

**SOUTH BROWARD HOSPITAL DISTRICT  
REGULAR MEETING OF THE BOARD OF COMMISSIONERS OF THE  
SOUTH BROWARD HOSPITAL DISTRICT  
INCLUDING REPRESENTATIVES OF THE MEDICAL STAFF OF EACH OF ITS HOSPITALS  
January 26, 2011**

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A Regular Meeting of the Board of Commissioners of the South Broward Hospital District (S.B.H.D.) was held at Memorial Regional Hospital, in Perry Auditorium, January 26, 2011, at 5:35 p.m.

The following members were present:

Mrs. Kathleen Durham	Chairman
Mrs. Sara E. Wolfer	Vice Chairman
Mr. Alfredo Avalos	Secretary Treasurer
Mr. Hobel Florido	
Mr. Albert C. Jones	
Ms. Laura Raybin Miller	

A registration sheet listing all attendees is on file in the Executive Office.

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**1. CALL TO ORDER**

There being a quorum present, the meeting was called to order by Mrs. Kathy Durham, Chairman.

Mrs. Durham introduced Mr. Hobel Florido as the newest Commissioner to the South Broward Hospital District Board of Commissioners. Mr. Florido provided the Board with an overview of his background and stated he was happy and eager to serve on the Board and looks forward to working with his fellow Commissioners.

**2. APPROVAL OF MINUTES**

**a. Regular Meeting Held December 8, 2010**

There being no additions or corrections to the Minutes,

Ms. Miller *moved, seconded* by Mr. Jones, that

**THE BOARD APPROVE THE MINUTES OF THE REGULAR MEETING  
HELD DECEMBER 8, 2010**

The motion *carried* unanimously.

**3. REPORTS TO THE BOARD; REPORTS FROM BOARD OFFICERS AND STANDING COMMITTEES**

**a. Audit and Compliance Committee; Mr. A. Avalos, Chairman  
Minutes of Meeting Held 1/17/11**

Mrs. Wolfer presented the Minutes of the Audit and Compliance Committee meeting held January 17, 2011, a copy of which is on file in the Executive Office.

**(1) Request Board Acceptance of the Ernst & Young and S. Davis & Associates  
Fiscal Year 2011 Audit Engagement Scope and Fees**

Mr. Jones *moved, seconded* by Ms. Miller, that

**THE BOARD ACCEPT THE ERNST & YOUNG AND S. DAVIS &  
ASSOCIATES FISCAL YEAR 2011 AUDIT ENGAGEMENT SCOPE AND  
FEES**

Mr. Paul Sallwasser, Partner, Ernst & Young, and Mr. Shaun Davis, Partner, S. Davis & Associates, addressed the Board. Mr. Sallwasser advised that he will be assuming a new role with Ernst & Young effective 3/1/11. He introduced Mr. Jeff Sparling, Partner, Ernst & Young, who has functioned as the quality review partner on the District's engagement for the past five years and will be transitioning to the District's account. Mr. Sallwasser and Mr. Sparling will work jointly this year to assure there is no interruption in the District's level of service.

It was noted that in-depth discussion took place at the Audit and Compliance Committee meeting relative to revisions to the scope of the audit. Mr. Sallwasser offered to meet with those Commissioners not on the Audit and Compliance Committee at their convenience to provide a detailed review of the changes to the audit scope, as well as provide an opportunity to meet Mr. Sparling.

The Board was advised that AHCA recently enacted a policy change which no longer requires the individual auditing of each hospital. In the past, E&Y and S. Davis jointly worked on all aspects of the audit. However, this year's audit process will differ slightly, in that E&Y will audit the financial statements and S. Davis will conduct the single audit (audit of grants received by the District). The two audits will then be combined to comprise the single audit report that is submitted to the state. Due to the policy change, the man hours required to produce the single audit report will decrease, resulting in the net net of combined fees to be reduced by \$70,000 over prior year.

Mr. Sallwasser assured that no additional risk to the Board will be incurred under the revised auditing process due to the standardized and consolidated nature of the District's accounting systems. The testing and documentation will remain the same for the consolidated audit as it has been for the individual audits.

Relative to the District's internal audit procedures, Mr. Resmini advised that over the past two years, several outside auditing agencies have been utilized to provide specific audit expertise for areas such as Information Technology, Behavioral Sciences, and Nursing Home - Home Health, all of which are reviewed within the consolidated System audit.

The motion *carried* unanimously.

Mr. Jones *moved, seconded* by Ms. Miller, that

**THE BOARD APPROVE THE MINUTES OF THE AUDIT AND  
COMPLIANCE COMMITTEE MEETING HELD JANUARY 17, 2011**

The motion *carried* unanimously.

**b. Contracts Committee; Mr. A. Avalos, Chairman**  
**Minutes of Meeting Held 1/17/11**

Mr. Avalos presented the Minutes of the Contracts Committee meeting held January 17, 2011, a copy of which is on file in the Executive Office.

**(1) Request Board Approval of Employment Agreement Between S.B.H.D. and Gary Kleiner, M.D., Ph.D., Pediatric Immunology Physician Services**

Mr. Piriz provided an overview of the employment agreement between S.B.H.D. and Gary Kleiner, M.D., Ph.D. for pediatric immunology physician services.

Mrs. Wolfer *moved, seconded* by Mr. Jones, that

**THE BOARD OF COMMISSIONERS APPROVE THE EMPLOYMENT AGREEMENT WITH GARY KLEINER, M.D., PH.D. FOR PEDIATRIC IMMUNOLOGY PHYSICIAN SERVICES**

Dr. Kleiner thanked the Board for their consideration and approval, stating he was very excited and pleased to be joining the Memorial family at this time and looks forward to building a world-class pediatric immunology service.

The motion *carried* unanimously.

**(2) Request Board Approval of Employment Agreement Between S.B.H.D. and David Bimston, M.D., Endocrine Surgery Physician Services**

**(3) Request Board Approval of Employment Agreement Between S.B.H.D. and Richard Mack Harrell, M.D., Endocrine Physician Services**

Mr. Piriz provided a joint overview of the employment agreements between S.B.H.D. and David Bimston, M.D. for endocrine surgery physician services, and Richard Mack Harrell, M.D. for endocrine physician services.

Mr. Jones *moved, seconded* by Ms. Miller, that

**THE BOARD OF COMMISSIONERS APPROVE THE EMPLOYMENT AGREEMENTS WITH DAVID BIMSTON, M.D. FOR ENDOCRINE SURGERY PHYSICIAN SERVICES AND RICHARD MACK HARRELL, M.D. FOR ENDOCRINE PHYSICIAN SERVICES**

On behalf of both physicians, Dr. Harrell stated they were delighted to be coming on board with the Memorial family. He thanked members of Administration for being resolute in securing their agreements and discussed their unique working relationship. Although they will be working as a team, it was clarified that each physician will be available to the general medical staff for utilization of their skills and expertise.

The motion *carried* unanimously.

Mr. Jones *moved, seconded* by Ms. Miller, that

**THE BOARD APPROVE THE MINUTES OF THE CONTRACTS  
COMMITTEE MEETING HELD JANUARY 17, 2011**

The motion *carried* unanimously.

**c. Home Health Agency Committee; Ms. S. Wolfer, Chairman**  
**Minutes of the Meeting Held 1/17/11**

Mrs. Wolfer presented the Minutes of the Home Health Agency Committee meeting held January 17, 2011, a copy of which is on file in the Executive Office. Mr. Piriz reviewed the agenda items and related discussion.

Mr. Jones *moved, seconded* by Ms. Miller, that

**THE BOARD APPROVE THE MINUTES OF THE HOME HEALTH  
AGENCY COMMITTEE MEETING HELD JANUARY 17, 2011**

Discussion followed regarding the decline in Press Ganey patient satisfaction survey scores and the initiatives underway to facilitate improvement. The need for increased volume of Medicare patient referrals was also discussed.

The motion *carried* unanimously.

**d. Finance Committee; Mrs. K. Durham, Chairman**  
**Minutes of Meeting Held 1/17/11**

Mrs. Durham presented the Minutes of the Finance Committee meeting held January 17, 2011, a copy of which is on file in the Executive Office.

**(1) Request Board Acceptance of the Operating Fund Performance Report for the  
Quarter Ending October 31, 2010, and the Flash Report for the Period Ending  
December 31, 2010**

Mr. Jones *moved, seconded* by Mr. Avalos, that

**THE BOARD OF COMMISSIONERS ACCEPT THE OPERATING FUND  
PERFORMANCE REPORT FOR THE QUARTER ENDING OCTOBER 31,  
2010, AND THE FLASH REPORT FOR THE PERIOD ENDING  
DECEMBER 31, 2010**

The motion *carried* unanimously.

**(2) Request Board Acceptance of the Quarterly Performance Report for the Pension Plan for the Quarter Ending October 31, 2010, and the Flash Report for the Period Ending December 31, 2010**

Mr. Jones *moved, seconded* by Mr. Avalos, that

**THE BOARD OF COMMISSIONERS ACCEPT THE QUARTERLY PERFORMANCE REPORT FOR THE PENSION PLAN FOR THE QUARTER ENDING OCTOBER 31, 2010, AND THE FLASH REPORT FOR THE PERIOD ENDING DECEMBER 31, 2010**

The motion *carried* unanimously.

**(3) Request Board Acceptance of the Revised Statement of Investments, Objectives and Policy for the District's Pension Plan**

Mr. Jones *moved, seconded* by Mr. Avalos, that

**THE BOARD OF COMMISSIONERS ACCEPT THE REVISED STATEMENT OF INVESTMENTS, OBJECTIVES AND POLICY FOR THE DISTRICT'S PENSION PLAN**

The motion *carried* unanimously.

Mr. Jones *moved, seconded* by Mr. Avalos, that

**THE BOARD APPROVE THE MINUTES OF THE FINANCE COMMITTEE MEETING HELD JANUARY 17, 2011**

The motion *carried* unanimously.

**e. Building Committee; Mr. A. Jones, Vice Chairman  
Minutes of Meeting Held 1/18/11**

Mr. Jones presented the Minutes of the Building Committee meeting held January 18, 2011, a copy of which is on file in the Executive Office.

**(1) Request Board Acceptance of the Lowest Cumulative Bidder for the Pharmacy and Sterile Processing and Distribution Projects at Memorial Regional Hospital South**

Mrs. Wolfer *moved, seconded* by Mr. Avalos, that

**THE BOARD OF COMMISSIONERS ACCEPT THE LOWEST CUMULATIVE BIDDER, PHOENIX CONSTRUCTION GROUP, INC., IN THE AMOUNT OF \$1,770,203 FOR THE PHARMACY AND STERILE PROCESSING AND DISTRIBUTION PROJECTS AT MEMORIAL REGIONAL HOSPITAL SOUTH AND ALLOCATE A \$225,000 CONTINGENCY AMOUNT TO BE CONTROLLED BY THE MEMORIAL HEALTHCARE SYSTEM**

On behalf of his team, Mr. James Armstrong of Phoenix Construction Group, Inc. thanked the Board for this opportunity and for placing its trust in Phoenix. This is the firm's first opportunity to build for the District, and they look forward to proving themselves and becoming a partner in the future.

The motion **carried** unanimously.

Mrs. Wolfer **moved, seconded** by Mr. Avalos, that

**THE BOARD APPROVE THE MINUTES OF THE BUILDING  
COMMITTEE MEETING HELD JANUARY 18, 2011**

The motion **carried** unanimously.

**4. REPORT OF SPECIAL COMMITTEES**

None

**5. ANNOUNCEMENTS**

None

**CORRESPONDENCE**

None

**6. UNFINISHED BUSINESS**

None

**7. BOARD REGULAR BUSINESS**

**a. Report from Chief of Staff, Memorial Regional Hospital; L. Shulruff, M.D.**

**(1) Executive Committee Report Re Recommendations for Appointments, Advancements, etc.**

Dr. Shulruff presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated January 18, 2011, a copy of which is on file in the Executive Office.

Mr. Avalos **moved, seconded** by Mr. Jones, that

**THE BOARD APPROVE THE RECOMMENDATIONS OF  
THE EXECUTIVE COMMITTEE OF THE MEDICAL STAFF  
AT MEMORIAL REGIONAL HOSPITAL**

The motion **carried** unanimously.

**(2) Request Board Approval of Amendments to the Rules and Regulations and Bylaws of the Medical Staff of Memorial Regional Hospital As Submitted**

Mr. Jones *moved, seconded* by Mr. Avalos, that

**THE BOARD APPROVE THE AMENDMENTS TO THE RULES AND REGULATIONS AND BYLAWS OF THE MEDICAL STAFF OF MEMORIAL REGIONAL HOSPITAL AS SUBMITTED**

The motion *carried* unanimously.

**b. Report from Chief of Staff, Joe DiMaggio Children's Hospital; J. Long, M.D.**

**(1) Executive Committee Report Re Recommendations for Appointments, Advancements, etc.**

Dr. Long presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated January 4, 2011, a copy of which is on file in the Executive Office.

Mrs. Wolfer *moved, seconded* by Mr. Jones, that

**THE BOARD APPROVE THE RECOMMENDATIONS OF THE EXECUTIVE COMMITTEE OF THE MEDICAL STAFF AT JOE DIMAGGIO CHILDREN'S HOSPITAL**

The motion *carried* unanimously.

**(2) Request Board Approval of Amendments to the Rules and Regulations and Bylaws of the Medical Staff of Joe DiMaggio Children's Hospital As Submitted**

Mr. Jones *moved, seconded* by Mr. Avalos, that

**THE BOARD APPROVE THE AMENDMENTS TO THE RULES AND REGULATIONS AND BYLAWS OF THE MEDICAL STAFF OF JOE DIMAGGIO CHILDREN'S HOSPITAL AS SUBMITTED**

The motion *carried* unanimously.

**c. Report from Chief of Staff, Memorial Hospital West; D. Weiss, M.D.**

**(1) Executive Committee Report Re Recommendations for Appointments, Advancements, etc.**

Dr. Weiss presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated January 11, 2011, a copy of which is on file in the Executive Office.

Mr. Avalos *moved, seconded* by Mr. Jones, that

**THE BOARD APPROVE THE RECOMMENDATIONS OF THE  
EXECUTIVE COMMITTEE OF THE MEDICAL STAFF AT MEMORIAL  
HOSPITAL WEST**

The motion *carried* unanimously.

**(2) Request Board Approval of Amendments to the Rules and Regulations and  
Bylaws of the Medical Staff of Memorial Hospital West As Submitted**

Mrs. Wolfer *moved, seconded* by Mr. Jones, that

**THE BOARD APPROVE THE AMENDMENTS TO THE RULES AND  
REGULATIONS AND BYLAWS OF THE MEDICAL STAFF OF  
MEMORIAL HOSPITAL WEST AS SUBMITTED**

The motion *carried* unanimously.

**d. Report from Chief of Staff, Memorial Hospital Miramar; H. Pombo, M.D.**

**(1) Executive Committee Report Re Recommendations for Appointments,  
Advancements, etc.**

Dr. Pombo presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated January 14, 2011, a copy of which is on file in the Executive Office.

Mr. Jones *moved, seconded* by Mr. Avalos, that

**THE BOARD APPROVE THE RECOMMENDATIONS OF THE  
EXECUTIVE COMMITTEE OF THE MEDICAL STAFF AT MEMORIAL  
HOSPITAL MIRAMAR**

The motion *carried* unanimously.

**(2) Request Board Approval of Amendments to the Rules and Regulations and  
Bylaws of the Medical Staff of Memorial Hospital Miramar As Submitted**

Mrs. Wolfer *moved, seconded* by Mr. Jones, that

**THE BOARD APPROVE THE AMENDMENTS TO THE RULES AND  
REGULATIONS AND BYLAWS OF THE MEDICAL STAFF OF  
MEMORIAL HOSPITAL MIRAMAR AS SUBMITTED**

The motion *carried* unanimously.

**e. Report from Chief of Staff, Memorial Hospital Pembroke; E. Bolton, D.O.**

**(1) Executive Committee Report Re Recommendations for Appointments, Advancements, etc.**

Dr. Bolton presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated January 14, 2011, a copy of which is on file in the Executive Office.

Mrs. Wolfer ***moved, seconded*** by Mr. Jones, that

**THE BOARD APPROVE THE RECOMMENDATIONS OF THE EXECUTIVE COMMITTEE OF THE MEDICAL STAFF AT MEMORIAL HOSPITAL PEMBROKE**

The motion ***carried*** unanimously.

**(2) Request Board Approval of Amendments to the Rules and Regulations and Bylaws of the Medical Staff of Memorial Hospital Pembroke As Submitted**

Mr. Jones ***moved, seconded*** by Mr. Avalos, that

**THE BOARD APPROVE THE AMENDMENTS TO THE RULES AND REGULATIONS AND BYLAWS OF THE MEDICAL STAFF OF MEMORIAL HOSPITAL PEMBROKE AS SUBMITTED**

The motion ***carried*** unanimously.

**f. Administrative Staff**

**g. Financial Report; Mr. M. Muhart, Senior Vice President and Chief Financial Officer**

**(1) Financial Reports for the Months of November and December 2010**

Mr. Muhart reviewed the Financial Reports for the months of November and December 2010, copies of which are on file in the Executive Office.

Mr. Jones ***moved, seconded*** by Mr. Avalos, that

**THE BOARD APPROVE THE FINANCIAL REPORT FOR THE MONTH OF NOVEMBER 2010**

The motion ***carried*** unanimously.

Mr. Jones ***moved, seconded*** by Mr. Avalos, that

**THE BOARD APPROVE THE FINANCIAL REPORT FOR THE MONTH OF DECEMBER 2010**

The motion ***carried*** unanimously.

**h. Legal Counsel; Mr. G. Barber, Senior Vice President and General Counsel**

- (1) Request Board Ratification of the Approval by the President and Chief Executive Officer of the December Medical Staff Executive Committee Reports for Each of the Hospitals that are Owned And Or Operated by the South Broward Hospital District, As Set Forth in Board Resolution No. 344 Delegating Such Authority Until Further Meeting of the Board of Commissioners**

Mr. Barber presented the above request to the Board for ratification.

Mr. Jones ***moved, seconded*** by Mrs. Wolfer, that

**THE BOARD APPROVE RATIFICATION OF THE APPROVAL BY THE PRESIDENT AND CHIEF EXECUTIVE OFFICER OF THE DECEMBER MEDICAL STAFF EXECUTIVE COMMITTEE REPORTS FOR EACH OF THE HOSPITALS THAT ARE OWNED AND OR OPERATED BY THE SOUTH BROWARD HOSPITAL DISTRICT, AS SET FORTH IN BOARD RESOLUTION NO. 344 DELEGATING SUCH AUTHORITY UNTIL FURTHER MEETING OF THE BOARD OF COMMISSIONERS**

The motion ***carried*** unanimously.

**8. NEW BUSINESS**

- a. Appointment of Board Committee Chairs and Vice-Chairs; Mrs. K. Durham, Chairman**

Mrs. Durham distributed a revised listing of Board Committee appointments, a copy of which is on file in the Executive Office.

**9. COMMISSIONERS COMMENTS**

Mrs. Durham joined her fellow Commissioners in welcoming Mr. Florido to the Board. She also reminded the audience of the upcoming Memorial Classic Player Reception and Auction and Joe DiMaggio Legends game to be held on January 28<sup>th</sup> and 29<sup>th</sup>.

**10. ADJOURNMENT**

There being no further business to come before the Board, Mrs. Durham declared the meeting adjourned at 6:50 p.m.

**THE BOARD OF COMMISSIONERS OF THE SOUTH  
BROWARD HOSPITAL DISTRICT**

**BY:** \_\_\_\_\_  
**Kathy Durham, Chairman**

**ATTEST:** \_\_\_\_\_  
**Alfredo Avalos, Secretary Treasurer**