

**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**

November 28, 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 November 28, 2007, 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	<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. APPROVAL OF MINUTES

a. Regular Meeting Held October 24, 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
MEETING HELD OCTOBER 24, 2007**

The motion ***carried*** unanimously.

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

a. **Contracts Committee, Mrs. S. Wolfer, Chairman**
Minutes of Meeting Held 11/12/07

Mrs. Wolfer reviewed the Minutes of the Contracts Committee meeting held November 12, 2007, a copy of which is attached to the Minutes on file in the Executive Office.

(1) ***Request Board Approval of Renewal Agreement Between South Broward Hospital District and Pathology Consultants of South Florida, LLP***

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

THE BOARD OF COMMISSIONERS APPROVE THE RENEWAL AGREEMENT WITH PATHOLOGY CONSULTANTS OF SOUTH BROWARD LLP

Dr. Paul Malek, Chief of Pathology for Memorial Regional Hospital and the Healthcare System, came forward and thanked the Board for the opportunity to continue to serve the South Broward Hospital District and its patients and pledged to continue to do the best possible job.

The motion ***carried*** unanimously.

Mr. Sacco noted this is the same pathology group utilized by Memorial Regional Hospital since its inception.

(2) ***Request Board Approval of Renewal Agreement Between South Broward Hospital District and Adult Outpatient Behavioral Health Services, Sayonara Baez, M.D.***

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

THE BOARD OF COMMISSIONERS APPROVE THE ADMINISTRATIVE AND PATIENT CARE RENEWAL AGREEMENT FOR MEDICAL DIRECTOR ADULT OUTPATIENT BEHAVIORAL HEALTH SERVICES FOR SAYONARA BAEZ, M.D.

Mrs. Wolfer commended Dr. Baez' fine performance and invited her to address the Board. Dr. Baez noted she is pleased to be entering her third year with the System and looks forward to the upcoming year.

The motion ***carried*** unanimously.

(3) Request Board Approval of Renewal Employment Agreement Between South Broward Hospital District and Chief of Cardiac Surgical Services, Richard Perryman, M.D.

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

THE BOARD OF COMMISSIONERS APPROVE THE CHIEF OF CARDIAC SURGICAL SERVICES RENEWAL AGREEMENT FOR RICHARD PERRYMAN, M.D.

It was noted that Dr. Perryman has historically performed as the Chief of Pediatric Cardiac Services, but assumed the role of Interim Chief of all cardiac services in October 2006. He will continue to provide leadership to both Adult and Pediatric Cardiac Services and serve as a mentor to the incoming Chief of the Adult Cardiac Surgery Program, Dr. Gary Allen, as well as to the present Chief of the Pediatric Cardiac Surgery Program, Dr. Frank Scholl. Dr. Perryman will transition back to the Pediatric Program, at such time as Dr. Allen has become acclimated to the program and is functioning autonomously.

Dr. Perryman remarked that his goal was to lend his years of experience to the process of continued enhancement of the Adult and Pediatric cardiac programs and anticipates culminating his career within the System.

The motion *carried* unanimously.

(4) Request Board Approval of Employment Agreement Between South Broward Hospital District and Chief of Adult Cardiac Surgery Program, Gary Allen, M.D.

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

THE BOARD OF COMMISSIONERS APPROVE THE CHIEF OF ADULT CARDIAC SURGERY PROGRAM EMPLOYMENT AGREEMENT FOR GARY ALLEN, M.D.

It was noted that Dr. Allen has met with the leadership of the medical staff, as well as the representatives of the major cardiology groups and interventional cardiologists. Dr. Perryman recruited Dr. Allen, and it is believed Dr. Allen has the ability to develop the Adult Cardiac Program into the premier heart surgery program in South Florida.

The Chair invited Dr. Allen to come forward and address the Board. Dr. Allen thanked the Board and conveyed his professional commitment to develop the Adult Cardiac Program into a world-class program and regional destination center. With the support of Administration and the Medical Staff, Dr. Allen hopes to mirror the success of the Pediatric Cardiac Program.

The motion *carried* unanimously.

(5) Request Board Approval of Physician Recruitment Agreement Between South Broward Hospital District and Narciso L. Gomez, M.D. and Jeffrey Snow, M.D. P.A., for General Surgery

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

THE BOARD OF COMMISSIONERS APPROVE THE PHYSICIAN RECRUITMENT AGREEMENT WITH NARCISO L. GOMEZ, M.D. AND JEFFREY SNOW, M.D., P.A., FOR GENERAL SURGERY

Dr. Snow thanked the District for its consideration of the difficulties encountered by a non-hospital based physician to attract an associate to South Florida. Both Dr. Snow and Dr. Gomez thanked the District and the Board for their support, as well as thanks to Martha Garcia and Cathy Meyer for their assistance.

The motion *carried* unanimously.

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

THE BOARD APPROVE THE MINUTES OF THE CONTRACTS COMMITTEE MEETING HELD NOVEMBER 12, 2007

The motion *carried* unanimously.

b. Senior Services Committee, Mrs. K. Durham, Chairman
Minutes of Meeting Held 11/12/07

Mrs. Durham reviewed the Minutes of the Senior Services Committee meeting held November 12, 2007, a copy of which is attached to the Minutes on file in the Executive Office.

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

THE BOARD APPROVE THE MINUTES OF THE SENIOR SERVICES COMMITTEE MEETING HELD NOVEMBER 12, 2007

The motion *carried* unanimously.

c. Finance Committee, Mrs. K. Durham, Chairman
Minutes of Meeting Held 11/12/07

Mrs. Durham reviewed the Minutes of the Finance Committee meeting held November 12, 2007, a copy of which is attached to the Minutes on file in the Executive Office.

(1) Request Board Approval to Award the Banking Services Contract to Wachovia Bank for an Initial Three-Year Period with Two One-Year Renewal Options

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

THE BOARD OF COMMISSIONERS APPROVE TO AWARD THE BANKING SERVICES CONTRACT TO WACHOVIA BANK FOR AN INITIAL THREE-YEAR PERIOD WITH TWO ONE-YEAR RENEWAL OPTIONS

It was noted that the RFP process generated extremely competitive proposals from both Bank of America and Wachovia, resulting in significant savings to the District. Due to the minimal cost differential between proposals, the Finance Committee felt it prudent to continue the District's banking relationship with Wachovia, as transition costs would have exceeded the savings offered by Bank of America.

It was also noted that Management is in favor of multiple banking relationships and, as a result of positive negotiations with Bank of America, has asked the Memorial Foundation to consider utilizing their banking services.

At the invitation of Mrs. Durham, Mr. Mark Meyer of Wachovia Bank came forward and stated it was his privilege to serve the day to day needs of the District and appreciates the Board's confidence in renewing the contract with Wachovia.

Mr. Gonzalo deQuesada, representing Bank of America, was also invited to the podium. He thanked the Board for the opportunity to submit a proposal and stated Bank of America would be pleased to work with the District in any capacity.

The motion *carried* unanimously.

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

THE BOARD APPROVE THE MINUTES OF THE FINANCE COMMITTEE MEETING HELD NOVEMBER 12, 2007

The CEO requested Ms. Cheryl Boucher, Administrative Director of Accounts Receivable Management, come forward and provide further explanation regarding the Accounts Receivable Management quarterly report. She discussed new initiatives that have positively affected self pay collections and several external factors that have caused delays in claims processing. The CEO noted that the District is better than the national average relative to days in Accounts Receivable Management.

The motion *carried* unanimously.

**d. Government Relations Committee, Mr. K. Tynan, Chairman
Minutes of Meeting Held 11/16/07**

Mr. Tynan reviewed the Minutes of the Government Relations Committee meeting held November 16, 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 MINUTES OF THE GOVERNMENT
RELATIONS COMMITTEE MEETING HELD NOVEMBER 16, 2007***

The motion *carried* unanimously.

Mrs. Wolfer thanked Mr. Tynan, Mr. Benz, and the Government Relations Committee for the work they have done this year.

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; 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 November 20, 2007, a copy of which is attached to the Minutes 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 REGIONAL HOSPITAL AS PRESENTED***

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.

On behalf of Dr. Auerbach, Dr. Long presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated November 19, 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 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.

On behalf of Dr. Ancona, Dr. Marks presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated November 20, 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 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 November 19, 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 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 presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated November 19, 2007, copies of which are attached to the Minutes on file in the Executive Office.

Dr. Snow also noted the Addendum to Agenda Item 7.e.1, stating that the resignation of Dr. Philip Weimer, M.D., was in error and not to be accepted.

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

(1) Quarterly Statistical Report for Period Ending 10/31/07; F. Sacco, President and CEO

Mr. Sacco presented the Quarterly Statistical Report for period ending 10/31/07, a copy of which is attached to the Minutes on file in the Executive Office.

He also introduced Mr. Rodney Miller as new Administrator and Chief Operating Officer of Memorial Regional Hospital. Mr. Miller comes from a smaller hospital in the Virgin Islands, where he reported directly to a nine member public board appointed by the Governor. Mr. Sacco noted Mr. Miller brings much potential and a different perspective to the team and looks forward to working with him.

(2) Request Board Approval for Staff to Issue a Request for Qualifications (RFQ) In Order to Select a Construction Manager for Construction of the Joe DiMaggio Children's Hospital, Cancer Institute, and Related Parking Structures; F. Sacco, President and CEO

Mr. Sacco advised that he and Mr. Jones deemed it unnecessary to hold a November Building Committee meeting for review of one item. They discussed and agreed on the need to bring in a contractor during this stage of planning for the construction of the Joe DiMaggio Children's Hospital, Cancer Institute, and related parking structures to work in tandem with the architect to reduce construction costs and still provide a quality product. Therefore, the Board is being requested to approve a Request for Qualifications to select a construction manager for this project. It is hoped to have a contractor in place by March or April 2008.

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

THE BOARD APPROVE STAFF'S REQUEST TO ISSUE A REQUEST FOR QUALIFICATIONS (RFQ) IN ORDER TO SELECT A CONSTRUCTION MANAGER FOR CONSTRUCTION OF THE JOE DIMAGGIO CHILDREN'S HOSPITAL, CANCER INSTITUTE, AND RELATED PARKING STRUCTURES

The motion ***carried*** unanimously.

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

(1) Financial Report for the Month of October 2007

Mr. Alexander reviewed the Financial Report for the Month of October 2007, a copy of which is attached to the Minutes on file in the Executive Office.

Relative to the Uncompensated Care Report, it was noted that Bad Debt and Charity, as a percentage of gross revenue, has continued in excess of 14% over the last several months. This statistic has run at 13% over the last few years, and a 1% movement equates to \$38 - \$40 Million. Therefore, in addition to cuts from Medicare and Medicaid, the District is facing a growing uninsured and under-insured population. The District must continue to examine its cost structure and assure it is operating as efficiently as possible.

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

THE BOARD APPROVE THE FINANCIAL REPORT FOR THE MONTH OF OCTOBER 2007

The motion ***carried*** unanimously.

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

(1) Request Board Approval of Resolution Delegating Authority to the President and Chief Executive Officer to Approve Medical Staff Executive Committee Reports Until Further Meeting of the Board of Commissioners

Mr. Barber presented the Resolution, 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 DELEGATING AUTHORITY TO THE PRESIDENT AND CHIEF EXECUTIVE OFFICER TO APPROVE MEDICAL STAFF EXECUTIVE COMMITTEE REPORTS UNTIL FURTHER MEETING OF THE BOARD OF COMMISSIONERS

The motion ***carried*** unanimously.

(2) Request Board Approval of Resolution Closing the Practice of Adult Cardiac Surgery and Pediatric Cardiac Surgery at Memorial Healthcare System Hospitals and Providing that Cardiac Surgery Services Shall Be Performed Only by Cardiac Surgeons Employed by the Memorial Healthcare System

Mr. Barber read the Resolution in its entirety, a copy of which is attached to the Minutes on file in the Executive Office.

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

THE BOARD APPROVE THE RESOLUTION CLOSING THE PRACTICE OF ADULT CARDIAC SURGERY AND PEDIATRIC CARDIAC SURGERY AT MEMORIAL HEALTHCARE SYSTEM HOSPITALS AND PROVIDING THAT CARDIAC SURGERY SERVICES SHALL BE PERFORMED ONLY BY CARDIAC SURGEONS EMPLOYED BY THE MEMORIAL HEALTHCARE SYSTEM

It was noted that concerns expressed by Dr. Cartledge relative to continued cross-coverage between he and Dr. Perryman were addressed by Drs. Allen and Perryman, and he was assured that this practice would be continued.

The motion *carried* unanimously.

(3) Medical Staff Malpractice Insurance Update

Mr. Barber reviewed the Medical Staff malpractice insurance update memorandum dated November 13, 2007, a copy of which is attached to the Minutes on file in the Executive Office.

It was noted that a total of 266 physicians were uninsured as of November 2007, representing 15.7% of the medical staff. The District's percentage of physicians with malpractice insurance remains well above the regional average of 50%.

8. NEW BUSINESS

None to report

9. COMMISSIONERS' COMMENTS

Commissioner Miller advised that she would be returning to South Florida within the next week and looks forward to seeing her fellow Commissioners at the upcoming Board related meetings. She wished all a happy holiday and looks forward to another successful year.

Commissioners Jones and Durham wished everyone a happy, healthy, and safe holiday.

Mr. Tynan echoed the sentiments of his fellow Commissioners and looks forward to moving ahead in the New Year.

10. ADJOURNMENT

There being no further business to come before the Board, Mr. Tynan declared the meeting adjourned at 6:58 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