

**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**

March 26, 2008

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, March 26, 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	<i>(left meeting prior to Call to Order due to an emergency)</i>
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 February 27, 2008

There being no additions or corrections to the Minutes,

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

**THE BOARD APPROVE THE MINUTES OF THE
MEETING HELD FEBRUARY 27, 2008**

The motion *carried* unanimously.

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

a. **Finance Committee; Mrs. K. Durham, Chairman**
Minutes of Meeting Held 3/12/08

Mrs. Durham reviewed the Minutes of the Finance Committee meeting held March 12, 2008, a copy of which is attached to the Minutes on file in the Executive Office.

(1) Request Board Authorization to Conduct Interviews of AIG (VALIC) Retirement, Diversified Investment Advisors and the Principal Financial Group for Purposes of Selecting a Provider of 403(b) and 457(b) Plan Services

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

THE BOARD AUTHORIZE THE CONDUCTING OF INTERVIEWS OF AIG (VALIC) RETIREMENT, DIVERSIFIED INVESTMENT ADVISORS AND THE PRINCIPAL FINANCIAL GROUP FOR PURPOSES OF SELECTING A PROVIDER OF 403(B) AND 457(B) PLAN SERVICES

Per new governmental rules and regulations, the CEO commented on the Board's increased fiduciary responsibility to manage the District's Pension Fund, including the development of a single plan document. The District's current agent Jeffrey Slocum & Associates, recommends the District move toward adoption of one stand alone provider, as is becoming the nationwide standard throughout government, healthcare and education. The stand alone provider selected would be limited to offering approximately fifteen fund plans of all types, with fund performance being monitored by the District's agent.

Based on provider interviews, the Finance Committee will bring its recommendation back to the Board for approval.

The motion *carried* unanimously.

(2) Request Board Acceptance of the Pension Fund Investment Report for the Period Ending January 31, 2008

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

THE BOARD ACCEPT THE PENSION FUND INVESTMENT REPORT FOR THE PERIOD ENDING JANUARY 31, 2008

The motion *carried* unanimously.

(3) Request Board Acceptance of the Operating Fund Investment Performance Report for the Period Ending January 31, 2008

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

THE BOARD ACCEPT THE OPERATING FUND INVESTMENT PERFORMANCE REPORT FOR THE PERIOD ENDING JANUARY 31, 2008

The motion *carried* unanimously.

(4) Request Board Approval of the Refinancing of the Bank of America Bridge Loan with a Tax-Exempt Fixed Rate Bond Issue

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

THE BOARD APPROVE THE REFINANCING OF THE BANK OF AMERICA BRIDGE LOAN WITH A TAX- EXEMPT FIXED RATE BOND ISSUE

It was noted that the recently funded bridge loan taken out last week closed. To date, the District has realized an approximate \$10 million savings as a result of the 2003 and 2004 auction rate bond issuance versus fixed rate bonds.

The motion *carried* unanimously.

(5) Request the Board Interview Goldman Sachs, UBS, JPMorgan, Bank of America, Siebert Branford and Jackson Securities with the Intention to Select One Senior Manager and Two Co-Managers of which One Co-Manager Could be a Minority-Owned Firm for the Purpose of Underwriting a Tax-Exempt Fixed Rate Bond Issue to Refinance the Bank of America Bridge Loan

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

THE BOARD INTERVIEW GOLDMAN SACHS, UBS, JPMORGAN, BANK OF AMERICA, SIEBERT BRANFORD AND JACKSON SECURITIES WITH THE INTENTION TO SELECT ONE SENIOR MANAGER AND TWO CO-MANAGERS OF WHICH ONE CO-MANAGER COULD BE A MINORITY-OWNED FIRM FOR THE PURPOSE OF UNDERWRITING A TAX-EXEMPT FIXED RATE BOND ISSUE TO REFINANCE THE BANK OF AMERICA BRIDGE LOAN

Siebert Branford and Jackson Securities are both minority underwriters previously engaged by the District in its last fixed debt issue.

It was noted that the underwriter interviews have been scheduled for April 7, 2008, and a recommendation will be presented to the Board at the April Board meeting.

The motion *carried* unanimously.

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

**THE BOARD OF COMMISSIONERS APPROVE THE MINUTES OF
THE FINANCE COMMITTEE MEETING HELD MARCH 12, 2008**

The motion *carried* unanimously.

b. Building Committee; Mr. A. Jones, Chairman
Minutes of Meeting Held 3/14/08

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

(1) Request Board Approval of the Recommendation of the Following Ranking for the Construction Manager for the Joe DiMaggio Children's Hospital, Cancer Institute, and Related Parking Structure Projects:

1. ANF Group Inc.
2. Bovis Lend Lease

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

**THE BOARD APPROVE THE RECOMMENDATION OF THE
FOLLOWING RANKING FOR THE CONSTRUCTION MANAGER FOR
THE JOE DIMAGGIO CHILDREN'S HOSPITAL, CANCER INSTITUTE,
AND RELATED PARKING STRUCTURE PROJECTS:**

1. ANF GROUP INC.
2. BOVIS LEND LEASE

It was noted this is a GMP (Guaranteed Maximum Price) project. The District will begin negotiations with ANF Group, Inc. relative to profit and overhead percentages and some general conditions. Should negotiations with ANF Group prove unsuccessful, the District will move to negotiations with Bovis Lend Lease.

Two independent construction estimators will be engaged to provide a benchmark as to the cost of the project. The GMP must come in equal to or less than the estimated project cost.

All subcontracts will be hard bid (e.g. concrete, HVAC, electrical, plumbing, drywall). Should a savings from the GMP be realized, the District receives the differential. These funds would then be utilized toward any change orders, with the remainder of funds shared with the construction manager, contingent upon performance. This process has been successfully utilized on all of the System's major construction projects, typically resulting in a below market cost per square foot.

It is anticipated that groundbreaking for the Children's Hospital will commence in the fall of 2008, with underground and utility construction to begin in February 2009. However, construction timetables are preliminary and will be influenced by the outcome

of the current legislative cycle and its subsequent impact on the District's finances. Management is in the process of completing the Fiscal Year 2009 budget. Preliminarily, the budget has accounted for \$135 million towards an estimated \$150 million project for the Children's Hospital and \$25 million towards an estimated \$45 million for the Cancer Institute project.

It was noted that the Capital Campaign recently received a \$500,000 gift and has reached \$26.5 million toward its goal of \$36 million. Management remains optimistic regarding acquisition of another major gift. Significant fundraising for the Cancer Institute could move forward upon receipt of a major gift for the Children's Hospital.

The motion **carried** unanimously.

Mr. Al Fernandez, Jr. of ANF Group came forward and thanked the Board for its vote of confidence. He noted that ANF has worked hard for 20 years to be a partner with Memorial Healthcare System and the community and appreciates the continued opportunity to work with MHS. ANF will work with the System on pre-construction services to develop an affordable price for the project.

Mr. Jones commended the reliability and timeliness of ANF as reflected on past projects and looks forward to working with them again.

(2) Request Board Approval of Calvin, Giordano & Associates, Inc., Consul-Tech Enterprises, Inc. and Miller Legg to Provide the Memorial Healthcare System with Civil Engineering Services for Multiple Projects and that Contracts be Extended to Each Firm for a Three-Year Period

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

THE BOARD APPROVE CALVIN, GIORDANO & ASSOCIATES, INC., CONSUL-TECH ENTERPRISES, INC. AND MILLER LEGG TO PROVIDE THE MEMORIAL HEALTHCARE SYSTEM WITH CIVIL ENGINEERING SERVICES FOR MULTIPLE PROJECTS AND THAT CONTRACTS BE EXTENDED TO EACH FIRM FOR A THREE-YEAR PERIOD

Upon Board approval, these firms will be pre-approved, affording the System the opportunity to approach them on a project to project basis for civil engineering services over the next three years. The District has previously worked with all three South Broward firms.

Mr. Dennis Giordano of Calvin, Giordano & Associates came forward and thanked the Board for this opportunity. Mr. Giordano noted that his firm has been heavily involved in the City of Hollywood approval process for the Joe DiMaggio Children's Hospital project, and they look forward to continued work on this project and future projects.

Ms. Karen Chaperon of Miller Legg came forward and thanked the Board for the opportunity to work with the System again. Miller Legg previously worked on the Memorial Hospital West expansion and Memorial Hospital Miramar and looks forward to future projects.

The motion **carried** unanimously.

Mrs. Miller thanked and commended Mr. Jones for his leadership ability on the Building Committee and, particularly, on the Memorial Hospital West Cancer Center. She voiced her excitement regarding the Cancer Center's upcoming dedication, as well as the Image Recovery Center, which is the first of its kind in South Florida.

Mr. Jones praised the efforts of all those involved with the MHW Cancer Center project, specifically noting Mr. Sacco, the MHS leadership team, Mr. Schlemmer and Mr. Alcure.

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

THE BOARD APPROVE THE MINUTES OF THE BUILDING COMMITTEE MEETING HELD MARCH 14, 2008

The motion **carried** unanimously.

c. Contracts Committee; Mrs. S. Wolfer, Chairman
Minutes of Meeting Held 3/17/08

Mrs. Wolfer reviewed the Minutes of the Contracts Committee meeting held March 17, 2008, a copy of which is attached to the Minutes on file in the Executive Office.

(1) Request Board Approval of Agreement Between S.B.H.D. and Stuart Brown, M.D. and Tatyana Dubrovsky, M.D., On-Call Coverage and Professional Services for Pediatric Neurology

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

THE BOARD OF COMMISSIONERS APPROVE THE ON-CALL COVERAGE AND PROFESSIONAL SERVICES AGREEMENT FOR PEDIATRIC NEUROLOGY SERVICES WITH STUART BROWN, M.D. AND TATYANA DUBROVSKY, M.D.

Dr. Tatyana Dubrovsky came forward and thanked the Board for its support. Dr. Richard Auerbach also thanked the Board for its support of this essential service, noting JDCH has become a referral center, as many children's hospitals do not offer this service. He expressed his appreciation for the outstanding performance of both Drs. Borwn and Dubrovsky.

The motion **carried** unanimously.

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

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

The motion **carried** unanimously.

4. REPORT OF SPECIAL COMMITTEES

a. Debt Finance Committee; Mrs. K. Durham, Chairman
Minutes of Meeting Held 3/19/08

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

(1) Request Board Ratification of Actions with Respect to Final Negotiation, Acceptance And Execution of the Bank of America Bridge Loan That Will Refinance the District's Outstanding Series 2003 C and Series 2004 A & B Auction Rate Bonds

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

THE BOARD RATIFY THE ACTIONS WITH RESPECT TO FINAL NEGOTIATION, ACCEPTANCE AND EXECUTION OF THE BANK OF AMERICA BRIDGE LOAN THAT WILL REFINANCE THE DISTRICT'S OUTSTANDING SERIES 2003 C AND SERIES 2004 A & B AUCTION RATE BONDS

Mr. Tynan noted he was in attendance at the Debt Finance Committee meeting on 3/19/08 and affirmed that legal counsel and professionals in attendance collectively assured this was the correct course of action and met the parameters set forth in the Board Resolution.

The motion *carried* unanimously.

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

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

The motion *carried* unanimously.

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 March 18, 2008, 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 Amendment to the Rules and Regulations of the Medical Staff of Memorial Regional Hospital and the Allied Health Staff

Dr. Macaluso noted that the amendment presented for approval represents a correction to the Rules and Regulations. The language presented for approval had previously been incorporated in the Rules and Regulations and was inadvertently omitted during the revision process.

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

**THE BOARD APPROVE THE AMENDMENT TO THE RULES AND
REGULATIONS OF THE MEDICAL STAFF OF MEMORIAL REGIONAL
HOSPITAL AND THE ALLIED HEALTH STAFF**

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.

Dr. Auerbach presented the Executive Committee Report re recommendations for appointments, advancements, etc., dated March 4, 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 AS PRESENTED**

The motion *carried* unanimously.

(2) Request Board Approval of Amendment to the Rules and Regulations of the Medical Staff of Joe DiMaggio Children's Hospital and the Allied Health Staff

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

THE BOARD APPROVE THE AMENDMENT TO THE RULES AND REGULATIONS OF THE MEDICAL STAFF OF JOE DIMAGGIO CHILDREN'S HOSPITAL AND THE ALLIED HEALTH STAFF

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 March 11, 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 WEST AS PRESENTED

The motion *carried* unanimously.

(2) Request Board Approval of Amendment to the Rules and Regulations of the Medical Staff of Memorial Hospital West and the Allied Health Staff

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

THE BOARD APPROVE THE AMENDMENT TO THE RULES AND REGULATIONS OF THE MEDICAL STAFF OF MEMORIAL HOSPITAL WEST AND THE ALLIED HEALTH STAFF

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 March 14, 2008, 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 HOSPITAL MIRAMAR AS PRESENTED**

The motion *carried* unanimously.

**(2) Request Board Approval of Amendment to the Rules and Regulations of the
Medical Staff of Memorial Hospital Miramar and the Allied Health Staff**

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

**THE BOARD APPROVE THE AMENDMENT TO THE RULES AND
REGULATIONS OF THE MEDICAL STAFF OF MEMORIAL HOSPITAL
MIRAMAR AND THE ALLIED HEALTH STAFF**

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 March 14, 2008, 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 HOSPITAL PEMBROKE AS PRESENTED**

The motion *carried* unanimously.

**(3) Request Board Approval of Amendment to the Rules and Regulations of the
Medical Staff of Memorial Hospital Pembroke and the Allied Health Staff**

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

**THE BOARD APPROVE THE AMENDMENT TO THE RULES AND
REGULATIONS OF THE MEDICAL STAFF OF MEMORIAL HOSPITAL
PEMBROKE AND THE ALLIED HEALTH STAFF**

The motion *carried* unanimously.

f. Administrative Staff

No Report

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

(1) Financial Report for the Month of February 2008

Mr. Muhart presented the Financial Report for the month of February 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 FEBRUARY 2008

The motion ***carried*** unanimously.

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

No report

8. NEW BUSINESS

Homeowners Kay Bauer and Christina Hampton of the 3300 block of Garfield Street, Hollywood, FL, were recognized by the Chair. They each conveyed their dissatisfaction with the unresponsiveness and unwillingness of an MHS Property Management employee to meet with them and address their concerns regarding the differential between the property appraisal obtained by the District and that of the independent appraisals they secured at their own expense. Of particular concern was the upcoming deadline date of April 1, 2008, for homeowners to provide the District with their decisions relative to their choice of property option.

On behalf of Memorial Healthcare System, Mr. Sacco apologized to the residents for not being granted the opportunity to personally address their concerns with the Property Management Department. He assured the residents of his understanding of their concerns and noted that the System voluntarily approached the City of Hollywood relative to the offering of property purchase options subsequently presented to affected homeowners.

Mr. Sacco provided the Board with an overview of the options presented to affected homeowners, and Mr. Schlemmer provided a status report regarding the respective properties. Approximately 67 homes are affected by the project, and the District has closed on eight residences. Contracts have been secured on all residences immediately adjacent to the District's east property line, with the exception of one property that directly abuts the project. If the District were able to secure that property, Mr. Sacco discussed the possible development of a linear park for the community that would provide a substantial buffer for the neighborhood.

After further discussion, the CEO and Board agreed to a target resolution date of July 1, 2008, for these homeowners. Mr. Sacco assured them that Mr. David Schlemmer would be personally responsible for communicating with them relative to further discussion and reconciliation of their appraisals, also noting that the District would be willing to secure a second property appraisal.

Mr. Tynan expressed his appreciation to the homeowners for bringing their concerns to the Board.

9. COMMISSIONERS' COMMENTS

Mrs. Wolfer commended the staffs of Memorial Hospital Miramar and Memorial Hospital Pembroke for their hard work and good JCAHO survey reports, also noting the excellent Colorectal Cancer Awareness program recently presented by the Cancer Institute.

Mr. Jones advised that the City of Dania Beach will host the "Mayor's Kickball Classic" on March 29th at 10:00 a.m. at C.W. Thomas Park. He encouraged community participation in the "March for Michael" to honor a soldier killed in Afghanistan. The "Smiles are Contagious" website has been established in Michael's honor to accept donations toward provision of youth opportunities.

Mr. Jones also congratulated Mrs. Durham on the honor she will be receiving this week from the Florida Breast Cancer Initiative.

Mr. Tynan expressed his regrets on being unable to attend the dedication of the Memorial Hospital West Cancer Institute, remarking that it is a momentous occasion, and also thanked everyone for their participation in the meeting.

10. ADJOURNMENT

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