

**SOUTH BROWARD HOSPITAL DISTRICT
A COMBINED REGULAR MEETING/LIAISON CONFERENCE ADVISORY COMMITTEE/AND
WORKSHOP SESSION OF THE BOARD OF COMMISSIONERS OF THE
SOUTH BROWARD HOSPITAL DISTRICT**

October 24, 2007

A Combined Regular Meeting/Liaison Conference Advisory Committee/and Workshop Session of the Board of Commissioners of the South Broward Hospital District (S.B.H.D.) was held at Memorial Regional Hospital, in Perry Auditorium, on October 24, 2007, at 5:40 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	<i>(telephonically)</i>

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.

1. CALL TO ORDER

There being a quorum present, the meeting was called to order by Mr. Kevin Tynan, Chairman. As is customary, the Chairman invited public participation in the meeting and announced that anyone wishing to address the Board would be recognized.

2. PRESENTATION OF RESOLUTION AND PLAQUE TO CARLOS J. REYES, FORMER COMMISSIONER

a. Request Board Approval of Resolution Honoring Carlos J. Reyes, Former Commissioner, South Broward Hospital District

Mr. Tynan read the Resolution honoring Carlos J. Reyes, Former Commissioner, South Broward Hospital District, 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 RESOLUTION HONORING
CARLOS J. REYES, FORMER COMMISSIONER, SOUTH BROWARD
HOSPITAL DISTRICT**

Each Board member individually reflected on their association with Mr. Reyes and expressed their thanks and appreciation for his outstanding service to the South Broward Hospital District. Among the many acknowledgments expressed by his colleagues, Mr. Reyes was commended for his outstanding dedication and contributions to the community, including his Hispanic outreach efforts, the knowledge he imparted to fellow Board members, his role as an anchor and consensus builder, and his constant mindset that the Board was “doing the people’s business with the people’s money.”

Mr. Tynan stated that it was a great honor to recognize Mr. Reyes, and requested he come forward for the presentation of plaques. Mr. Tynan read the text of the appreciation plaque aloud and presented the plaques to Mr. Reyes.

Mr. Reyes thanked Mr. Tynan for his leadership and thanked all of the Board members for their comments. Mr. Reyes reflected on the significance of the patients’ lives being touched throughout all areas of the Healthcare System and the incredible work that has been accomplished by MHS staff and physicians. He expressed pride in being given the opportunity by Governor Bush to become knowledgeable about the System and serve as the voice of the people, as well as in the Board’s ability to provide meaningful tax relief to the community over the past two years. He praised Mr. Sacco for his visionary leadership and applauded the model of diversity coupled with quality that has been created within the System. Mr. Reyes thanked his wife for her support, and again thanked MHS staff members for being “Simply the Best.”

The motion *carried* unanimously.

3. **APPROVAL OF MINUTES**

a. **Special Meeting Held September 26, 2007**

There being no additions or corrections to the Minutes,

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

**THE BOARD APPROVE THE MINUTES OF THE
SPECIAL MEETING HELD SEPTEMBER 26, 2007**

The motion *carried* unanimously.

b. **Regular Meeting Held September 26, 2007**

There being no additions or corrections to the Minutes,

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

**THE BOARD APPROVE THE MINUTES OF THE
MEETING HELD SEPTEMBER 26, 2007**

The motion *carried* unanimously.

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

a. **Building Committee, Mr. A. Jones, Chairman**
Minutes of Meeting Held 10/8/07

Mr. Jones reviewed the Minutes of the Building Committee meeting held October 8, 2007, a copy of which is attached to the Minutes on file in the Executive Office.

(1) Request Board Approval of the Following Rankings for the Master Plan and Data Center Project:

Master Plan at Memorial Hospital West:

1. **ANF Group, Inc.**
2. **Balfour Beatty Construction**

Master Plan at Memorial Regional Hospital South:

1. **Balfour Beatty Construction**
2. **ANF Group, Inc.**

Data Center (Douglas Road):

1. **James A. Cummings, Inc.**
2. **Pavarini Construction, Inc.**

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

THE BOARD OF COMMISSIONERS APPROVE THE RANKINGS FOR THE MASTER PLAN AND DATA CENTER PROJECT AS PRESENTED

The Chair invited representatives from the recommended firms to individually come forward and address the Board.

Mr. Al Fernandez Jr., President of ANF Group, Inc., thanked the Board for approval of the recommendation and welcomed Commissioner Avalos. He also commented on the successful AHCA inspection at Memorial Miramar and receipt of a Certificate of Occupancy.

Mr. John Maddray, Vice President of Operations for Balfour Beatty Construction, thanked the Board for its trust and stated they were pleased to be part of a healthcare system for which so much passion has been exhibited.

Mr. James Cummings, CEO of James A. Cummings, Inc. thanked the Board for the confidence placed in his firm and offered his availability via telephone at any time should a need arise.

The motion ***carried*** unanimously.

(2) Request Board Acceptance of the Guaranteed Maximum Price from Balfour Beatty Construction in the Amount of \$2,016,911 for the Physician Service Center Project at Memorial Regional Hospital

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

THE BOARD OF COMMISSIONERS ACCEPT THE GUARANTEED MAXIMUM PRICE FROM BALFOUR BEATTY IN THE AMOUNT OF \$2,016,911 FOR THE PHYSICIAN SERVICE CENTER PROJECT AT MEMORIAL REGIONAL HOSPITAL

At the invitation of the Chair, Mr. John Maddray of Balfour Beatty came forward and again thanked the Board for its trust and stated it was Balfour's intent to execute the project in a timely manner.

The motion *carried* unanimously.

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

THE BOARD APPROVE THE MINUTES OF THE BUILDING COMMITTEE MEETING HELD OCTOBER 8, 2007

The motion *carried* unanimously.

**b. Home Health Agency Committee, Mrs. S. Wolfer, Chairman
Minutes of Meeting Held 10/11/07**

Mrs. Wolfer reviewed the Minutes of the Home Health Agency Committee meeting held October 11, 2007, 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 OCTOBER 11, 2007

The motion *carried* unanimously.

**c. Finance Committee, Mrs. K. Durham, Chairman
Minutes of Meeting Held 10/15/07**

Mrs. Durham reviewed the Minutes of the Finance Committee meeting held October 15, 2007, a copy of which is attached to the Minutes on file in the Executive Office.

(1) Request Board Approval to Interview Wachovia Bank and Bank of America in Order to Select the Provider of the District's Banking Services

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

THE BOARD OF COMMISSIONERS APPROVE INTERVIEWING OF WACHOVIA BANK AND BANK OF AMERICA IN ORDER TO SELECT THE PROVIDER OF THE DISTRICT'S BANKING SERVICES

It was noted that the motion before the Board was to approve the interviewing of Wachovia Bank and Bank of America to provide further opportunity for the Finance Committee to review each bank's terms and conditions, pricing, and any conversion factors associated with a transition to Bank of America, prior to the Committee making a final recommendation to the Board.

The motion *carried* unanimously.

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

THE BOARD APPROVE THE MINUTES OF THE FINANCE COMMITTEE MEETING HELD OCTOBER 15, 2007

The motion *carried* unanimously.

d. Audit and Compliance Committee, Mr. K. Tynan, Chairman
Minutes of Meeting Held 10/16/07

Mr. Tynan reviewed the Minutes of the Audit and Compliance Committee meeting held October 16, 2007, a copy of which is attached to the Minutes on file in the Executive Office.

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

THE BOARD APPROVE THE MINUTES OF THE AUDIT AND COMPLIANCE COMMITTEE MEETING HELD OCTOBER 16, 2007

The motion *carried* unanimously.

e. Contracts Committee, Mr. K. Tynan, Chairman
Minutes of Meeting Held 10/16/07

Mr. Tynan reviewed the Minutes of the Contracts Committee meeting held October 16, 2007, a copy of which is attached to the Minutes on file in the Executive Office.

(1) Request Board Approval of System-wide Agreement Between S.B.H.D. and Pediatric Hospitalists of South Florida, Inc.

Mr. Tynan requested Ms. Beauchesne come forward and present an overview of the agreement.

Ms. Beauchesne advised that pediatric hospitalists are physicians in the hospital that provide care to the patients of office-based physicians. Joe DiMaggio Children's Hospital has provided pediatric hospitalist services for over 15 years through an employment model. In January 2007, Pediatric Associates, the largest private practice pediatric physician group in the area, began utilizing a private hospitalist group, Pediatric Hospitalists of South Florida, Inc. (PHOSF), the same group that has been providing contract services at Memorial Hospital West. This transition resulted in duplication of services, and PHOSF submitted a proposal to care for all pediatric inpatients within the System under a contract model. Review and analysis of the PHOSF proposal versus the current employment model revealed an approximate annual savings of \$270,000 and proved favorable from a quality, safety and continuity of care standpoint.

The System has worked with the employed staff pediatricians relative to placement. Three of the pediatricians will remain in the System's employ; two pediatricians will provide care solely at the Pediatric Primary Care Center, and the other physician will work under the direction of PHOSF, retaining tenure and benefits.

The PHOSF contract will provide JDCH with 24 hours per day/7 days per week inpatient pediatric hospitalist services. PHOSF pediatricians will be available to provide pediatric hospitalist services 24 hours per day/7 days per week to all other System hospitals. A Medical Staff Director, Jamie Clute, M.D., has been appointed and will be joining the group in November.

PHOSF requires financial assistance as they will be providing admission and follow up care to the System's uninsured patients; therefore, the contract contains a collection guarantee. All revenues and expenses associated with the contract will be audited. The effective date of the contract is November 1, 2007.

Dr. Auerbach also commented that entering into a contract with PHOSF was the logical evolution of the program, both financially and clinically, providing greater continuity of care and more efficient care.

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

**THE BOARD OF COMMISSIONERS APPROVE THE PEDIATRIC
HOSPITALIST SYSTEM-WIDE AGREEMENT WITH PEDIATRIC
HOSPITALISTS OF SOUTH FLORIDA**

The motion *carried* unanimously.

The Chair invited representatives of PHOSF to address the Board. Dr. Allan Greissman came forward on behalf of the group and expressed his thanks for the opportunity to address the Board. He noted that their group, Pediatric Critical Care of South Florida, has been with JDCH since its inception and, among its accomplishments, has developed a Pediatric ICU, Pediatric Transport Team, and Conscious Sedation Program. He agreed that execution of the PHOSF contract was a natural dovetail for the pediatric program and foresees many more physicians utilizing the hospitalist service. Dr. Greissman stated he looks forward to the challenge and thanked the Board for the opportunity.

(2) Request Board Approval of Renewal Employment Agreement Between S.B.H.D. and Pediatric Hematology/Oncology with Lynn Meister, M.D.

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

THE BOARD OF COMMISSIONERS APPROVE THE RENEWAL EMPLOYMENT AGREEMENT BETWEEN S.B.H.D. AND PEDIATRIC HEMATOLOGY/ONCOLOGY WITH LYNN MEISTER, M.D.

The motion *carried* unanimously.

Dr. Meister came forward and thanked the Commissioners for approval of her contract, stating that it has been an honor to serve the S.B.H.D. for the last 15 years and that she looks forward to continued service.

Dr. Auerbach thanked the Board for continued support of the Pediatric Oncology Program, which, in many ways, serves as an anchor of the Children's Hospital and commended Dr. Meister for her dedication and the reputation she has established in the County.

Mrs. Wolfer acknowledged the difficulty of Dr. Meister's work and thanked her for her continued service. Mr. Sacco also commended Dr. Meister for being not only an outstanding physician, but also a fine human being and great employee.

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

THE BOARD APPROVE THE MINUTES OF THE CONTRACTS COMMITTEE MEETING HELD OCTOBER 16, 2007

The motion *carried* unanimously.

5. REPORT OF SPECIAL COMMITTEES

None

6. ANNOUNCEMENTS

None

CORRESPONDENCE

None

7. UNFINISHED BUSINESS

None

8. 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 October 17, 2007, 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 MEMORIAL REGIONAL HOSPITAL AS PRESENTED**

The motion ***carried*** unanimously.

(2) Request Board Approval of Revised Infection Control Plan

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

THE BOARD APPROVE THE REVISED INFECTION CONTROL PLAN

The motion ***carried*** unanimously.

b. Report from Chief of Staff, Joe DiMaggio Children's Hospital; R. Auerbach, M.D.

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

For the Board's information, Dr. Auerbach noted that Dr. Antonio Vazquez was awarded a plaque at the October 1, 2007, meeting for appointment to the Honorary Staff.

Dr. Auerbach presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated October 17, 2007, a copy of which is attached to the Minutes on file in the Executive Office.

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

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

The motion ***carried*** unanimously.

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

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

Dr. Ancona presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated October 17, 2007, a copy of which is attached to the Minutes on file in the Executive Office.

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

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

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 October 17, 2007, a copy of which is attached to the Minutes on file in the Executive Office.

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

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

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 welcomed Commissioner Avalos to the Board and proceeded to present the Executive Committee Report re recommendations for appointments, advancements, etc., dated October 17, 2007, copies of which are attached to the Minutes on file in the Executive Office.

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

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

The motion **carried** unanimously.

f. Administrative Staff

No report

g. Financial Report; Mr. D. Alexander, Director of Finance MHS

(1) Financial Report for the Month of September 2007

Mr. Alexander reviewed the Financial Report for the Month of September 2007, 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 FINANCIAL REPORT FOR THE MONTH
OF SEPTEMBER 2007**

The motion **carried** unanimously.

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

(1) Request Board Ratification of the Motion Made at the October 8, 2007, Annual Meeting of Memorial Health System of Broward, Inc., Regarding the Election of a Director

Mr. Barber referenced his memorandum to Mr. Sacco dated October 10, 2007, a copy of which is attached to the Minutes on file in the Executive Office. Mr. Barber noted that Memorial Health System of Broward, Inc. is a separate, not for profit corporation formed to assist the District in achieving a number of healthcare goals. At its Annual Meeting held October 8, 2007, the Board of Directors elected Mr. Kevin P. Tynan for a four-year term as Director. Under its Corporate Bylaws Provisions, the S.B.H.D. Board of Commissioners is required to ratify and approve such election.

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

**THE BOARD RATIFY AND APPROVE THE ELECTION OF
KEVIN P. TYNAN FOR A FOUR-YEAR TERM TO THE BOARD OF
DIRECTORS OF MEMORIAL HEALTH SYSTEM OF BROWARD, INC.**

Mr. Sacco provided an overview of Memorial Health System of Broward, Inc.'s Board structure and recent activities. It was clarified that Mr. Tynan would replace Mr. Strum on the Board of Directors.

The motion **carried** unanimously.

(2) Request Board Approval of Resolution Affirming the Commitment of the South Broward Hospital District Board of Commissioners to Treat Any Trauma Presented to Memorial Regional Hospital

Mr. Barber presented the Resolution affirming the commitment of the South Broward Hospital District Board of Commissioners to treat any trauma presented to Memorial Regional Hospital. This Resolution is required since Memorial Regional Hospital is a Level I State Approved Trauma Center.

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

THE BOARD APPROVE THE RESOLUTION AFFIRMING THE COMMITMENT OF THE SOUTH BROWARD HOSPITAL DISTRICT BOARD OF COMMISSIONERS TO TREAT ANY TRAUMA PRESENTED TO MEMORIAL REGIONAL HOSPITAL

The motion *carried* unanimously.

9. NEW BUSINESS

a. Board Meetings – November and December

In accordance with the past few years, due to the upcoming holidays, Mr. Sacco proposed that a combined November/December Board Meeting be held on November 28, 2007, or another date of the Board's choosing in early December. Should the Board approve this proposal, Mr. Sacco would be granted interim authority to approve Medical Staff credentialing issues, followed by Board ratification in January 2008. Mr. Sacco noted that a Board Workshop might be scheduled in early December to review the Five Year Capital Plan.

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

THE BOARD APPROVE A COMBINED NOVEMBER AND DECEMBER BOARD MEETING TO BE HELD ON NOVEMBER 28, 2007

The motion *carried* unanimously.

b. Appointment of Board Committee Chairs and Vice Chairs; Mr. K. Tynan, Chairman

Mr. Tynan distributed an outline of revised Board Committee Chairs and Vice Chairs to fellow Board members, and welcomed any questions or comments outside of the Board meeting forum. Copies will be sent to Board members not present at the meeting.

10. COMMISSIONERS' COMMENTS

Mrs. Miller advised that she will permanently return to South Florida on November 30th and was in favor of a December Board Workshop. She plans to telephonically attend the November 28, 2007, Board meeting.

Mrs. Durham noted that October has been Breast Cancer Awareness Month and the System has been involved in many related activities. She remarked on the extraordinary October 6th "Breaking the Silence" event, part of the Rodenberg Series, at which over 600 people were in attendance. Mrs. Durham also commented on her participation in the "Strides Against Breast Cancer" Walk and an empowerment luncheon for women sponsored by MHS, at which Dr. Franco was a dynamic speaker. Mrs. Durham also received a proclamation from the Broward County Commissioners affirming the importance of Breast Cancer Awareness Month, which she will present to the Breast Cancer Center.

Mrs. Wolfer commended Mrs. Durham's recent presentation at the Diplomat and thanked her for the work she is doing in the breast cancer awareness field. She also noted that the Patient Medication List recently initiated by the System is an excellent idea and very important to patient care. She further commended initiation of the Life Wings Program in the operating room, where the patient is most vulnerable.

Mr. Jones commented on his recent attendance of the Mayor's Gala honoring Broward County Mayor Josephus Eggelation, of which MHS was a sponsor, with the proceeds to be equally distributed to the Sickle Cell Programs of MHS and Broward Health. He also commented on the importance of the Patient Medication List.

Mr. Avalos thanked Governor Crist for his appointment to the Board and stated that he looks forward to working with each of his fellow Board members. He thanked Mr. Sacco for his thorough orientation to the Healthcare System, and thanked the entire staff for their helpfulness.

11. ADJOURNMENT

There being no further business to come before the Board, Mr. Tynan declared the meeting adjourned at 7:09 p.m.

WORKSHOP SESSION

No business.

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

BY: _____

Kevin P. Tynan, Chairman

ATTEST: _____

Sara E. Wolfer, Secretary Treasurer