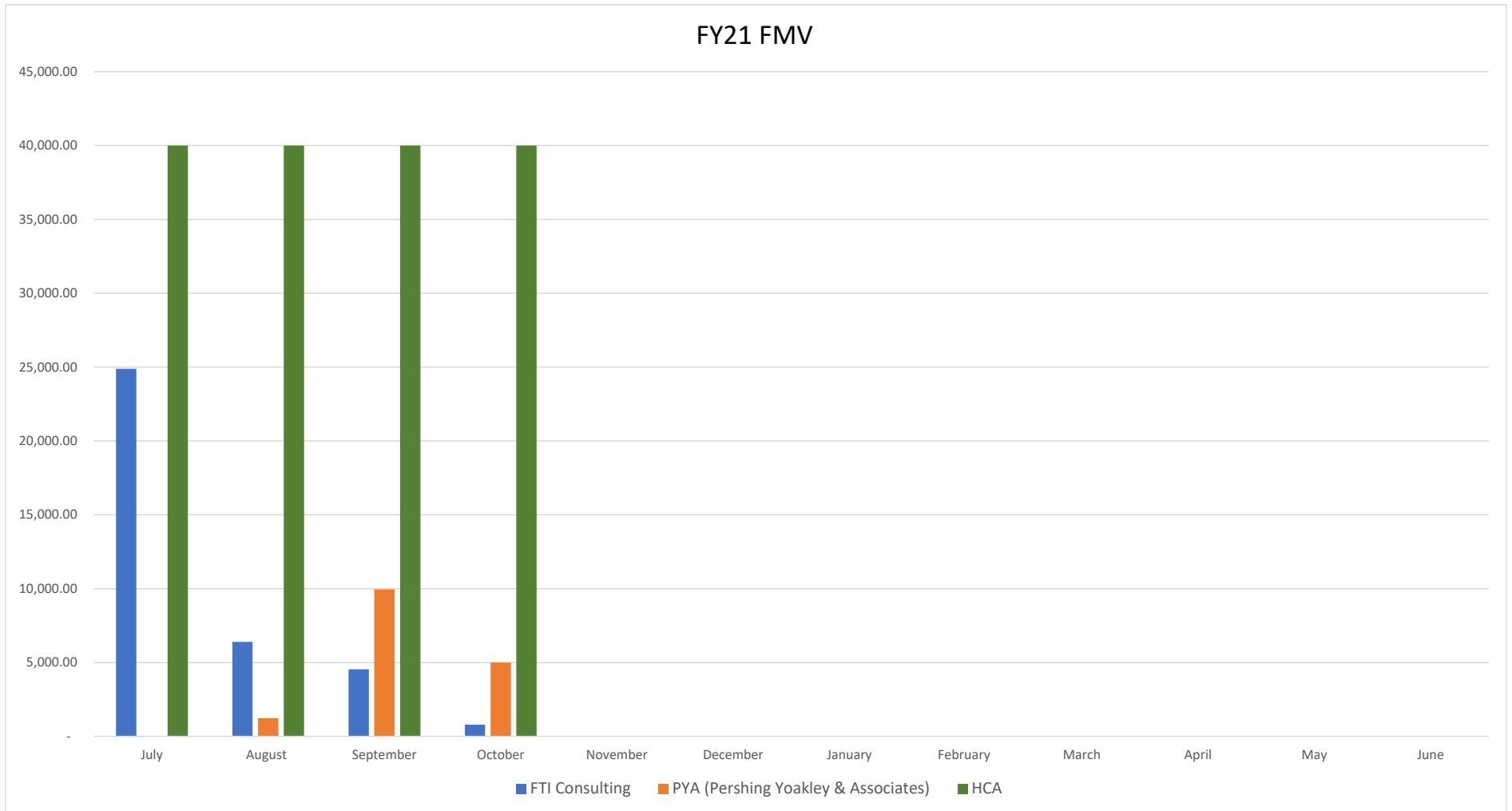
FY21 Actual/Incurred Costs through October 31, 2020



FY21 FMV

	Date of Engagement Letter	July	August	September	October	November	December	January	February	March	April	May	June	YTD Matter Fees
FTI Consulting	2/8/2018	24,886.00	6,397.50	4,545.00	787.50									36,616.00
PYA (Pershing Yoakley & Associates)	9/12/2019	-	1,224.00	9,951.00	5,000.00									16,175.00
HCA	1/20/2020	40,000.00	40,000.00	40,000.00	40,000.00									160,000.00
TOTAL		64,886.00	47,621.50	54,496.00	45,787.50	-	-	-	-	-	-	-	-	212,791.00

FY21 FMV



FY21 FMV

	July	August	September	October	November	December	January	February	March	April	May	June	YTD Matter Fees
FY20	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
FY21	64,886.00	47,621.50	54,496.00	45,787.50	-	-	-	-	-	-	-	-	212,791.00

