

**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**

**April 23, 2025**

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A Regular Meeting of the Board of Commissioners of the South Broward Hospital District (S.B.H.D.) was held in person, and by video and telephone conference, on Wednesday, April 23, 2025, at 5:30 p.m., in the Perry Board Room, 3111 Stirling Road, Hollywood, Florida, 33312.

The following members were present:

Ms. Elizabeth Justen	Chairwoman	In person
Mr. Steven Harvey	Vice Chairman	In person
Mr. Douglas Harrison	Secretary Treasurer	In person
Mr. Brad Friedman		In person
Ms. Laura Raybin Miller		In person

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**1. PUBLIC MEETING CERTIFICATION**

Ms. Linda Epstein, Interim General Counsel of Memorial Healthcare System, confirmed and provided certification that all public notice and open meeting (Sunshine) legal requirements had been complied with for this meeting.

**2. CALL TO ORDER**

There being a physical quorum present, Ms. Justen called the meeting to order at 5:30 p.m.

**3. ROLL CALL**

A roll call was taken. All Board members were present in person.

**4. PLEDGE OF ALLEGIANCE**

At the request of Ms. Justen, Ms. Miller led the Pledge of Allegiance.

**5. PUBLIC COMMENTS**

Ms. Justen noted that public participation is welcome, and that this was the only opportunity for members of the public to come forward with any comments. There were no comments from the public.

**6. PRESENTATIONS**

There were no presentations this month.

**7. APPROVAL OF MINUTES**

**a. Request Board Approval of the Minutes of the Fiscal Year 2026 Budget Workshop Held on April 7, 2025**

A copy of the Minutes is on file in the Executive Office.

Mr. Harvey ***moved, seconded*** by Mr. Harrison, that:

***THE BOARD OF COMMISSIONERS APPROVES THE MINUTES OF  
THE FISCAL YEAR 2026 BUDGET WORKSHOP HELD ON APRIL 7,  
2025***

Ms. Miller thanked Mr. David Smith, Executive Vice President and Chief Financial Officer of Memorial Healthcare System, and Mr. Irfan Mirza, Vice President of Corporate Finance, for their work in preparing for the Workshop.

The Motion ***carried*** unanimously.

**b. Request Board Approval of the Minutes of the Regular Board Meeting Held on March 27, 2025**

A copy of the Minutes is on file in the Executive Office.

Mr. Harrison ***moved, seconded*** by Mr. Friedman, that:

***THE BOARD OF COMMISSIONERS APPROVES THE MINUTES OF  
THE REGULAR BOARD MEETING HELD ON MARCH 27, 2025***

The Motion ***carried*** unanimously.

**8. BOARD REGULAR BUSINESS**

**a. Request Board Approval of the Revisions to the Joint Medical Staff Bylaws; Holly Neville, M.D., Chief Physician and Associate Chief Medical Officer of Memorial Healthcare System**

Dr. Neville gave details of the proposed revisions and took questions.

Mr. Harvey ***moved, seconded*** by Mr. Harrison, that:

***THE BOARD OF COMMISSIONERS APPROVES THE REVISIONS  
TO THE JOINT MEDICAL STAFF BYLAWS***

The Motion ***carried*** unanimously.

b. **Report from the President of the Medical Staff, Memorial Regional Hospital, Joe DiMaggio Children's Hospital, and Memorial Regional Hospital South; Nigel Spier, M.D.**

1) ***Request Board Approval of the Executive Committee Report Regarding Recommendations for Appointments, Advancements, etc.***

In the absence of Nigel Spier, M.D., Maria Pilar Gutierrez, M.D., presented the Executive Committee Report regarding recommendations for appointments, advancements, etc., convened on April 16, 2025, and submitted for consideration, a copy of which is on file in the Executive Office.

Mr. Harvey ***moved, seconded*** by Mr. Harrison, that:

**THE BOARD OF COMMISSIONERS APPROVES  
RECOMMENDATIONS OF THE EXECUTIVE COMMITTEE OF  
THE MEDICAL STAFF AT MEMORIAL REGIONAL  
HOSPITAL, JOE DIMAGGIO CHILDREN'S HOSPITAL, AND  
MEMORIAL REGIONAL HOSPITAL SOUTH**

The Motion ***carried*** unanimously.

c. **Report from the Chief of Staff, Memorial Hospital West; Fausto De La Cruz, M.D.**

1) ***Request Board Approval of the Executive Committee Report Regarding Recommendations for Appointments, Advancements, etc.***

Fausto De La Cruz, M.D., presented the Executive Committee Report regarding recommendations for appointments, advancements, etc., convened on April 14, 2025, and submitted for consideration, a copy of which is on file in the Executive Office.

Mr. Harvey ***moved, seconded*** by Mr. Harrison, that:

**THE BOARD OF COMMISSIONERS APPROVES  
RECOMMENDATIONS OF THE EXECUTIVE COMMITTEE OF  
THE MEDICAL STAFF AT MEMORIAL HOSPITAL WEST**

The Motion ***carried*** unanimously.

d. **Report from the Chief of Staff, Memorial Hospital Miramar; Juan Villegas, M.D.**

1) ***Request Board Approval of the Executive Committee Report Regarding Recommendations for Appointments, Advancements, etc.***

In the absence of Juan Villegas, M.D., Dr. Neville presented the Executive Committee Report regarding recommendations for appointments, advancements, etc., convened on April 9, 2025, and submitted for consideration, a copy of which is on file in the Executive Office.

Mr. Harvey ***moved, seconded*** by Mr. Harrison, that:

**THE BOARD OF COMMISSIONERS APPROVES  
RECOMMENDATIONS OF THE EXECUTIVE COMMITTEE OF  
THE MEDICAL STAFF AT MEMORIAL HOSPITAL MIRAMAR**

The Motion **carried** unanimously.

**e. Report from the Chief of Staff, Memorial Hospital Pembroke; Narendra Upadhyaya, M.D.**

**1) *Request Board Approval of the Executive Committee Report Regarding Recommendations for Appointments, Advancements, etc.***

Narendra Upadhyaya, M.D., presented the Executive Committee Report regarding recommendations for appointments, advancements, etc., convened on April 10, 2025, and submitted for consideration, a copy of which is on file in the Executive Office.

Mr. Harvey **moved, seconded** by Mr. Harrison, that:

**THE BOARD OF COMMISSIONERS APPROVES  
RECOMMENDATIONS OF THE EXECUTIVE COMMITTEE OF  
THE MEDICAL STAFF AT MEMORIAL HOSPITAL  
PEMBROKE**

The Motion **carried** unanimously.

**f. Financial Report; Mr. David Smith, Executive Vice President and Chief Financial Officer**

**1) *Request Board Approval of the Financial Report for the Month of March 2025***

Mr. Smith thanked the Board members for all the years of support and guidance they have given him.

Mr. Smith then presented the financial report for the month of March 2025, and took questions.

Mr. Harrison **moved, seconded** by Mr. Harvey, that:

**THE BOARD OF COMMISSIONERS APPROVES THE  
FINANCIAL REPORT FOR THE MONTH OF MARCH 2025**

Mr. Harrison voiced his gratitude for the work which Mr. Smith has done during his time at Memorial Healthcare System.

The Motion **carried** unanimously.

**2) *Request Board Approval of the Operating and Capital Budgets for Memorial Healthcare System for the Fiscal Year 2026***

Mr. Irfan Mirza introduced himself to the Board, and gave an overview of the Budget Workshop, at which the Operating and Capital Budgets were presented and discussed. Ms. Miller thanked Mr. Mirza and voiced her support for him as the Interim Chief Financial Officer for Memorial Healthcare System, after Mr. Smith's retirement. Mr. Harvey voiced his appreciation for the thorough and transparent budget. Mr. Harrison thanked Mr. Mirza for the detailed presentation, Mr. Mark Greenspan, Vice President of Construction and Property Management, for his detailed contribution, and Mr. Shane Strum, Interim President and Chief Executive Officer of Memorial Healthcare System. Mr. Friedman thanked Mr. Mirza for going through the budgets with him.

Mr. Harvey ***moved, seconded*** by Mr. Harrison, that:

**THE BOARD OF COMMISSIONERS APPROVES THE  
OPERATING AND CAPITAL BUDGETS FOR MEMORIAL  
HEALTHCARE SYSTEM FOR THE FISCAL YEAR 2026**

The Motion ***carried*** unanimously.

**g. Legal Report; Ms. Linda Epstein, Interim General Counsel, MHS**

Ms. Linda Epstein confirmed there was nothing to report this month.

Mr. Harrison thanked Ms. Epstein for bringing everything up to date. Ms. Justen thanked Ms. Epstein for being transparent.

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

**a. Building Committee Meeting Held on April 14, 2025; Mr. Brad Friedman, Chairman**

Mr. Friedman presented the Minutes of the Building Committee meeting held on April 14, 2025, a copy of which is on file in the Executive Office. Mr. Mark Greenspan gave details of the items discussed at the meeting, and took questions.

**1) *Request Board Acceptance of the Lowest Responsive and Responsible Bidder, Lee Construction Group, Inc., in the amount of \$1,306,200, for the Memorial Hospital Miramar Ultrasound X-Ray Room Relocation / ED Overflow Project, and Allocate a \$195,930 Contingency, to be Controlled by Memorial Healthcare System***

Mr. Harrison ***moved, seconded*** by Ms. Justen, that:

**THE BOARD OF COMMISSIONERS ACCEPTS THE LOWEST  
RESPONSIVE AND RESPONSIBLE BIDDER, LEE  
CONSTRUCTION GROUP, INC., IN THE AMOUNT OF  
\$1,306,200, FOR THE MEMORIAL HOSPITAL MIRAMAR  
ULTRASOUND X-RAY ROOM RELOCATION / ED**

**OVERFLOW PROJECT, AND TO ALLOCATE A \$195,930  
CONTINGENCY, TO BE CONTROLLED BY MEMORIAL  
HEALTHCARE SYSTEM**

The Motion **carried** unanimously.

Mr. Friedman thanked Ms. Miller for her comments on the presentation, and voiced his appreciation to Mr. Greenspan for his work.

**2) Request Board Approval of the Minutes of the Building Committee Meeting Held on April 14, 2025**

Ms. Justen **moved, seconded** by Mr. Harrison, that:

**THE BOARD OF COMMISSIONERS APPROVES THE  
MINUTES OF THE BUILDING COMMITTEE MEETING HELD  
ON APRIL 14, 2025**

The Motion **carried** unanimously.

**b. Contracts Committee Meeting Held on April 17, 2025; Mr. Steven Harvey, Chairman**

Mr. Harvey presented the Minutes of the Contracts Committee Meeting held on April 17, 2025, a copy of which is on file in the Executive Office. Mr. Whaley, Interim Chief Operating Officer of Memorial Healthcare System, then gave details of the individual contracts, and took questions.

**1) Request Board Approval of the New Physician Employment Agreement between Vincente Lemes, M.D., for Pediatric Cardiology, and South Broward Hospital District**

Ms. Justen **moved, seconded** by Mr. Harrison, that:

**THE BOARD OF COMMISSIONERS APPROVES THE NEW  
PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN  
VINCENTE LEMES, M.D., FOR PEDIATRIC CARDIOLOGY,  
AND SOUTH BROWARD HOSPITAL DISTRICT**

The Motion **carried** unanimously.

**2) Request Board Approval of the New Physician Employment Agreement between Ari Bennett, M.D., for Electrophysiology, and South Broward Hospital District**

Ms. Justen **moved, seconded** by Mr. Harrison, that:

**THE BOARD OF COMMISSIONERS APPROVES THE NEW  
PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN ARI  
BENNETT, M.D., FOR ELECTROPHYSIOLOGY, AND SOUTH  
BROWARD HOSPITAL DISTRICT**

The Motion **carried** unanimously.

- 3) ***Request Board Approval of the Renewal Physician Employment Agreement between Lisa Kenigsberg Fechter, M.D., for Pediatric Endocrinology, and South Broward Hospital District***

Ms. Justen ***moved, seconded*** by Mr. Harrison, that:

***THE BOARD OF COMMISSIONERS APPROVES THE  
RENEWAL PHYSICIAN EMPLOYMENT AGREEMENT  
BETWEEN LISA KENIGSBERG FECHTER, M.D., FOR  
PEDIATRIC ENDOCRINOLOGY, AND SOUTH BROWARD  
HOSPITAL DISTRICT***

The Motion ***carried*** unanimously.

- 4) ***Request Board Approval of the Minutes of the Contracts Committee Meeting Held on April 17, 2025***

Mr. Harrison ***moved, seconded*** by Ms. Justen, that:

***THE BOARD OF COMMISSIONERS APPROVES THE  
MINUTES OF THE CONTRACTS COMMITTEE MEETING  
HELD ON APRIL 17, 2025***

The Motion ***carried*** unanimously.

c. **Audit and Compliance Committee Meeting Held on April 17, 2025; Mr. Steven Harvey, Chairman**

Mr. Harvey presented the Minutes of the Audit and Compliance Committee meeting held on April 17, 2025, a copy of which is on file in the Executive Office. Ms. Denise DiCesare, Chief Compliance and Internal Audit Officer, then presented the third quarterly report for the fiscal year 2025, and other items discussed during the Committee Meeting.

- 1) ***Request Board Approval of the Fiscal Year 2026 Audit and Compliance Work Plan***

Ms. Justen ***moved, seconded*** by Mr. Harvey, that:

***THE BOARD OF COMMISSIONERS APPROVES THE FISCAL  
YEAR 2026 AUDIT AND COMPLIANCE WORK PLAN***

The Motion ***carried*** unanimously.

- 2) ***Request Board Approval of the Minutes of the Audit and Compliance Committee Meeting Held on April 17, 2025***

Ms. Justen ***moved, seconded*** by Mr. Friedman, that:

***THE BOARD OF COMMISSIONERS APPROVES THE  
MINUTES OF THE AUDIT AND COMPLIANCE COMMITTEE  
MEETING HELD ON APRIL 17, 2025***

The Motion ***carried*** unanimously.

d. **Finance Committee Meeting Held on April 17, 2025; Ms. Elizabeth Justen, Chairwoman**

Ms. Justen presented the Minutes of the Finance Committee Meeting held on April 17, 2025, a copy of which is on file in the Executive Office. Mr. Veda Rampat, Vice President and Treasurer, then gave details of the items discussed at the meeting, and took questions.

1) ***Request Board Acceptance of the Actuarial Report from Willis Towers Watson for the Retirement Plan for Employees of the South Broward Hospital District for the 2024 / 2025 Plan Year***

Ms. Denise Miller from Willis Towers Watson was attending the meeting remotely, to address any comments or questions.

Mr. Harrison ***moved, seconded*** by Mr. Harvey, that:

***THE BOARD OF COMMISSIONERS ACCEPTS THE  
ACTUARIAL REPORT FROM WILLIS TOWERS WATSON  
FOR THE RETIREMENT PLAN FOR EMPLOYEES OF THE  
SOUTH BROWARD HOSPITAL DISTRICT FOR THE  
2024 / 2025 PLAN YEAR***

The Motion ***carried*** unanimously.

2) ***Request Board Approval of a One-Time Employee Special Discretionary Recognition Payout for Fiscal Year 2025***

Ms. Justen confirmed that the Board wished to recognize the dedication and hard work carried out every day by the staff. Mr. Harrison thanked Ms. Margie Vargas, Senior Vice President and Chief Human Resources Officer, for overseeing the process.

Mr. Harvey ***moved, seconded*** by Mr. Friedman, that:

***THE BOARD OF COMMISSIONERS APPROVES A ONE-TIME  
EMPLOYEE SPECIAL DISCRETIONARY RECOGNITION  
PAYOUT FOR FISCAL YEAR 2025***

The Motion ***carried*** unanimously.

3) ***Request Board Approval to Purchase the Same Day Surgery Center at Memorial Hospital West***

Mr. Joseph Stuczynski, Chief Executive Officer of Memorial Hospital West, gave further details, stating that the hospital's smaller cases could be moved to the Same Day Surgery Center, to help avoid overcrowding at the hospital.

Mr. Friedman ***moved, seconded*** by Mr. Harrison, that:



**THE BOARD OF COMMISSIONERS APPROVES TO  
PURCHASE THE SAME DAY SURGERY CENTER AT  
MEMORIAL HOSPITAL WEST**

The Motion **carried** unanimously.

**4) Request Board Approval of the Minutes of the Finance Committee Meeting Held  
on April 17, 2025**

Mr. Harrison **moved, seconded** by Ms. Miller, that:

**THE BOARD OF COMMISSIONERS APPROVES THE  
MINUTES OF THE FINANCE COMMITTEE MEETING HELD  
ON APRIL 17, 2025**

The Motion **carried** unanimously.

**10. REPORT OF SPECIAL COMMITTEES**

None.

**11. ANNOUNCEMENTS**

None.

**12. UNFINISHED BUSINESS**

None.

**13. NEW BUSINESS**

None.

**14. PRESIDENT'S COMMENTS**

Mr. Strum began by wishing Mr. Harvey a very Happy Birthday, and thanking Mr. Stuczynski for his work on the Same Day Surgery Center. He praised Mr. Smith's contribution to Memorial over the years, and that Mr. Mirza was stepping into big shoes once Mr. Smith retired.

Mr. Strum began his presentation by reporting on the innovative T-Cell Receptor Therapy program for cancer patients, one of whom is a family member of a former Memorial staff member. The family kindly gave permission for a video to be shared, which gave details of the treatment process they are going through.

The Better Together Governance Committee, consisting of a number of community partners, met to set benchmarks and goals for upcoming initiatives in primary care, maternal health and food insecurity.

Memorial Regional Hospital and Memorial Hospital West earned national recognition from Optum, being designated as Centers of Excellence for transplants.

April is National Volunteer Month, and Memorial's volunteers were recognized for their time and support.

A total of 26 kidney transplants were carried out in March, which is a record number in a month for Memorial.

\$24M has been generated in grants for the fiscal year 2025; this is the most successful year ever for Memorial and Mr. Strum thanked the Grants team for their hard work.

\$466K has been approved to support projects for the Memorial and Joe DiMaggio Children's Hospital Foundations.

He recognized various staff, including Michael Estreicher, M.D., who has volunteered his time and expertise in Zambia. Dr. Estreicher was present at the meeting, and gave further details of his work in Zambia, helping to build sustainable solutions for food, water and health. He also informed the Board of a device which can be installed in a smartphone to scan pregnant mothers and babies, at a cost of only \$3K each. Mr. Harrison asked that funding for these devices be included in the budget for next year. Mr. Friedman suggested creating a 'Hub' to provide information and receive donations.

Mr. Strum gave details of finance and growth for each of Memorial's hospitals, and for the System, showing good results over the prior year.

A video was then shown of a news report relating to a Memorial Hospital West Rehabilitation Center patient. The patient was paralyzed after a shooting and was not expected to walk again. However, after using aquatic therapy, and with help from Scrunchie, one of Memorial's therapy dogs, she is taking her first steps towards hopefully being able to walk again.

#### **15. CHAIRWOMAN'S COMMENTS**

Ms. Justen allowed the other Board members to give their comments first.

She then informed staff that they were welcome to reach out to the Board members at any time. She acknowledged that Memorial was going through challenging times, but was grateful for the staff's focus and commitment, which she opined was what defines the organization. She asked that everyone stand together as we move forward.

She confirmed that the next Regular Board meeting will take place at 3111 Stirling Road in the Perry Board Room, on Tuesday, May 27, 2025.

#### **16. COMMISSIONERS' COMMENTS**

Ms. Miller thanked all the staff for their hard work. She was honored to work with everyone and loved how Memorial is moving forward.

Mr. Friedman thanked the staff at Memorial Regional Hospital for their professionalism and compassion in treating a family member of his who had broken their ankle. He congratulated Mr. Smith on his incredible career, and for his contribution to Memorial's success over the years. He thanked Mr. Strum for his continued hard work.

Mr. Harrison thanked everyone for their hard work, especially Mr. Strum. He stated that he wanted comprehensive healthcare throughout Broward County, and asked Mr. Strum to make this a reality.

Mr. Harvey reported that the previous week he had felt some chest pain, and was concerned, as heart issues run in his family. Dr. Neville advised him to attend Memorial Regional Hospital, where he was treated professionally and with compassion by the staff. He thanked Dr. Neville for her advice, and Randy Katz, D.O., and the entire team who looked after him and reassured him during his visit, noting that this was the Memorial culture, which the staff exhibit every day. In addition, he stressed that taxpayers' money should not fund the upgrades to Memorial Regional Hospital.

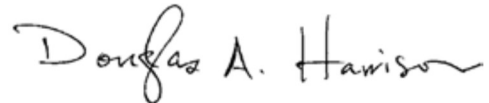
**17. ADJOURNMENT**

There being no further business to come before the Board, Ms. Justen declared the meeting adjourned at 7:14 p.m.

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



BY: \_\_\_\_\_  
Elizabeth Justen, Chairwoman



ATTEST: \_\_\_\_\_  
Douglas Harrison, Secretary Treasurer