

**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
August 26, 2009**

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, August 26, 2009, at 5:32 p.m.

The following members were present:

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

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

1. CALL TO ORDER

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

2. PRESENTATION TO MR. KEVIN P. TYNAN, IMMEDIATE PAST CHAIRMAN OF THE BOARD

Mrs. Durham presented Mr. Tynan with a token of appreciation from the South Broward Hospital District in recognition of his outstanding performance as Board Chairman from 2007 through 2009.

3. APPROVAL OF MINUTES

a. Regular Meeting Held July 22, 2009

There being no additions or corrections to the Minutes,

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

**THE BOARD APPROVE THE MINUTES OF THE
MEETING HELD JULY 22, 2009**

The motion *carried* unanimously.

4. REPORTS TO THE BOARD; REPORTS FROM BOARD OFFICERS AND STANDING COMMITTEES

a. Finance Committee; Mrs. K. Durham, Chairman
Minutes of Meeting Held 8/14/09

Mrs. Durham reviewed the Minutes of the Finance Committee meeting held August 14, 2009, a copy of which is on file in the Executive Office. The purpose of the meeting was to interview and select investment bankers for the District's anticipated bond issue for the expansion of JDCH and reimbursement of other capital expenditures.

(1) Request Board Approval of the Following Underwriters and Underwriting Liabilities for the District's Anticipated Financing: Goldman Sachs/Sterne Agee, 60%; JPMorgan and Siebert Brandford Shank as Co-Managers, 20% Each; Edward Jones as Co-Manager, 0%

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

THE BOARD OF COMMISSIONERS APPROVE THE FOLLOWING UNDERWRITERS AND UNDERWRITING LIABILITIES FOR THE DISTRICT'S ANTICIPATED FINANCING: GOLDMAN SACHS/ STERNE AGEE, 60%; JPMORGAN AND SIEBERT BRANDFORD SHANK AS CO-MANAGERS, 20% EACH; EDWARD JONES AS CO-MANAGER, 0%

Mr. Grant Ostlund of Ponder & Company, the District's independent financial advisor, addressed the Board, stating he looks forward to the approximate \$150 million bond transaction. He discussed the Finance Committee's consideration of Build America Bonds, which have proven to be an optimal way for government and district owned facilities to access low cost financing. The bonds are taxable, and the federal government will reimburse the District 35% of interest expense that will be paid on the bonds over time.

Mr. Ostlund outlined the role of each financing team member. Goldman Sachs and Sterne Agee will lead the transaction. There are three co-managers, JPMorgan, Siebert Brandford Shank, and Edward Jones. JPMorgan participated in the 2004 Series Bonds, Siebert performed as minority underwriter in the District's three prior bond transactions, and Edward Jones has access to a vast retail network through its retail direct product. An anticipated two day retail order period will be conducted prior to sales to institutional holders or large mutual funds.

Mr. Ostlund stated he was pleased with the financing team in place and confident in their ability to sell the bonds. The following representatives came forward for introduction to the Board:

Mr. Rondy Jennings, Managing Director, Goldman, Sachs
Mr. John Rodstrom, Managing Director, Sterne Agee
Mr. Henry Reyes, Managing Director, JPMorgan
Mr. Jon Murstein, Associate, Sterne Agee
Mr. Kyle Hickok, General Partner, Edward Jones
Mr. Sean Werdlow, Managing Director, Siebert Brandford Shank

The motion *carried* unanimously.

- (2) Request Board Approval of the Formation of a Bond Finance Committee Comprised of the Chairman of the Board of Commissioners, Chairman and Vice Chairman of the Finance Committee, President and Chief Executive Officer, Executive Vice President and Chief Administrative Officer, Senior Vice President and Chief Financial Officer and Senior Vice President and General Counsel with Powers Established Under a Resolution Prepared by Bond Counsel and Approved at a Future Meeting of the Board of Commissioners**

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

THE BOARD OF COMMISSIONERS APPROVE THE FORMATION OF A BOND FINANCE COMMITTEE COMPRISED OF THE CHAIRMAN OF THE BOARD OF COMMISSIONERS, CHAIRMAN AND VICE CHAIRMAN OF THE FINANCE COMMITTEE, PRESIDENT AND CHIEF EXECUTIVE OFFICER, EXECUTIVE VICE PRESIDENT AND CHIEF ADMINISTRATIVE OFFICER, SENIOR VICE PRESIDENT AND CHIEF FINANCIAL OFFICER AND SENIOR VICE PRESIDENT AND GENERAL COUNSEL WITH POWERS ESTABLISHED UNDER A RESOLUTION PREPARED BY BOND COUNSEL AND APPROVED AT A FUTURE MEETING OF THE BOARD OF COMMISSIONERS

The motion *carried* unanimously.

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

THE BOARD APPROVE THE MINUTES OF THE FINANCE COMMITTEE MEETING HELD AUGUST 14, 2009

The motion *carried* unanimously.

- b. Senior Services Committee; Mrs. K. Durham, Chairman
Minutes of Meeting Held 8/17/09**

At Mrs. Durham's request, Mrs. Wolfer reviewed the Minutes of the Senior Services Committee meeting held August 17, 2009, a copy of which is on file in the Executive Office.

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

**THE BOARD APPROVE THE MINUTES OF THE SENIOR SERVICES
COMMITTEE MEETING HELD AUGUST 17, 2009**

The motion *carried* unanimously.

c. Contracts Committee; Mrs. S. Wolfer, Chairman
Minutes of Meeting Held 8/17/09

Mrs. Wolfer reviewed the Minutes of the Contracts Committee meeting held August 17, 2009, a copy of which is on file in the Executive Office.

**(1) Request Board Approval of Agreement Between S.B.H.D. and the Agency for
Health Care Administration (AHCA) and the South Florida Community Care
Network**

At the request of Mrs. Wolfer, John Benz provided an overview of the South Florida Community Care Network contract. He noted the contract represents a partnership initiated in 2000 between Memorial Healthcare System, Jackson Health System, and Broward Health to provide an alternative to the HMO in the Medicaid arena. The goal of the program is to furnish the Medicaid member with a medical home and assurance of needed medical care. He discussed the three sources of revenue generated by the contract and advised that the future contract will result in an even more favorable revenue return to MHS. An evaluation of the contract by the University of Florida acknowledges member satisfaction, as well as cost savings to the State of Florida.

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

**THE BOARD OF COMMISSIONERS APPROVE THE PROPOSED
THREE (3) YEAR CONTRACT BETWEEN THE STATE OF FLORIDA
AND THE SOUTH FLORIDA COMMUNITY CARE NETWORK**

The motion *carried* unanimously.

**(2) Request Board Approval of Physician Recruitment Agreement and Collection
Guarantee Between S.B.H.D. and Thomas M. Wade, M.D. – Internal Medicine**

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

**THE BOARD OF COMMISSIONERS APPROVE THE PHYSICIAN
RECRUITMENT AGREEMENT BETWEEN THE SOUTH BROWARD
HOSPITAL DISTRICT, FLORIDA INSTITUTE OF CARDIOVASCULAR
CARE, P.A., D/B/A HEALTHWORX, AND THOMAS M. WADE, M.D.**

The motion *carried* unanimously.

(3) Request Board Approval of Agreement Between S.B.H.D. and Tri-County P.E.T., L.L.C.

At the request of Mrs. Wolfer, Ken Hetlage presented an overview of the agreement which authorizes Tri-County's provision of PET scanner services through the South Broward Hospital District and grants them license to use the name "Memorial Hospital" in connection with provision of services.

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

**THE BOARD OF COMMISSIONERS APPROVE THE AGREEMENT
BETWEEN THE SOUTH BROWARD HOSPITAL DISTRICT AND
TRI-COUNTY P.E.T., L.L.C.**

The motion ***carried*** unanimously.

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

**THE BOARD APPROVE THE MINUTES OF THE CONTRACTS
COMMITTEE MEETING HELD AUGUST 17, 2009**

The motion ***carried*** unanimously.

5. REPORT OF SPECIAL COMMITTEES

None

6. ANNOUNCEMENTS

None

CORRESPONDENCE

None

7. UNFINISHED BUSINESS

8. 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 August 18, 2009, a copy of which is on file in the Executive Office.

Mr. Tynan *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.

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 August 17, 2009, a copy of which is on file in the Executive Office.

Mrs. Wolfer *moved, seconded* by Mr. Tynan, 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 August 11, 2009, a copy of which is on file in the Executive Office.

Mr. Tynan *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.

Dr. Weiss also noted the passing of Dr. Andrew Toto, who had been on staff at Memorial Hospital West for over 15 years and will be deeply missed.

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 August 14, 2009, a copy of which is on file in the Executive Office.

Mr. Tynan *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.

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 August 17, 2009, a copy of which is on file in the Executive Office.

Mr. Tynan *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) Quarterly Statistical Report for Period Ending 7/31/09; Mr. F. V. Sacco, President and Chief Executive Officer

Mr. Sacco reviewed the Quarterly Statistical Report for the Period Ending 7/31/09, a copy of which is attached to the Minutes on file in the Executive Office.

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

(1) Financial Report for the Month of July 2009

Mr. Muhart reviewed the Financial Report for the month of July 2009, a copy of which is on file in the Executive Office.

He also noted that Moody's has affirmed the District's AA rating, with Standard & Poor's to be forthcoming.

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

***THE BOARD APPROVE THE FINANCIAL REPORT FOR THE MONTH
OF JULY 2009***

The motion ***carried*** unanimously.

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

No report.

9. NEW BUSINESS

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

Mrs. Durham reviewed the appointment of new Board Committee Chairs and Vice-Chairs, a copy of which is on file in the Executive Office.

10. COMMISSIONERS' COMMENTS

Mr. Tynan commended the results of the July Financial Report, in spite of the many challenges facing the District.

Mrs. Wolfer commented on the resignation and relocation of Dr. Sandra Franco and commended her outstanding performance while Co-Director of the Breast Cancer Center. Mr. Sacco noted that Dr. Perez is now the sole Director of the Breast Cancer Centers and Associate Director of the Cancer Institute. The System is actively recruiting for Dr. Franco's replacement in a physician capacity only.

11. ADJOURNMENT

There being no further business to come before the Board, Mrs. Durham declared the meeting adjourned at 6:15 p.m.

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

BY: _____

Kathleen Durham, Chairman

ATTEST: _____

Alfredo Avalos, Secretary Treasurer