

**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 28, 2009**

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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 28, 2009, at 5:35 p.m.

The following members were present:

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

The following member was absent:

Mr. Shane Strum

A registration sheet listing all attendees is attached to the Minutes 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 Mr. Kevin Tynan, Chairman.

**2. APPROVAL OF MINUTES**

**a. Regular Meeting Held December 3, 2008**

There being no additions or corrections to the Minutes,

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

**THE BOARD APPROVE THE MINUTES OF THE  
MEETING HELD DECEMBER 3, 2008**

The motion *carried* unanimously.

The Chair welcomed Ms. Cynthia Reece, Memorial Healthcare System employee and Chairperson of the City of Dania Beach Martin Luther King, Jr. Committee, to the podium for a special presentation. Ms. Reece presented Memorial Healthcare System with a plaque of appreciation for its corporate sponsorship of the Martin Luther King, Jr. celebration events

which took place January 3 -9, 2009, in the City of Dania Beach, as well as an autographed book by baseball legend Willie Horton.

**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 1/12/09**

Mr. Avalos reviewed the Minutes of the Audit and Compliance Committee meeting held January 12, 2009, a copy of which is attached to the Minutes on file in the Executive Office.

**(1) Request Board Acceptance of Ernst & Young Fiscal Year 2009 Audit Engagement**

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

**THE BOARD APPROVE THE ERNST & YOUNG FISCAL YEAR 2009  
AUDIT ENGAGEMENT**

The motion *carried* unanimously.

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

**THE BOARD APPROVE THE MINUTES OF THE AUDIT AND  
COMPLIANCE COMMITTEE MEETING HELD JANUARY 12, 2009**

The motion *carried* unanimously.

**b. Home Health Agency Committee; Mrs. S. Wolfer, Chairman  
Minutes of Meeting Held 1/12/09**

Mrs. Wolfer reviewed the Minutes of the Home Health Agency Committee meeting held January 12, 2009, a copy of which is attached to the Minutes on file in the Executive Office.

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

**THE BOARD APPROVE THE MINUTES OF THE HOME HEALTH  
AGENCY COMMITTEE MEETING HELD JANUARY 12, 2009**

The motion *carried* unanimously.

c. **Finance Committee; Mrs. K. Durham, Chairman**  
**Minutes of Meeting Held 1/13/09**

Mrs. Durham reviewed the Minutes of the Finance Committee meeting held January 13, 2009, a copy of which is attached to the Minutes on file in the Executive Office.

**(1) Request Board Acceptance of the Pension Fund Performance Report for the Period Ending October 31, 2008, and the Flash Report for the Two-Month Period Ending December 31, 2008**

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

**THE BOARD OF COMMISSIONERS ACCEPT THE PENSION FUND PERFORMANCE REPORT FOR THE PERIOD ENDING OCTOBER 31, 2008, AND THE FLASH REPORT FOR THE TWO-MONTH PERIOD ENDING DECEMBER 31, 2008**

The motion *carried* unanimously.

**(2) Request Board Acceptance of the Quarterly Operating Funds Performance Report for the Period Ending October 31, 2008, and the Flash Report for the Two-Month Period Ending December 31, 2008**

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

**THE BOARD OF COMMISSIONERS ACCEPT THE QUARTERLY OPERATING FUNDS PERFORMANCE REPORT FOR THE PERIOD ENDING OCTOBER 31, 2008, AND THE FLASH REPORT FOR THE TWO-MONTH PERIOD ENDING DECEMBER 31, 2008**

The motion *carried* unanimously.

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

**THE BOARD APPROVE THE MINUTES OF THE FINANCE COMMITTEE MEETING HELD JANUARY 13, 2009**

It was clarified that management has conducted discussions with Bank of America to ensure the availability of a contingency plan with another banking institution of like size and complexity should exposure to Wachovia/Wells Fargo become detrimental to the District.

Mr. Wheatley provided an overview of the bank guarantees protecting the District's operating accounts, noting the actions taken to minimize banking exposure through heavy diversification with other organizations.

Mr. Sacco commended Mr. Muhart and Mr. Wheatley for their excellent performance in monitoring and minimizing risk to the District's operating funds.

The motion *carried* unanimously.

**d. Building Committee; Mr. A. Jones, Chairman**  
**Minutes of Meeting Held 1/14/09**

Mr. Jones reviewed the Minutes of the Building Committee meeting held January 14, 2009, a copy of which is attached to the Minutes on file in the Executive Office.

Mr. Sacco advised that the re-bid of the Central Energy Plant project at Memorial Hospital West resulted in significant savings. Re-bid of the full project by ANF to the subcontractors produced a savings of \$2.9 million, with re-bid of the reduced scope Phase I project coming in at a projected savings of \$1 million. It appears favorable to proceed with the full project in light of the savings realized by the re-bid.

**(1) Request Board Acceptance of the Lowest Bidder, Thornton Construction Company, Inc., in the Amount of \$677,410 Plus \$100,000 of Contingency Funds for the MRI Project at Memorial Regional Hospital**

Mrs. Wolfer *moved, seconded* by Mrs. Durham, that

**THE BOARD OF COMMISSIONERS ACCEPT THE LOWEST BIDDER,  
THORNTON CONSTRUCTION COMPANY, INC., IN THE AMOUNT OF  
\$677,410 PLUS \$100,000 OF CONTINGENCY FUNDS FOR THE MRI  
PROJECT AT MEMORIAL REGIONAL HOSPITAL**

The motion *carried* unanimously.

Mr. Thomas Thornton, President of Thornton Construction Company, Inc., came forward and thanked the Board for the opportunity to work for Memorial Healthcare System and expressed his commitment to the project and to delivering it on time.

Mrs. Durham *moved, seconded* by Mrs. Miller, that

**THE BOARD APPROVE THE MINUTES OF THE BUILDING COMMITTEE  
MEETING HELD JANUARY 14, 2009**

The motion *carried* unanimously.

**4. REPORT OF SPECIAL COMMITTEES**

None

**5. ANNOUNCEMENTS**

None

**CORRESPONDENCE**

None

6. **UNFINISHED BUSINESS**

7. **BOARD REGULAR BUSINESS**

a. **Report from Chief of Staff, Memorial Regional Hospital; T. Macaluso, M.D.**

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

Dr. Macaluso presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated January 21, 2009, a copy of which is attached to the Minutes on file in the Executive Office.

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

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

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.***

On behalf of Dr. Long, Dr. Marks presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated January 21, 2009, a copy of which is attached to the Minutes on file in the Executive Office.

Mrs. Durham *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.

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 20, 2009, a copy of which is attached to the Minutes on file in the Executive Office.

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

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

The motion *carried* unanimously.

**d. Report from Chief of Staff, Memorial Hospital Miramar; B. Shatkin, M.D.**

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

Dr. Shatkin presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated January 15, 2009, a copy of which is attached to the Minutes on file in the Executive Office.

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

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

The motion *carried* unanimously.

**e. Report from Chief of Staff, Memorial Hospital Pembroke; J. Snow, M.D.**

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

Dr. Snow presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated January 20, 2009, a copy of which is attached to the Minutes on file in the Executive Office.

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

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

The motion *carried* unanimously.

**f. Administrative Staff**

**(1) Report on Special Legislative Session; Mr. F. Sacco, President and Chief Executive Officer**

Mr. Sacco reported on the projected impact to Memorial Healthcare System based on the Special Legislative Session. A significant decrease is anticipated in Medicaid annualized hospital reimbursement of between \$2.4 million and \$3.6 million, with a negligible impact on annualized Medicaid nursing home reimbursement. It is anticipated that further decreases to Medicaid hospital reimbursement will occur at the Federal level, with the only possibility of favorable change coming from Federal stimulus legislation.

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

**(1) Financial Reports for the Months of November and December 2008**

Mr. Muhart reviewed the Financial Reports for the months of November and December 2008, copies of which are attached to the Minutes on file in the Executive Office.

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

**THE BOARD APPROVE THE FINANCIAL REPORTS FOR THE MONTHS OF NOVEMBER AND DECEMBER 2008**

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 Operated by the South Broward Hospital District, As Set Forth in Previously Approved Board Resolution No. 323 Delegating Such Authority Until Further Meeting of the Board of Commissioners**

Lynn Barrett, Deputy General Counsel, presented the above request to the Board for ratification.

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

**THE BOARD RATIFY 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 OPERATED BY THE SOUTH BROWARD HOSPITAL DISTRICT, AS SET FORTH IN PREVIOUSLY APPROVED BOARD RESOLUTION NO. 323 DELEGATING SUCH AUTHORITY UNTIL FURTHER MEETING OF THE BOARD OF COMMISSIONERS**

The motion ***carried*** unanimously.

**8. NEW BUSINESS**

None to report.

**9. COMMISSIONERS' COMMENTS**

Mr. Avalos inquired whether the prices quoted for the re-bid of the Memorial Hospital West Central Energy Plant were locked in. Mr. Sacco confirmed that the subcontractors' prices were locked in.

Mr. Jones noted that February was Black History Month and provided details regarding an upcoming event at Conine Clubhouse featuring keynote speaker Dr. David Satcher. He also commented on his selection to the American Hospital Association's Committee on Governance and its legislative initiatives. He outlined key healthcare issues identified by hospitals nationwide that were conveyed in letters to President Obama for inclusion in the stimulus package. Mr. Jones will be attending a COG meeting in early March, to include visits with key Congressional representatives.

**10. ADJOURNMENT**

There being no further business to come before the Board, Mr. Tynan declared the meeting adjourned at 6:21 p.m.

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

**BY:** \_\_\_\_\_

**Kevin P. Tynan, Chairman**

**ATTEST:** \_\_\_\_\_

**Sara E. Wolfer, Secretary Treasurer**