

**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
December 7, 2011**

A Regular Meeting of the Board of Commissioners of the South Broward Hospital District (S.B.H.D.) was held at Memorial Hospital West in the Center for Education and Training on December 7, 2011, at 5:35 p.m.

The following members were present:

Ms. Sara E. Wolfer	Chairman
Mr. Alfredo Avalos	Vice Chairman
Mr. Hobel Florido	Secretary Treasurer
Mr. Jose Basulto	
Ms. Kathy Durham	

The following members were absent:

Mr. Albert C. Jones
Ms. Laura Raybin Miller

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 Ms. Sara Wolfer, Chairman.

Ms. Wolfer thanked Mr. Hetlage and staff for their hospitality and commended the wonderful opening of the Inpatient Bone Marrow Transplant Unit.

2. APPROVAL OF MINUTES

a. Regular Meeting Held October 26, 2011

There being no additions or corrections to the Minutes,

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

**THE BOARD OF COMMISSIONERS APPROVE THE MINUTES OF THE
REGULAR MEETING HELD OCTOBER 26, 2011**

The motion *carried* unanimously.

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

**a. Contracts Committee; Mr. A. Avalos, Chairman
Minutes of Meeting Held 11/14/11**

Mr. Avalos presented the Minutes of the Contracts Committee meeting held November 14, 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 Dean Hertzler, M.D., Pediatric Neurosurgery Physician Services

Mr. Piriz provided an overview of the employment agreement between S.B.H.D. and Dean Hertzler, M.D., for Pediatric Neurosurgery Physician Services.

Mr. Basulto *moved, seconded* by Ms. Durham, that

THE BOARD OF COMMISSIONERS APPROVE THE EMPLOYMENT AGREEMENT WITH DEAN HERTZLER, M.D., FOR PEDIATRIC NEUROSURGERY PHYSICIAN SERVICES

The motion *carried* unanimously.

Greg Zorman, M.D., Chief of the Division of Neurosurgery, thanked the Board for their support and commented on Dr. Hertzler's outstanding credentials. He will be joining the staff in August 2012, upon completion of a fellowship in Pediatric Neurosurgery.

Mr. Sacco remarked on Dr. Luis Rodriguez' outstanding performance of pediatric neurosurgeries over the past twenty years.

(2) Request Board Approval of Renewal Agreement Between S.B.H.D. and Pediatric Hospitalists of South Florida, P.A.

Mr. Piriz provided an overview of the renewal agreement between S.B.H.D. and Pediatric Hospitalists of South Florida, P.A. for the provision of in-house Pediatric hospitalist services at Joe DiMaggio Children's Hospital 24 hours per day/7 days per week.

Ms. Durham *moved, seconded* by Mr. Florido, that

THE BOARD OF COMMISSIONERS APPROVE THE RENEWAL AGREEMENT WITH PEDIATRIC HOSPITALISTS OF SOUTH FLORIDA, P.A. FOR PEDIATRIC HOSPITALIST SERVICES

The motion *carried* unanimously.

On behalf of Pediatric Hospitalists of South Florida, P.A., Dr. Allan Greissman thanked the Board and provided an overview of the services provided by the Pediatric hospitalists.

Dr. Greissman expressed appreciation to the Board and Administration for the new Children's Hospital, as well as the renovations made to the former Children's Hospital space at Memorial Regional Hospital.

(3) Request Board Approval of Renewal Agreement Between S.B.H.D. and All Women's Healthcare, Inc., OB/GYN Physician Services

Mr. Piriz provided an overview of the renewal agreement between S.B.H.D. and All Women's Healthcare, Inc., for provision of OB/GYN Physician Services.

Mr. Basulto *moved, seconded* by Mr. Florido, that

**THE BOARD OF COMMISSIONERS APPROVE THE RENEWAL
AGREEMENT WITH ALL WOMEN'S HEALTHCARE, INC. FOR OB/GYN
PHYSICIAN SERVICES**

The motion *carried* unanimously.

On behalf of Sheridan Healthcorp and the physicians and mid-wives that comprise the group, Dr. Stephen Channey thanked the Board.

Ms. Durham *moved, seconded* by Mr. Basulto, that

**THE BOARD OF COMMISSIONERS APPROVE THE MINUTES OF THE
CONTRACTS COMMITTEE MEETING HELD NOVEMBER 14, 2011**

The motion *carried* unanimously.

b. Government Relations Committee; Mr. A. Avalos, Chairman
Minutes of Meeting Held 11/14/11

Mr. Avalos presented the Minutes of the Government Relations Committee meeting held November 14, 2011, a copy of which is on file in the Executive Office.

**(1) Request Board Approval of Memorial Healthcare System's 2012 State Legislative
Agenda**

Mr. Benz provided an overview of Memorial Healthcare System's 2012 State Legislative Priorities, as well as two appropriation requests for Pediatric and Adult Cardiac Hybrid Operating Rooms.

**(2) Request Board Approval of Memorial Healthcare System's 2012 Federal Legislative
Agenda**

Mr. Benz reviewed Memorial Healthcare System's 2012 Federal Legislative Priorities.

Mr. Basulto *moved, seconded* by Mr. Florido, that

**THE BOARD OF COMMISSIONERS APPROVE MEMORIAL HEALTHCARE
SYSTEM'S 2012 STATE LEGISLATIVE PRIORITIES AND THE 2012
FEDERAL LEGISLATIVE PRIORITIES**

Mr. Benz provided additional clarification as requested by Board members.

The motion *carried* unanimously.

Mr. Florido *moved, seconded* by Mr. Basulto, that

**THE BOARD OF COMMISSIONERS APPROVE THE MINUTES OF
THE GOVERNMENT RELATIONS COMMITTEE MEETING HELD
NOVEMBER 14, 2011**

The motion *carried* unanimously.

c. Audit and Compliance Committee; Mr. A. Avalos, Chairman
Minutes of Meeting Held 11/14/11

Mr. Avalos presented the Minutes of the Audit and Compliance Committee meeting held November 14, 2011, a copy of which is on file in the Executive Office.

(1) Request Board Acceptance of the Recommended Candidates for External Auditors to conduct the Enterprise Audit and the Single Audit

Mr. Basulto *moved, seconded* by Mr. Florido, that

**THE BOARD OF COMMISSIONERS ACCEPT ERNST & YOUNG LLP FOR
THE ENTERPRISE AUDIT AND VIZCAINO, GITLIN & ZOMERFELD LLP
FOR THE SINGLE AUDIT**

The motion *carried* unanimously.

On behalf of Ernst & Young, Mr. Jeff Sparling, Audit Partner, thanked the Board for its continued confidence in Ernst & Young and for the opportunity to continue working for the Board.

Mr. Armando Vizcaino, Senior Audit Partner, and Ms. Betty Martin, Partner, of Vizcaino, Gitlin & Zomerfeld thanked the Board for this opportunity and expressed their firm's full commitment to the Board.

Mr. Paul Salwasser of Ernst & Young, who formerly served as the District's Audit Partner, reiterated Mr. Sparling's remarks. He advised that the audit plan would be reviewed at the January Audit and Compliance Committee meeting and extended an invitation to hold individual meetings with any Board members desiring additional information.

It was clarified that Mr. Jim Parrott of Ernst & Young would function as the Quality Review Partner for the audit, with Mr. Salwasser providing historical information as needed.

Mr. Florido *moved, seconded* by Ms. Durham, that

**THE BOARD OF COMMISSIONERS APPROVE THE MINUTES OF THE
AUDIT AND COMPLIANCE COMMITTEE MEETING HELD NOVEMBER 14,
2011**

The motion *carried* unanimously.

d. Senior Services Committee; Ms. K. Durham, Chairman
Minutes of Meeting Held 11/16/11

Ms. Durham presented the Minutes of the Senior Services Committee meeting held November 16, 2011, a copy of which is on file in the Executive Office.

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

**THE BOARD OF COMMISSIONERS APPROVE THE MINUTES OF THE
SENIOR SERVICES COMMITTEE MEETING HELD NOVEMBER 16, 2011**

Mr. Bill Edelstein, Administrator of Memorial Manor, addressed the Board relative to the Manor's fall criteria, number of falls reported in the last quarter, and established fall prevention guidelines.

The motion *carried* unanimously.

e. **Planning Committee; Ms. S. Wolfer, Chairman**
Minutes of Meeting Held 11/16/11

Ms. Wolfer presented the Minutes of the Planning Committee meeting held November 16, 2011, a copy of which is on file in the Executive Office.

(1) Request Board Acceptance of Recommendations of Deloitte Consulting LLP as Set Forth in Their November 16, 2011, Letter to the Board of Commissioners

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

THE BOARD OF COMMISSIONERS ACCEPT THE RECOMMENDATIONS OF DELOITTE CONSULTING LLP, AS SET FORTH IN DELOITTE'S NOVEMBER 16, 2011, LETTER TO THE BOARD OF COMMISSIONERS

The motion *carried* unanimously.

It was noted that the Board of Commissioners attended a series of strategic planning workshops, culminating in recommendations made by Deloitte Consulting LLP, as contained in their letter of November 16, 2011, to the Board of Commissioners.

(2) Request Board Adoption of the New Vision Statement for the Memorial Healthcare System

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

THE BOARD OF COMMISSIONERS ADOPT THE NEW VISION STATEMENT FOR THE MEMORIAL HEALTHCARE SYSTEM WHICH READS: "THROUGH MORE INTEGRATED RELATIONSHIPS WITH PHYSICIANS, MEMORIAL HEALTHCARE SYSTEM WILL DELIVER PATIENT AND FAMILY-CENTRIC CARE IN A HIGHLY EFFICIENT MANNER WITH EXCEPTIONAL QUALITY AND SAFETY OUTCOMES FOR THE BENEFIT OF THE RESIDENTS OF THE SOUTH BROWARD HOSPITAL DISTRICT"

The motion *carried* unanimously.

(3) Request Board Acceptance of Recommendations as Set Forth in the Blank Meenan and Ropes and Gray November 16, 2011, Memorandum to the Board of Commissioners and Approval of Staff to Formulate an Action Plan

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

THE BOARD OF COMMISSIONERS ACCEPT THE RECOMMENDATIONS OF THE STRATEGIC LEGAL TEAM, AS SET FORTH IN THE BLANK MEENAN AND ROPES AND GRAY NOVEMBER 16, 2011, MEMORANDUM TO THE BOARD OF COMMISSIONERS AND APPROVE STAFF TO FORMULATE AN ACTION PLAN FOR BOARD APPROVAL

The motion *carried* unanimously.

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

THE BOARD OF COMMISSIONERS APPROVE THE MINUTES OF THE PLANNING COMMITTEE MEETING HELD NOVEMBER 16, 2011

The motion *carried* unanimously.

Mr. Basulto acknowledged Mr. Sacco and all of the staff involved in the strategic planning workshops for the tremendous amount of thought and effort that went into the presentations. He noted that the Board also invested much time and thought into the information presented by Deloitte, and he personally learned a great deal from the process.

Ms. Wolfer echoed the sentiments of Mr. Basulto.

f. **Building Committee; Mr. A. Jones, Chairman**
Minutes of Meeting Held 11/28/11

Mr. Florido presented the Minutes of the Building Committee meeting held November 28, 2011, a copy of which is on file in the Executive Office.

(1) Request Board Approval of the Lowest Bidder for the Central Energy Plant Phase III at Memorial Regional Hospital

Mr. Basulto *moved, seconded* by Ms. Durham, that

THE BOARD OF COMMISSIONERS ACCEPT THE LOWEST BIDDER, LINK CONSTRUCTION GROUP, INC., IN THE AMOUNT OF \$1,489,375 FOR THE CENTRAL ENERGY PLANT PHASE III PROJECT AT MEMORIAL REGIONAL HOSPITAL AND ALLOCATE A \$149,000 CONTINGENCY AMOUNT TO BE CONTROLLED BY THE MEMORIAL HEALTHCARE SYSTEM

The motion *carried* unanimously.

Mr. Miguel Cerra, Vice President and owner of Link Construction Group, Inc., thanked the Board for this opportunity and looks forward to moving ahead with the project.

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

THE BOARD OF COMMISSIONERS APPROVE THE MINUTES OF THE BUILDING COMMITTEE MEETING HELD NOVEMBER 28, 2011

Mr. Joe Stuczynski, CFO of Memorial Hospital Pembroke, discussed the phasing and unforeseen conditions which extended the Outpatient, Pre-op, PACU and GI project at Memorial Hospital Pembroke for an additional month, the cost of which falls within the contingency allocation.

The motion **carried** unanimously.

g. Community Relations Committee; Mr. A. Jones, Chairman
Minutes of Meeting Held 11/28/11

Mr. Basulto presented the Minutes of the Community Relations Committee meeting held November 28, 2011, a copy of which is on file in the Executive Office.

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

**THE BOARD OF COMMISSIONERS APPROVE THE MINUTES OF THE
COMMUNITY RELATIONS COMMITTEE MEETING HELD NOVEMBER 28,
2011**

The motion **carried** unanimously.

Ms. Melida Akiti, Administrator of South Broward Community Health Services, addressed the Board relative to the volume of monthly specialist referrals and discussed initiatives to reduce costs while improving outcomes.

4. REPORT OF SPECIAL COMMITTEES

None

5. ANNOUNCEMENTS

None

CORRESPONDENCE

None

6. UNFINISHED BUSINESS

None

7. BOARD REGULAR BUSINESS

a. Administrative Staff

(1) Quarterly Statistical Report for Period Ending October 31, 2011;
Mr. Frank V. Sacco, President and Chief Executive Officer

Mr. Sacco presented the Quarterly Statistical Report for the Period Ending October 31, 2011, a copy of which is on file in the Executive Office.

Discussion included surgical volumes and operating room availability throughout the System.

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

(1) Annual Financial Report for the Month of September 2011

Mr. Muhart reviewed the Financial Report for the month of September 2011, a copy of which is on file in the Executive Office, and provided an update on the EPIC conversion.

Mr. Basulto *moved, seconded* by Ms. Durham, that

**THE BOARD OF COMMISSIONERS APPROVE THE FINANCIAL
REPORT FOR THE MONTH OF SEPTEMBER 2011**

The motion *carried* unanimously.

c. Legal Counsel; Ms. K. Stratos, Senior Vice President and General Counsel

(1) Request Board Ratification of the Approval by the President and Chief Executive Officer of the November Medical Staff Executive Committee Reports for Each of the Hospitals that are Owned or Operated by the South Broward Hospital District, as Set Forth in Board Resolution No. 356 Delegating Such Authority Until Further Meeting of the Board of Commissioners

Ms. Stratos presented the above request to the Board for ratification.

Mr. Basulto *moved, seconded* by Ms. Durham, that

**THE BOARD OF COMMISSIONERS RATIFY THE APPROVAL BY
THE PRESIDENT AND CHIEF EXECUTIVE OFFICER OF THE
NOVEMBER MEDICAL STAFF EXECUTIVE COMMITTEE
REPORTS FOR EACH OF THE HOSPITALS THAT ARE OWNED
OR OPERATED BY THE SOUTH BROWARD HOSPITAL DISTRICT,
AS SET FORTH IN BOARD RESOLUTION NO. 356 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. Florido congratulated Mr. Hetlage on the new Inpatient Bone Marrow Transplant Unit.

Mr. Basulto commended the staff of Memorial Regional Hospital's Emergency Department for the excellent care he recently received.

Mr. Avalos thanked Mr. Sacco and Ms. Beauchesne for their support during a recent family emergency.

Ms. Wolfer shared her recent experience at the groundbreaking of Broward College's Health Science Simulation Center on the Davie campus.

The Commissioners wished everyone a happy holiday and safe and happy New Year.

10. ADJOURNMENT

There being no further business to come before the Board, Ms. Wolfer declared the meeting adjourned at 7:31 p.m.

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

BY: _____
Sara E. Wolfer, Chairman

ATTEST: _____
Hobel Florido, Secretary Treasurer