BOARD OF COMMISSIONERS
GOVERNANCE COMMITTEE MEETING
February 20, 2019

BROWARD HEALTH CORPORATE
Spectrum - SUITE 150
1700 NW 49 Street
Fort Lauderdale, Florida
CALL TO ORDER

COMMITTEE MEMBERS

______ Commissioner Ray T. Berry, Chair
______ Commissioner Andrew M. Klein
______ Commissioner Christopher T. Ure

PUBLIC COMMENTS

APPROVAL OF MINUTES

1. Approval of Governance Committee meeting minutes, dated January 22, 2019

TOPIC OF DISCUSSION

2. Board Bylaws: Risk Management Committee Addition to Bylaws

3. Introduction to Governance Consultant

ADJOURNMENT

* Subject to change
CALL TO ORDER 4:06 PM

COMMITTEE MEMBERS
✓ Commissioner Ray T. Berry, Chair
✓ Commissioner Andrew M. Klein
✓ Commissioner Christopher T. Ure

PRESENT Commissioner Stacy L. Angier, Commissioner Nancy W. Gregoire, Commissioner Marie C. Waugh, Gino Santorio/President/CEO, Alan Goldsmith/Acting CAO, Alex Fernandez/Acting CFO, Gabe Imperato/Interim General Counsel, Nigel Crooks/Chief Internal Auditor

PUBLIC COMMENTS None

APPROVAL OF MINUTES

1. Approval of Governance Committee meeting minutes, dated November 26, 2018

Minutes were tabled until further clarification was made on who was present at the meeting held on November 26, 2018. There was question as to whether former Commissioner Steven Wellins should have been listed on the roll call.

Result: Three hours after the meeting in question, a formal announcement, highlighted in yellow on page 1 of the Legal Affairs and Governmental Relations Committee, was made that Commissioner Wellins had resigned as of November 1, 2018. A copy of which is attached hereto as Exhibit “A”.

There were questions as to the form of the motions and it was requested that the motions include more descriptive detail based on the discussions.

Result: To satisfy the request, the following language was added to the motions, which was pulled from the discussion. See items below in highlighted in yellow. The requested modifications were made to the resolutions and are attached as Exhibits “B-D”.

Governance 1
1. **RETAINER AGREEMENTS AS CONTRACTS- COMMISSIONER CHRIS URE**

   **MOTION:** It was moved by Commissioner Gregoire, seconded by Commissioner Klein, that:

   THE BOARD OF COMMISSIONERS OF THE NORTH BROWARD HOSPITAL DISTRICT CONSIDER THE PROPOSAL FOR RESOLUTION RELEVANT TO ENGAGEMENT AGREEMENTS AS CONTRACTS FOR CONSIDERATION TO INCORPORATE RELEVANT TERMS OF BYLAWS INTO EFFECT AS REVISED TO INCLUDE THE FOURTH LINE IN THE SECOND PARAGRAPH TO READ, “AND PROVIDED THAT THE CONTRACT HAS BEEN FULLY PROCESSED THRU BROWARD HEALTH’S VENDOR REGISTRATION AND CONTRACTING SYSTEMS”, INCLUDE THE FIRST SENTENCE OF ITEM #1 TO READ, “ALL RETAINER AGREEMENTS THAT OBLIGATE BROWARD HEALTH TO PAY FOR TIME AND COSTS FOR ANY SERVICES CONSIDERED CONTRACTS WITH RESPECT TO BROWARD HEALTH POLICIES AND MUST BE EXECUTED BY THE BOARD’S SECRETARY/TREASURER AND THE CEO”, INCLUDE ITEM #2 TO READ, “ALL RETAINER AGREEMENTS MUST INCLUDE THE SCOPE OF LEGAL SERVICES TO BE PROVIDED AND A FISCAL YEAR MAXIMUM CONTRACT AUTHORIZATION AMOUNT” AND INCLUDE ITEM #5 TO READ, “THE CEO IS DIRECTED TO IDENTIFY ALL CURRENT RETAINER AGREEMENTS NOT EXECUTED BY AN AUTHORIZED BOARD MEMBER OR THE CEO. THE CEO IS HEREBY PERMITTED TO TERMINATE AMEND AND RE-AUTHORIZE SUCH RETAINER AGREEMENTS IF THE CONTRACT IS OTHERWISE CONSISTENT WITH THE RESOLUTION AND POLICY”.

2. **ADMINISTRATIVE OVERSIGHT OF BOARD REPORTS- COMMISSIONER CHRIS URE**

   **MOTION:** It was moved by Commissioner Gregoire, seconded by Commissioner Klein, that:

   THE BOARD OF COMMISSIONERS OF THE NORTH BROWARD HOSPITAL DISTRICT CONSIDER THE PROPOSED RESOLUTION AS REVISED AND AMENDED TO REMOVE LINE ITEM #3 IN ITS ENTIRETY.
3. **UNIFORM POLICY FOR CONDUCTING INVESTIGATIONS- COMMISSIONER CHRIS URE**

**MOTION:** It was moved by Commissioner Gregoire, seconded by Commissioner Klein, that:


**TOPIC OF DISCUSSION**

2. Board Bylaws

   a. Revise Description and Membership of QAOC
   b. Discuss Risk Management Committee Addition to Bylaws

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

**THE BOARD OF COMMISSIONERS OF THE NORTH BROWARD HOSPITAL DISTRICT RECOMMEND TO THE FULL BOARD ACCEPTANCE OF ITEMS (2A) and (2B)**

Motion carried unanimously.

3. Board/ Committee Agenda Policy and Procedure

   Commissioner Berry introduced the Agenda Procedure and stated it would provide structure for preparation of Board and Committee meetings as well as a more streamlined process to allow sufficient time for review of documents by all parties. Mr. Santorio stated the changes he requested be made, which included a shortened timeline of 6 weeks and the removal of the word, Policy. He assured the Committee Members the proposed procedure would be revised in time for the January 30th Board meeting.
MEETING ADJOURNED 4:36 PM

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

ADJOURN THE GOVERNANCE COMMITTEE MEETING

Motion carried unanimously.

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

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

LEGAL AFFAIRS AND GOVERNMENTAL RELATIONS COMMITTEE
MEETING FOR NOVEMBER 26, 2018

CALL TO ORDER 4:00 PM

ADJOURNED 5:30 PM

ROLL CALL: ☑ Chairperson Gregoire ☑ Commissioner Klein ☑ Commissioner Ure
☑ Commissioner Berry ☑ Commissioner Angier

PRESENT: Gino Santorio/Acting President/CEO, Alan Goldsmith/CFO, Gabriel Imperato/Interim General Counsel, Steve Foreman/Interim Chief Compliance Officer, Nigel Crooks/Chief Internal Auditor

PUBLIC COMMENTS None.

APPROVAL OF MINUTES

1. Approval of Legal Affairs and Governmental Relations meeting minutes, dated September 26, 2018

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

TABLE THE LEGAL AFFAIRS AND GOVERNMENTAL RELATIONS MEETING MINUTES, DATED SEPTEMBER 26, 2018.

Motion carried unanimously

2. Approval of Legal Affairs and Governmental Relations meeting minutes, dated October 30, 2018

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

TABLE THE LEGAL AFFAIRS AND GOVERNMENTAL RELATIONS MEETING MINUTES, DATED OCTOBER 30, 2018.

Motion carried unanimously

TOPIC OF DISCUSSION

Before the discussion commenced, Commissioner Klein announced the resignation of Commissioner Steven Wellins and thanked him for his service.
Note: Chair Gregoire moved Item nine (9), Introduction of the Legal Team, to the top of the discussion agenda

3. (Originally item #9) Introduction of Broward Health legal team – Commissioner Gregoire
   a. Cathy Lebeau, Senior Associate, spoke to her background and experience.
   b. Tammy Dawkins, Legal Assistant, spoke about her responsibilities. She supports the caseload of 6 attorneys.
   c. Christina Guzman, Associate Attorney, spoke to her background and experience. The majority of her work involves negotiating contracts. Additionally, she acts as the liaison between General Counsel and the Risk Department.
   d. Tracy Bruns, Associate Attorney, spoke to her background and experience. Attorney Bruns is the designated counsel for the Medical center and handles all physician contracts.
   e. Frances Impellizzeri, Senior Associate Attorney, spoke to her background and experience. Attorney Impellizzeri handles commercial contracts and large expenditures.
   f. Brett Bauman, Associate Attorney, spoke to his background and experience. Mr. Bauman stated he is the designated attorney for Broward Health Imperial Point and assists with Attorney Guzman on contracts.

4. (Originally item #11) Discussion of Chapter 119 requirements – Brett Baumann, Asst. General Counsel

   Mr. Bauman led the conversation outlining Chapter 119 requirements. The policy is currently in effect after ratification by the Board on September 26, 2018. The statute details the procedures the District is required to follow including fees imposed on the requester. The discussion continued in further detail regarding the responsibilities of the Records Custodian. Mr. Bauman detailed strict guidelines that must be followed outlined in the bylaws.

5. (Originally item #12) Discussion of Interim Legal Counsel

   Acting CEO, Gino Santorio, opined that an Interim General Counsel needed to be appointed in order to effectively execute policies. He recommended Gabriel Imperato or Jerry Del Amo, as both were very strong attorneys with impressive reputations and legal backgrounds in healthcare. During the discussion Mr. Del Amo stepped down from consideration as General Counsel. The Committee moved to appoint Gabriel Imperato.
MINUTES

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

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

APPROVE THE APPOINTMENT OF GABRIEL IMPERATO AS INTERIM GENERAL COUNSEL

Motion carried unanimously

Mr. Imperato spoke to his education and extensive legal background.

6. (Originally item #3) BHMC – Orthopedic Trauma Contractual Agreement Exhibit - Beth Cherry, Senior Vice President, Physician Services.

Mr. Santorio discussed the recommendation of a 2 year agreement up to 80% with Dr. Brian Cross for Orthopedic services as Director of the Orthopedic Residency. He noted it was a fixed 2 year agreement.

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

AUTHORIZE THE ACTING CEO TO ENTER INTO A 2 YEAR AGREEMENT WITH DR. BRIAN CROSS FOR THE ORTHOPEDIC TRAUMA SERVICE AND PROGRAM DIRECTOR OF THE ORTHOPEDIC RESIDENCY PROGRAM.

Motion carried unanimously

7. (Originally item #4) BHRF – Primary Pharmacy Medication Distributor Contractual Agreement, RFP Exhibit - Dave Lauknauth, Director, Pharmacy Services

Mr. Lauknauth advised the contract with McKesson for all medications and pharmacy distribution would save the District approximately $8 million over the next three years or $2.6 per year in direct cost of goods and annual rebates.

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

AUTHORIZE THE ACTING CEO TO ENTER INTO A CONTRACTUAL AGREEMENT FOR THREE YEARS, WITH MCKESSON, THE VENDOR AWARDED PER THE FORMAL REQUEST FOR PROPOSAL (RFP) PROCESS, AND WHO IS THE CURRENT AND PRIMARY WHOLESALER FOR THE SYSTEM.

Motion carried unanimously

8. (Originally item #5) BHS - Contractual Agreement for Marketing of Hospital Services, Education and Community Awareness, RFP Exhibit - Denise Moore, Vice President, Corporate Communications and Marketing.
Ms. Moore gave detail to the benefits of StayWell's Educational and Community Awareness Systems and asked the Committee to consider the roll out of the program by approving the request for $200,000 for a 3 year term.

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

**AUTHORIZE THE ACTING CEO TO ENTER INTO A CONTRACTUAL AGREEMENT FOR THREE YEARS, WITH STAYWELL, THE VENDOR AWARDED PER THE FORMAL RFP PROCESS, WITH THE ANNUAL PLANNED SYSTEM SPEND NOT TO EXCEED $200,000 PER YEAR.**

Motion carried unanimously

9. (Originally item #6) BHS - Contractual Agreement for Marketing of Hospital Services, Education and Community Awareness, Sole Source Exhibit (1) - Denise Moore, Vice President, Corporate Communications and Marketing.

Ms. Moore spoke to the placement of advertising boards and its budget.

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

**APPROVE THE ACTING CEO TO ENTER INTO A CONTRACTUAL AGREEMENT FOR TWO YEARS, WITH OUTFRONNT MEDIA A MARKET LEADER FOR OUTDOOR MEDIA. OUTFRONNT IS THE VENDOR OF CHOICE DUE TO THE PHYSICAL INVENTORY OF BILLBOARDS, AND THE ANNUAL PLANNED SYSTEM SPEND WOULD NOT EXCEED $350,000 PER YEAR**

Motion carried unanimously

10. (Originally item #7) BHS - Contractual Agreement for Marketing of Hospital Services, Education and Community Awareness, Sole Source Exhibit (2) - Denise Moore, Vice President, Corporate Communications and Marketing.

Ms. Moore spoke to advertising through digital and printed media outlets. Commissioner Angier requested that data be collected to measure the effectiveness of ad placements in the Sun-Sentinel.

**MOTION:** It was moved by Commissioner Klein, seconded by Commissioner Berry, to:
APPROVE THE ACTING CEO TO ENTER INTO A THREE YEAR CONTRACTUAL AGREEMENT WITH SUN-SENTINEL COMPANY, LLC FOR UP TO $400,000 PER YEAR OR $1.2 MILLION OVER A THREE-YEAR PERIOD.

Motion carried unanimously

11. (Originally item #8) BH – Graduate Medical Education Program – Consulting Contractual Agreement, RFP Exhibit - Dr. Andrew Ta, Executive Vice President, Chief Medical Officer.

Mr. Santorio, explained the need to bring in a consultant to restructure and rebuild the Graduate Program. He further explained the program has struggled in the past and although there has been improvement, the program could use further development. Commissioner Klein inquired as to the criteria in selection of Germain Solutions. Mr. Santorio confirmed that Germaine Solutions stood apart from the other candidates due to the implementation plan provided in their proposal.

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

APPROVE THE ACTING CEO TO ENTER INTO CONTRACTUAL AGREEMENT FOR SIX MONTHS, WITH GERMAINE SOLUTIONS, INC., THE VENDOR AWARDED PER THE FORMAL REQUEST FOR PROPOSAL (RFP) PROCESS, TO PROVIDE CONSULTING SERVICES TO BROWARD HEALTH’S GRADUATE MEDICAL EDUCATION.

Motion carried unanimously

12. (Originally item #10) Discussion of current litigation, legal expenses – Jerry Del Amo, Managing Sr. Associate General Counsel.

Mr. Del Amo reported that there were 40-50 legal firms engaged with Broward Health, however at that time it was unclear whether they were still acting on Broward Health’s behalf. He requested the issue be deferred to a later time to allow further analysis to report to the Committee.

Commissioner Klein requested that Mr. Del Amo provide a synopsis of open litigated cases for the Board review on November 28, 2018.

ADJOURNMENT 5:30 PM

MOTION: It was moved by Commissioner Klein, seconded by Commissioner Berry, that:
MINUTES

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

THE LEGAL AFFAIRS AND GOVERNMENTAL RELATIONS COMMITTEE MEETING ADJOURN

Motion carried unanimously

AUTHENTICATION OF MINUTES: Patricia Alfaro, Special Assistant to the Board of Commissioners.
   *Audiotape available upon request.

Respectfully submitted,

Commissioner Ray T. Berry
Secretary / Treasurer
A Resolution to Clarify Retainer Agreements as Contracts
Whereas, The North Broward Hospital District (Broward Health) Charter and By-laws empower the Board of Commissioners to contract and be contracted with; and

Whereas, the Broward Health Board has delegated its contracting powers to the CEO provided that the aggregate contract amount is below a designated amount, and provided that the contract process is consistent with Broward Health’s procurement policies, and provided that the contract has been fully processed thru Broward Health’s vendor registration and contracting systems, and provided that the contract is approved as to legal form by the Corporate Counsel; and

Whereas, the Broward Health Board reserves the right to approve all contracts with an aggregate amount above the CEO’s designated amount, or where the contract is an exception to Broward Health’s procurement policies, or where there is a dispute as to legal form, or where the Board chooses to assert its jurisdiction; and

Whereas, retainer agreements for service time and costs are indeed contracts;

NOW THEREFORE, It is resolved by the Broward Health Board that:

1. All retainer agreements that obligate Broward Health to pay for time and costs for any services are considered contracts with respect to Broward Health policies and must be executed by the Board’s Secretary/Treasurer and the CEO.
2. All retainer agreements must include the scope of legal services to be provided and a fiscal year maximum contract authorization amount.
3. Retainer agreements are not renewable without an authorized new fiscal year maximum contract authorization amount amendment properly executed.
4. All retainer agreements must stipulate that all invoices for time and costs be timely, meaning invoiced within sixty (60) days from when the charges are incurred, and services rendered, or such services and costs invoiced after sixty (60) days are no-charged.
5. The CEO is directed to identify all current retainer agreements not executed by an authorized Board member or the CEO. The CEO is hereby permitted to terminate, amend and re-authorize such retainer agreements if the contract is otherwise consistent with this resolution and policy.
6. Broward Health’s Corporate Counsel may from time to time recommend to the CEO and/or the Board of Commissioners retainer agreements as appropriate.
7. This policy hereby supersedes, amends, replaces and repeals any previous conflicting policy or policies.
A Resolution Establishing Administrative Oversight of Board Reports

Whereas, there has been confusion about the term ‘Board Reports’ as it applies to administrative reporting and supervisory responsibility of the individual ‘Board Reports’; and

Whereas, the administrative and operational non-interference restrictions placed on the Board of Commissioners prohibiting individual actions prevent effective management of the ‘Board Reports’; and

Whereas, the administrative head of the Broward Health organization is the Chief Executive Officer

NOW THEREFORE IT IS RESOLVED THAT:

1. All ‘Board Reports’ administratively report to and are subordinate to the Chief Executive Officer of Broward Health.
2. In order to ensure independence in their positions and communications, Board Reports may not be terminated, suspended, diminished, or otherwise removed from their position absent the majority vote of the Board of Commissioners.
3. Should a Board Report position become vacant, the Board of Commissioners maintains the sole authority to recruit and employ a replacement on a permanent or interim basis. Nothing herein shall prevent the Board from delegating any part of the recruitment or employment process for the replacement of any Board Report.
4. This policy hereby supersedes, amends, replaces and repeals any previous conflicting policy or policies.
A Resolution Establishing A Uniform Policy for Conducting Investigations

Whereas, Broward Health voluntarily entered into a Corporate Integrity Agreement (CIA) with the United States Department of Health and Human Services and integral to the terms of the Corporate Integrity Agreement is the strengthening of the Broward Health compliance program; and,

Whereas, the compliance department has been reorganized to be independent and has the responsibility to thoroughly investigate all reported and discovered alleged wrongdoing, ethical and/or professional breaches; and,

Whereas, it is critical that the Broward Health Board of Commissioner’s confidence in the effectiveness of the compliance program is maintained; and,

Whereas, the Compliance Department must be given the opportunity to demonstrate an ability to perform, or coordinate internally the performance of, its investigative responsibilities thus enabling Broward Health’s senior management, Board of Commissioners or other appropriate administration official to take its own corrective action.

NOW THEREFORE IT IS RESOLVED THAT:

1. All internal investigations with respect to compliance with the Corporate Integrity Agreement and with respect to the ethics and business policies of Broward Health will be conducted by the Compliance Department on its own initiative or as a result of a referral or anonymous tip.

2. Any and all external investigations initiated and paid for by Broward Health, regardless of how authorized, will be identified, summarized and presented to the full Board at a properly noticed public meeting or shade session as appropriate.

3. The Compliance Department is directed to establish procedures consistent with the Corporate Integrity Agreement, and this policy, to log, track, investigate, and report on all investigations to the CEO, the Corporate Counsel and a designated Board Member monthly. These procedures, upon recommendation by the Compliance Officer and the CEO, shall be presented to the Board for approval.

4. This policy hereby supersedes, amends, replaces and repeals any previous conflicting policy or policies.
SUMMARY OF REQUEST

DATE: February 27, 2019

REQUEST PURPOSE: Amendment to the Bylaws of the North Broward Hospital District ("Bylaws").

REQUEST: Amendment to Article IV of the Bylaws to adopt Sec. IV-7.K, thereby establishing the Risk Management Committee as a Permanent Standing Committee of the Board of Commissioners functioning in the manner provided below.

K. Risk Management Committee

1) Composition. The Risk Management Committee shall consist of the following members—all of which shall be non-voting members: three (3) members of the Board who shall be appointed by the Chair; the District's Senior Vice-President of Quality & Case Management, or his or her designee; the Corporate Director of Claims and Insurance; any necessary Risk Management personnel; the General Counsel, or his or her designee; and any outside legal counsel who are necessary for discussion of offers of compromise of claims filed with the Risk Management program that are to be brought and discussed at the Risk Management Committee Meeting.

2) Duties. The duties of the Risk Management Committee shall include matters that relate solely to the evaluation of claims for which the District is liable under section 768.28, Florida Statutes, and which are filed with the District’s Risk Management program or relate solely to offers of compromise of claims filed with the Risk Management program. The Senior Vice-President of Quality & Case Management, or his or her designee, is responsible for keeping a list of all matters discussed at the Risk Management Committee and noting each matter that has resulted in termination of all litigation and settlement of all claims arising out of the same incident. Discussion at the Risk Management Committee shall be limited only to that actually necessary to the evaluation of claims for which the District is liable under section 768.28, Florida Statutes, and which are filed with the District’s Risk Management program or relate solely to offers of compromise of claims filed with the Risk Management program. The Risk Management Committee shall also perform any other duties as may be provided by law. No member is a voting member at the Risk Management Committee and no final Board action may be taken at a Risk Management Committee Meeting. The Risk Management Committee is designed solely for the District’s Risk Management Department to receive necessary direction and information from the Board and for the Board to be apprised as to pending tort litigation against the District. This, however, shall
MEMORANDUM

TO: Board of Commissioners
FROM: Gino Santorio, President/CEO
DATE: February 27, 2019
SUBJECT: Bylaws Revision: Addition of a Risk Management Committee

BACKGROUND

Section 395.0197(14), Florida Statutes, exempts “meetings of the committees and [the] governing board of a licensed facility held solely for the purpose of achieving the objectives of risk management” from section 286.011, Florida Statutes (the “Sunshine Law”) and section 119.07(1), Florida Statutes (the “Public Records Law”). Likewise, section 768.28(16)(c)-(d), Florida Statutes, provides that portions of meetings and proceedings, as well as the minutes of those meetings and proceedings, relating solely to the evaluation of claims or to offers of compromise of claims filed with a risk management program are exempt from the requirements of the Sunshine Law until the termination of litigation and the settlement of all claims arising out of the same incident.

The Board of Commissioners of the North Broward Hospital District (the “Board”) has expressed interest in periodically holding closed sessions consistent with Florida law for the purposes of evaluating claims or offers of compromise of claims filed with the Risk Management Department. Accordingly, the format of the meeting found within the Summary of Request Section, which was reviewed by the General Counsel’s Office, is submitted to the Board as a proposed addition to the Bylaws. The ratification of this change to the Bylaws would serve to create the Risk Management Committee as a Permanent Standing Committee of the Board.

JUSTIFICATION

Adoption of this addition to the Bylaws would serve to provide the Board with a greater understanding of the Risk Management Department and pending litigation. The Board would thus be able to actively participate in matters that have a major impact on the District, the District’s employees, and the communities the District serves.

STAFF RECOMMENDATION

Therefore, it is requested that the Board of Commissioners of the North Broward Hospital District ratify the proposed revision to Article IV of the Bylaws to add Sec. IV-7.K. and establish the Risk Management Committee as a Permanent Standing Committee of the Board of Commissioners.
not prohibit the Board from voting on any of these matters at an open meeting conducted pursuant to section 286.011, Florida Statutes.

3) Meetings. The Risk Management Committee shall meet quarterly, or more frequently as needed, to perform its duties and responsibilities as set forth herein. All meetings of the Risk Management Committee shall be exempt from the provisions of section 286.011, Florida Statutes, and section 24(a), Art. I of the Florida Constitution. The minutes of the meetings and proceedings of Risk Management Committee shall be recorded and maintained by the Risk Management Department and are exempt from the provisions of section 119.07(1), Florida Statutes, and section 24(a), Art. I of the Florida Constitution until termination of all litigation and settlement of all claims arising out of the same incident.

APPROVED:  

\[Signature\]
Gino Santorio, President/CEO  
DATE: 2-12-19