The Board of Commissioners Regular Board Meeting of the North Broward Hospital District was held at 4:00 p.m., on July 28, 2021, at the Broward Health Corporate Spectrum Location, 1700 NW 49th Street, Suite 150, Fort Lauderdale, Florida 33309.

1. NOTICE

Notice and Agenda, titled EXHIBIT I and EXHIBIT II, are attached to the official meeting book archived at the Board of Commissioners’ Office. Supporting documents, if applicable, are attached to these minutes, titled EXHIBIT III. Exhibits are presented for consideration of the Board.

2. CALL TO ORDER

There being a quorum present, the meeting was called to order by Chair Nancy W. Gregoire at 4:04 p.m.

3. ROLL CALL

Present: Commissioner Jonathan K. Hage
Commissioner Christopher J. Pernicano
Commissioner Ray T. Berry
Commissioner Marie C. Waugh, Secretary/Treasurer
Commissioner Stacy L. Angier, Vice Chair
Commissioner Nancy W. Gregoire, Chair

Not Present: Commissioner Levi G. Williams, Jr.

Senior Leadership
Additionally Present: Shane Strum, President/Chief Executive Officer
Alan Goldsmith, Chief Operating Officer
Alex Fernandez, Chief Financial Officer
Linda Epstein, Corporate General Counsel

4. THE PLEDGE OF ALLEGIANCE

The Pledge of Allegiance was led by Commissioner Jonathan K. Hage.

5. PUBLIC COMMENTS

Chair Gregoire opened the floor for public comments, in which there were none.
6. **APPROVAL OF MINUTES**


Without objection, Chair Gregoire approved the minutes, dated June 30, 2021.

Motion *carried* without dissent.

7. **BHMC DISTINGUISHED PHYSICIAN AWARD TO DR. CELSO AGNER**  
   (Presenter – Dr. Sunil Kumar, Chief of Staff, Broward Health Medical Center)

Dr. Kumar, Chief of Staff of Broward Health Medical Center, introduced and presented Dr. Celso Agner, Interventional Neurologist at Broward Health Medical Center, with the Distinguished Physician Award.

It was shared that Dr. Agner is, “a truly exceptional physician and wonderful person. He works tirelessly to give the best evidence-based quality care to patients. Dr. Agner continuously teaches staff and has a pleasant attitude.”

8. **MEDICAL STAFF CREDENTIALING** (Presenter – Dr. Joshua Lenchus, Interim Chief Medical Officer

   8.1.) Broward Health North  
   8.2.) Broward Health Imperial Point  
   8.3.) Broward Health Coral Springs  
   8.3.) Broward Health Medical Center  
   8.5.) Core Privilege Forms

**MOTION** It was *moved* by Commissioner Berry, *seconded* by Commissioner Angier.

The Board of Commissioners of the North Broward Hospital District approve Medical Staff Credentialing Reports and Core Privilege Forms, as presented.

Motion confirmed by roll-call vote:

- **YES** Commissioner Jonathan K. Hage
- **YES** Commissioner Christopher J. Pernicano
- **YES** Commissioner Ray. T. Berry
- **YES** Commissioner Marie C. Waugh, Secretary/Treasurer
- **YES** Commissioner Stacy L. Angier, Vice Chair
- **YES** Commissioner Nancy W. Gregoire, Chair

Motion *carried* 6/0.
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9. **CHIEF MEDICAL STAFF UPDATES**

Medical staff updates were given by Dr. Lehr for Broward Health North, Dr. Jensen for Broward Health Imperial Point, Dr. Penate for Broward Health Coral Springs, and Dr. Kumar for Broward Health Medical Center. Said reports highlighted each of the facilities’ objectives, events, and awards received over the past month.

9.1.) Broward Health North  
9.2.) Broward Health Imperial Point  
9.3.) Broward Health Coral Springs  
9.4.) Broward Health Medical Center

10. **PRESENTATIONS**

10.1. **CEO Update** (Presenter - Shane Strum, President/Chief Executive Officer)

Mr. Strum recognized the four hospital Chiefs of Staff and Interim Chief Medical Officer (CMO), Dr. Lenchus, for working around the clock during the current increase in COVID-19 cases.

Mr. Strum also recognized Chair Gregoire, for her amazing leadership during a difficult year.

Mr. Strum presented his full monthly report, highlighting the five pillars (Quality, Service, People, Growth, and Finance) of the organization and the progress at each of its facilities.

The following videos were featured:

- Hands-Only CPR Training with Broward Health Imperial Point (BHIP) and Fort Lauderdale Fire Rescue  
  - The video featured:
  - Stephen Gollan, Battalion Chief, Fort Lauderdale Fire Rescue, shared that the teams came together to train the community and BHIP staff.

- Broward Health Hurricane Supply Drive benefiting (40) CDTC families, organized by Broward Health’s summer interns.  
  - The video featured:
  - Dr. Ana Calderon Randazzo, Executive Director, CDTC.
  - Alyssa Biggs, Marketing Intern, Broward Health.
  - Carrie Rudderkimhy, Human Resources Partner, Broward Health.

- Broward Health Maternity Services  
  - The video featured:
  - New moms shared their positive experiences.
11. **CONSENT AGENDA**

11.1. Approval of Settlement with the Former General Counsel
11.2. Resolution FY22-01: Resolution to Appoint Directors to Total Claims Administration, Inc.
11.3. BHMC, Approval to Enter ED On-Call Coverage and Inpatient Care Services Agreement for Pediatric Gastroenterology
11.4. Approval to Enter into a New Two-Year Employment Agreement with Dr. Ridwan Lin

**MOTION** It was *moved* by Commissioner Pernicano, *seconded* by Commissioner Hage, that:

The Board of Commissioners of the North Broward Hospital District approve items 11.1 through 11.4 on the Consent Agenda.

Commissioner Berry and Chair Gregoire formally recused themselves from voting on item number 11.1, Approval of Settlement with the Former General Counsel, as they were parties in the civil case.

Motion confirmed by roll-call vote:

- **YES** Commissioner Jonathan K. Hage
- **YES** Commissioner Christopher J. Pernicano
- **YES** Commissioner Ray T. Berry (11.2 through 11.4)
- **YES** Commissioner Marie C. Waugh, Secretary/Treasurer
- **YES** Commissioner Stacy L. Angier, Vice Chair
- **YES** Commissioner Nancy W. Gregoire, Chair (11.2 through 11.4)

Motion *carried* 4/0 for items 11.1.

Motion *carried* 6/0 for Items 11.2 through 11.4.

12. **DISCUSSION AGENDA**

12.1. Purchase of four (4) separate parcels of real property in the western area of Broward County (Presenter – Shane Strum, President/Chief Executive Officer)

**MOTION** It was *moved* by Commissioner Berry, *seconded* by Commissioner Angier, that:
The Board of Commissioners of the North Broward Hospital District authorize the District to execute four (4) separate Purchase and Sales Agreements for four (4) separate parcels of real property in the western area of Broward County, contingent upon any findings discovered during due diligence.

Motion confirmed by roll-call vote:

  YES Commissioner Jonathan K. Hage
  YES Commissioner Christopher J. Pernicano
  YES Commissioner Ray. T. Berry
  YES Commissioner Marie C. Waugh, Secretary/Treasurer
  YES Commissioner Stacy L. Angier, Vice Chair
  YES Commissioner Nancy W. Gregoire, Chair

Motion carried 6/0.

12.2. Discussion of 2021-2022 Board and Committee Meeting Schedule

MOTION It was moved by Commissioner Waugh, seconded by Commissioner Pernicano, that:
The Board of Commissioners approve the Fiscal Year 2021-2022 Board and Committee Meeting Schedule, as presented.

Motion confirmed by roll-call vote:

  YES Commissioner Jonathan K. Hage
  YES Commissioner Christopher J. Pernicano
  YES Commissioner Ray. T. Berry
  YES Commissioner Marie C. Waugh, Secretary/Treasurer
  YES Commissioner Stacy L. Angier, Vice Chair
  YES Commissioner Nancy W. Gregoire, Chair

Motion carried 6/0.

12.3. Board Officer Elections

12.3.1. Board of Commissioners' Nomination of Chair

MOTION It was moved by Commissioner Waugh, seconded by Commissioner Berry, that:
The Board of Commissioners nominate Commissioner Stacy L. Angier as Chair of the North Broward Hospital District.

Motion confirmed by roll-call vote:

  YES Commissioner Jonathan K. Hage
  YES Commissioner Christopher J. Pernicano
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**YES** Commissioner Ray. T. Berry
**YES** Commissioner Marie C. Waugh, Secretary/Treasurer
**YES** Commissioner Stacy L. Angier, Vice Chair
**YES** Commissioner Nancy W. Gregoire, Chair

Motion *carried* 6/0.

12.3.2. Board of Commissioners' Nomination of Vice Chair

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

The Board of Commissioners nominate Commissioner Marie C. Waugh as Vice Chair of the North Broward Hospital District.

Motion confirmed by roll-call vote:

**YES** Commissioner Jonathan K. Hage
**YES** Commissioner Christopher J. Pernicano
**YES** Commissioner Ray. T. Berry
**YES** Commissioner Marie C. Waugh, Secretary/Treasurer
**YES** Commissioner Stacy L. Angier, Vice Chair
**YES** Commissioner Nancy W. Gregoire, Chair

Motion *carried* 6/0.

12.3.3. Board of Commissioners' Nomination of Secretary/Treasurer

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

The Board of Commissioners nominate Commissioner Christopher J. Pernicano as Secretary/Treasurer of the North Broward Hospital District.

Motion confirmed by roll-call vote:

**YES** Commissioner Jonathan K. Hage
**YES** Commissioner Christopher J. Pernicano
**YES** Commissioner Ray. T. Berry
**YES** Commissioner Marie C. Waugh, Secretary/Treasurer
**YES** Commissioner Stacy L. Angier, Vice Chair
**YES** Commissioner Nancy W. Gregoire, Chair

Motion *carried* 6/0.

13. **COMMENTS BY COMMISSIONERS**

Closing comments were given by the Commissioners.
14. **NEXT REGULAR BOARD MEETING**

The next regularly scheduled Board of Commissioner's Meeting will be held on Wednesday, August 25, 2021 at 4:00 p.m. at the Broward Health Corporate Spectrum location, 1700 Northwest 49th Street, Suite 150, Fort Lauderdale, Florida 33309.

15. **ADJOURNMENT**

There being no further business on the agenda, the Chair adjourned the meeting at 5:22 p.m.

Respectfully submitted,
Commissioner Christopher J. Pernicano, Secretary/Treasurer
Resolution FY22-01

Resolution to Appoint Directors to Total Claims Administration, Inc.

WHEREAS, Total Claims Administration, Inc. ("TCA") is a Florida not-for-profit corporation duly organized pursuant to the Florida Not For Profit Corporation Act, § 617.01011, et seq., Florida Statutes and 26 U.S.C. § 501(c)(3);

WHEREAS, Art. III of TCA’s Articles of Incorporation establishes TCA for the purposes of the administration of the self-insured employee plan of North Broward Hospital District (the “District”) and other employee health insurance programs;

WHEREAS, the District is the sole member of TCA;

WHEREAS, Art. V of TCA’s Articles of Incorporation and Art. III, s. 2 of the Bylaws of Total Claims Administration, Inc., as adopted as of March 14, 2012 (the “TCA Bylaws”), reserve the sole power to Board of Commissioners of North Broward Hospital District (the “Board”) to appoint directors to the board of TCA (“Board of Directors”);

WHEREAS, Art. III, s. 1 of the TCA Bylaws provides that the Board of Directors shall consist of at least three (3) and no more than five (5) employees of the District who manage the affairs of TCA;

WHEREAS, the Board wishes to appoint such employees of the District to the Board of Directors of TCA as provided herein; and

WHEREAS, unless context otherwise requires, capitalized terms used but not defined herein have the meanings ascribed to such terms in the Amended and Restated Bylaws of the North Broward Hospital District and its accompanying Codified Resolutions of the Board of Commissioners of the North Broward Hospital District.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the North Broward Hospital District, that:

1. The following employees of the District are hereby appointed to the Board of Directors of TCA to manage the affairs of TCA:
   a. Susan Newton, Chief Operations Officer of Broward Health North
   b. Alisa Bert, VP, Financial Operations of Broward Health
   c. Alexander Fernandez, SVP, Chief Financial Officer of Broward Health

2. This resolution is effective immediately upon its ratification by the Board.

3. This resolution hereby supersedes, amends, replaces and repeals any conflicting resolution or conflicting policy previously adopted by the Board.

DULY ADOPTED this 28th day of July 2021.

Time Adopted 4:56 PM