

**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 3, 2008

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, December 3, 2008, 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.

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 October 22, 2008

There being no additions or corrections to the Minutes,

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

**THE BOARD APPROVE THE MINUTES OF THE
MEETING HELD OCTOBER 22, 2008**

The motion *carried* unanimously.

At the Chair's invitation, Adam Blomberg, M.D. and Andrew Greenfield, M.D. came forward for introduction. Mr. Sacco provided an overview of the events leading to Dr. Blomberg's return to Memorial Healthcare System as an Anesthesiologist, where years before he had been treated at Memorial Regional Hospital for life-threatening injuries due to an automobile accident.

Dr. Blomberg thanked the Board for inviting him to the meeting and for the opportunity to be part of the System which saved his life. He also thanked Dr. Greenfield, Chief of Anesthesiology, and Sheridan Healthcorp for allowing him to continue his role as a national injury prevention speaker at high schools and colleges educating young adults about the dangers of driving. Dr. Greenfield noted how pleased he was to have Dr. Blomberg on board and that he was a great addition to the Anesthesiology Department.

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

a. **Planning Committee; Mr. A. Avalos, Chairman**
Minutes of Meeting Held 11/10/08

Mr. Avalos reviewed the Minutes of the Planning Committee meeting held November 10, 2008, a copy of which is attached to the Minutes on file in the Executive Office.

(1) Request Board Approval of Project in Concept and Authorize Staff to Proceed with the Development and Construction Necessary to Operate a Pediatric Sports Medicine Program at Memorial Hospital Miramar

At the request of Mr. Avalos, Mr. Fernandez, Administrator of Memorial Hospital Miramar, and Stephen Storer, M.D., representative of the Joe DiMaggio Children's Hospital (JDCH) Orthopedics group, came forward to provide an overview of the project. The proposed project would occupy approximately 1,500 sq. ft. in the Medical Office Building, with a total estimated project cost of \$1.233 million. Recent feasibility and environmental studies, coupled with the affiliation of JDCH, indicate there is a viable opportunity for development of a center of excellence in pediatric sports medicine.

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

THE BOARD OF COMMISSIONERS OF THE SOUTH BROWARD HOSPITAL DISTRICT APPROVE THE PROJECT IN CONCEPT AND AUTHORIZE STAFF TO PROCEED WITH THE DEVELOPMENT AND THE CONSTRUCTION NECESSARY TO OPERATE A PEDIATRIC SPORTS MEDICINE PROGRAM AT MEMORIAL HOSPITAL MIRAMAR

The motion ***carried*** unanimously.

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

THE BOARD APPROVE THE MINUTES OF THE PLANNING COMMITTEE MEETING HELD NOVEMBER 10, 2008

The motion ***carried*** unanimously.

b. Governance Committee; Mr. K. Tynan, Chairman
Minutes of Meeting Held 11/11/08

Mr. Tynan reviewed the Minutes of the Governance Committee meeting held November 11, 2008, a copy of which is attached to the Minutes on file in the Executive Office. He commented on revision of the Board policy entitled "*Business Ethics and Conflicts of Interest*" to include a gift policy applicable to the Board and all employees of the Hospital District.

(1) Request Board Approval of Recommendation to Continue the Remainder of the Board Policy Manual, With Changes as Presented

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

THE BOARD APPROVE THE RECOMMENDATION TO CONTINUE THE REMAINDER OF THE BOARD POLICY MANUAL, WITH CHANGES AS PRESENTED

The motion ***carried*** unanimously.

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

THE BOARD APPROVE THE MINUTES OF THE GOVERNANCE COMMITTEE MEETING HELD NOVEMBER 11, 2008

The motion ***carried*** unanimously.

c. Government Relations Committee; Mr. K. Tynan, Chairman
Minutes of Meeting Held 11/11/08

Mr. Tynan reviewed the Minutes of the Government Relations Committee meeting held November 11, 2008, a copy of which is attached to the Minutes on file in the Executive Office.

In response to Mr. Jones, an update was provided relative to legislative and lobbying efforts to increase Florida's cigarette tax. State of Florida hospitals have reached an industry-wide agreement to lobby for allocation of these revenues to permanently fully fund Medicaid's Medically Needy and Aged and Disabled programs.

Mrs. Durham expressed her desire to move forward with implementation of smoke free campuses at all Memorial Healthcare System hospitals.

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

THE BOARD APPROVE THE MINUTES OF THE GOVERNMENT RELATIONS COMMITTEE MEETING HELD NOVEMBER 11, 2008

The motion ***carried*** unanimously.

d. Community Relations Committee; Mr. A. Jones, Chairman
Minutes of Meeting Held 11/14/08

Mr. Jones reviewed the Minutes of the Community Relations Committee meeting held November 14, 2008, a copy of which is attached to the Minutes on file in the Executive Office.

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

**THE BOARD APPROVE THE MINUTES OF THE COMMUNITY
RELATIONS COMMITTEE MEETING HELD NOVEMBER 14, 2008**

The motion *carried* unanimously.

e. Contracts Committee; Mrs. S. Wolfer, Chairman
Minutes of Meeting Held 11/17/08

Mrs. Wolfer reviewed the Minutes of the Contracts Committee meeting held November 17, 2008, 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 Stella Estruch, M.D., Crisis Stabilization Services**

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

**THE BOARD OF COMMISSIONERS APPROVE THE CRISIS
STABILIZATION SERVICES RENEWAL AGREEMENT WITH
STELLA ESTRUCH, M.D.,**

The motion *carried* unanimously.

**(2) Request Board Approval of Employment Agreement Between South Broward
Hospital District and Cara Novick, M.D., Pediatric Orthopedics**

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

**THE BOARD OF COMMISSIONERS APPROVE THE EMPLOYMENT
AGREEMENT WITH CARA NOVICK, M.D., FOR PEDIATRIC
ORTHOPEDIC SERVICES**

On behalf of the JDCH Pediatric Orthopedic Services group, Dr. Storer came forward and commented on Dr. Novick's excellent credentials as a fellowship trained pediatric orthopedic surgeon. He stated she will be joining the group as a non-operative pediatric orthopedist and will be instrumental in growing the group's presence and volume both at JDCH and in the west. Her addition as the fifth member of the group will make them larger than the pediatric orthopedic group at Miami Children's Hospital.

The motion *carried* unanimously.

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

**THE BOARD APPROVE THE MINUTES OF THE CONTRACTS
COMMITTEE MEETING HELD NOVEMBER 17, 2008**

The motion *carried* unanimously.

f. Senior Services Committee; Mrs. K. Durham, Chairman
Minutes of Meeting Held 11/19/08

Mrs. Durham reviewed the Minutes of the Senior Services Committee meeting held November 19, 2008, 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 19, 2008**

The motion *carried* unanimously.

g. Finance Committee; Mrs. K. Durham, Chairman
Minutes of Meeting Held 11/19/08

Mrs. Durham reviewed the Minutes of the Finance Committee meeting held November 19, 2008, a copy of which is attached to the Minutes on file in the Executive Office.

**(1) Request Board Approval of Recommendation to Utilize Credit Suisse First
Boston for Transition Manager Services Related to Transition of U.S. Small Cap
Equity Assets from Independence Investments to the TIAA-CREF Small Cap
Index Fund**

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

**THE BOARD OF COMMISSIONERS APPROVE THE RECOMMENDATION
TO UTILIZE CREDIT SUISSE FIRST BOSTON FOR TRANSITION MANAGER
SERVICES RELATED TO TRANSITION OF U.S. SMALL CAP EQUITY
ASSETS FROM INDEPENDENCE INVESTMENTS TO THE TIAA-CREF
SMALL CAP INDEX FUND**

Mr. Muhart commented on the importance of the transition manager and their ability to most efficiently match buyers and sellers and facilitate the most cost effective transition. This solitary transition will be accomplished by Credit Suisse in one day. TIAA-CREF will function as an interim holding place for those funds until the Board has evaluated and approved asset allocations.

The motion *carried* unanimously.

(2) Request Board Adoption of Resolution No. 324, As Presented

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

THE BOARD OF COMMISSIONERS ADOPT RESOLUTION NO. 324, AS PRESENTED

The motion *carried* unanimously.

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

THE BOARD APPROVE THE MINUTES OF THE FINANCE COMMITTEE MEETING HELD NOVEMBER 19, 2008

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 November 18, 2008, a copy of which is attached to the Minutes on file in the Executive Office.

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

Dr. Long presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated November 17, 2008, 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 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 November 13, 2008, a copy of which is attached to the Minutes on file in the Executive Office, as well as Addendum 7.c (1).

Mrs. Durham *moved, seconded* by Mrs. Miller, 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 November 17, 2008, a copy of which is attached to the Minutes on file in the Executive Office, as well as Addendum 7.d (1).

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**

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.

On behalf of Dr. Snow, Dr. Marks presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated November 17, 2008, 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 PEMBROKE**

The motion *carried* unanimously.

f. Administrative Staff

Mr. Sacco recognized Patrick Schilling and Charlotte Tallant for their efforts in setting up the computers for use by Board members and Chiefs of Staff to allow for electronic viewing of Board meeting documentation.

Relative to the Central Energy Plant project at Memorial Hospital West and anticipated deferment of the tower, Mr. Sacco reported a discussion was held with the contractor, ANF Group, to determine if the scope of the project could be reduced without compromising the project. However, due to recent significant decreases in the cost of construction materials, management has decided to re-bid the project in two ways; full project and project of reduced scope. This action should result in significant cost savings.

(1) Quarterly Statistical Report for Period Ending 10/31/08; Mr. F. Sacco, President and Chief Executive Officer

Mr. Sacco reviewed the Quarterly Statistical Report for Period Ending October 31, 2008, a copy of which is attached to the Minutes on file in the Executive Office.

Although not reflected on this report, and for the first time in many years, he reported that system-wide volumes as a whole for admissions, surgeries and outpatient visits for the month of November 2008 were lower than those of November 2007. This is most likely attributable to an out-migration of population from Broward County and the loss of jobs and health insurance benefits. He also commented on the dramatic increase of Primary Care patients, with Dr. Ayala noting that the Miramar Primary Care Center is slated to open at the end of January 2009, with plans for expansion of the Hallandale Center and Mainstream Program, utilizing private physicians in the community.

Relative to business growth, Mr. Sacco requested that each hospital administrator coordinate a strategic planning session with their medical staff leadership after the first of the year, with the system-wide results of this collaboration reported to the Board by spring or early summer.

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

(1) Financial Report for the Month of October 2008

Mr. Muhart reviewed the Financial Report for the month of October 2008, 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 OCTOBER 2008

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 Resolution No. 323, a copy of which is attached to the Minutes on file in the Executive Office.

Mr. Jones *moved, seconded* by Mrs. Miller, 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) Medical Staff Malpractice Insurance Update

Mr. Barber reviewed the Medical Staff malpractice insurance update memorandum dated November 15, 2008, a copy of which is attached to the Minutes on file in the Executive Office.

It was noted that a total of 251 physicians were uninsured as of November 2008, representing 14.3% of the medical staff.

8. NEW BUSINESS

None to report.

9. COMMISSIONERS' COMMENTS

Each of the Commissioners wished everyone a happy, healthy holiday and New Year, as well as the following comments:

Mrs. Miller commended the accomplishments of Mr. Janser and the Memorial Foundations.

Mrs. Durham noted she enjoyed the use of the computer to view Board packet documentation.

Mr. Jones was pleased to see Memorial "going green," and stated he was still proud to be part of the System which continues to rise above. He also thanked the System for its role in sponsorship of the upcoming City of Dania Beach Martin Luther King, Jr. celebration.

10. ADJOURNMENT

There being no further business to come before the Board, Mr. Tynan declared the meeting adjourned at 6:45 p.m.

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

BY: _____

Kevin P. Tynan, Chairman

ATTEST: _____

Sara E. Wolfer, Secretary Treasurer