

**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**

**March 27, 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 Thursday, March 27, 2025, at 5:30 p.m., in the Mediterranean Conference Room, Memorial Hospital Miramar, 1901 SW 172<sup>nd</sup> Avenue, Miramar, Florida, 33029.

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
Dr. Luis Orta		In person
Ms. Laura Raybin Miller		In person

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**1. PUBLIC MEETING CERTIFICATION**

Ms. Linda Epstein, Interim General Counsel, 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 5:35 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, Mr. Harvey 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**

### a. **Memorial Hospital Miramar; Mr. Stephen Demers, Chief Executive Officer of Memorial Hospital Miramar**

Mr. Demers welcomed the Board members to Memorial Hospital Miramar, which has been celebrating its 20<sup>th</sup> anniversary this month, having opened on March 17, 2005.

He gave a presentation on the hospital's first 20 years, highlights of which included the first baby being born just half an hour after the hospital opened, and scenes from the film "Marley and Me" being filmed on site.

He gave details of the hospital's current services, and awards, accreditations, and certifications, and shared photographs of the staff, including the hospital's founding members, celebrating its 20<sup>th</sup> anniversary.

He ended the presentation by looking ahead to the next 20 years, where the hospital will focus on expansion, and providing destination services to meet the needs of the community.

Ms. Justen congratulated everyone who has been at the hospital over the last 20 years, and thanked Mr. Demers for hosting the Board meeting.

## 7. **APPROVAL OF MINUTES**

### a. **Request Board Approval of the Minutes of the Regular Board Meeting Held on February 27, 2025**

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

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

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

The Motion ***carried*** unanimously.

## 8. **BOARD REGULAR BUSINESS**

### a. **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.***

Nigel Spier, M.D., presented the Executive Committee Report regarding recommendations for appointments, advancements, etc., convened on March 19, 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.

**b. 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 March 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 WEST**

The Motion **carried** unanimously.

**c. 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.***

Juan Villegas, M.D., presented the Executive Committee Report regarding recommendations for appointments, advancements, etc., convened on March 12, 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.

**2) *Request Board Approval for the Creation of a New Department at Memorial Hospital Miramar: Department of Anesthesiology, with the Appointment of Clint Christensen, D.O., as Department Chief, and Marisol Perales, M.D., as Department Vice Chief***

Holly Neville, M.D., Chief Physician and Associate Chief Medical Officer for Memorial, reported that this request is being made, as the number of full time staff has reached

a total of 32. She confirmed that the request has been approved by the Bylaws Committee, and the Medical Executive Committees at each facility.

Dr. Neville took questions, confirming that Memorial Hospital Pembroke and Memorial Regional Hospital South do not have independent Anesthesiology departments. She further confirmed that some of the hospitals do not have enough Anesthesiology staff to warrant the creation of a department at this stage; however, this could change if the numbers increase in the future.

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

**THE BOARD OF COMMISSIONERS APPROVES FOR THE  
CREATION OF A NEW DEPARTMENT AT MEMORIAL  
HOSPITAL MIRAMAR: DEPARTMENT OF  
ANESTHESIOLOGY, WITH THE APPOINTMENT OF CLINT  
CHRISTENSEN, D.O., AS DEPARTMENT CHIEF, AND  
MARISOL PERALES, M.D., AS DEPARTMENT VICE CHIEF**

The Motion *carried* unanimously.

d. **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.***

In the absence of Narendra Upadhyaya, M.D., Fausto De La Cruz, M.D., presented the Executive Committee Report regarding recommendations for appointments, advancements, etc., convened on March 13, 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.

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

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

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

Dr. Orta *moved, seconded* by Mr. Harvey, that:

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

The Motion ***carried*** unanimously.

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

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

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

a. **Contracts Committee Meeting Held on March 17, 2025; Mr. Steven Harvey, Chairman**

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

1) ***Request Board Approval of the New Physician Employment Agreement between Michael Kader, M.D., for Neurosurgery Services, and South Broward Hospital District***

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

***THE BOARD OF COMMISSIONERS APPROVES THE NEW  
PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN  
MICHAEL KADER, M.D., FOR NEUROSURGERY SERVICES,  
AND SOUTH BROWARD HOSPITAL DISTRICT***

The Motion ***carried*** unanimously.

2) ***Request Board Approval of the New Physician Employment Agreement between Maria Pilar Gutierrez, M.D., for Medical Director, Pediatric Infectious Disease Services, and South Broward Hospital District***

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

***THE BOARD OF COMMISSIONERS APPROVES THE NEW  
PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN MARIA  
PILAR GUTIERREZ, M.D., FOR MEDICAL DIRECTOR,  
PEDIATRIC INFECTIOUS DISEASE SERVICES, AND SOUTH  
BROWARD HOSPITAL DISTRICT***

The Motion ***carried*** unanimously.

3) ***Request Board Approval of the New Physician Employment Agreement between Robert Reid, M.D., for Medical Director, Infection Control / Antibiotic Stewardship Program Services, and South Broward Hospital District***

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

***THE BOARD OF COMMISSIONERS APPROVES THE NEW  
PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN  
ROBERT REID, M.D., FOR MEDICAL DIRECTOR, INFECTION***

**CONTROL / ANTIBIOTIC STEWARDSHIP PROGRAM  
SERVICES, AND SOUTH BROWARD HOSPITAL DISTRICT**

The Motion ***carried*** unanimously.

- 4) ***Request Board Approval of the New Physician Employment Agreement between Nitin Sharma, M.D., for Urology Services, and South Broward Hospital District***

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

**THE BOARD OF COMMISSIONERS APPROVES THE NEW  
PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN NITIN  
SHARMA, M.D., FOR UROLOGY SERVICES, AND SOUTH  
BROWARD HOSPITAL DISTRICT**

The Motion ***carried*** unanimously.

- 5) ***Request Board Approval of the Renewal Physician Employment Agreement between Christopher DeMassi, M.D., for Chief, Adult Neurosurgery and Neurosciences (MHS) Services, and South Broward Hospital District***

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

**THE BOARD OF COMMISSIONERS APPROVES THE  
RENEWAL PHYSICIAN EMPLOYMENT AGREEMENT  
BETWEEN CHRISTOPHER DEMASSI, M.D., FOR CHIEF,  
ADULT NEUROSURGERY AND NEUROSCIENCES (MHS)  
SERVICES, AND SOUTH BROWARD HOSPITAL DISTRICT**

The Motion ***carried*** unanimously.

- 6) ***Request Board Approval of the Renewal Physician Employment Agreement between Tarek Zakaria, M.D., for Chief, Adult Neurology, and Medical Director, Epilepsy Programs Services, and South Broward Hospital District***

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

**THE BOARD OF COMMISSIONERS APPROVES THE  
RENEWAL PHYSICIAN EMPLOYMENT AGREEMENT  
BETWEEN TAREK ZAKARIA, M.D., FOR CHIEF, ADULT  
NEUROLOGY, AND MEDICAL DIRECTOR, EPILEPSY  
PROGRAMS SERVICES, AND SOUTH BROWARD HOSPITAL  
DISTRICT**

The Motion ***carried*** unanimously.

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

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

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

The Motion **carried** unanimously.

**b. Finance Committee Meeting Held on March 17, 2025; Ms. Elizabeth Justen, Chairwoman**

Ms. Justen presented the Minutes of the Finance Committee Meeting held on March 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.

Mr. Rampat confirmed that a final Board Motion would be brought back to a subsequent Finance Committee Meeting, regarding the Retirement Plan's Global Equity Manager Review, after the Legal Department had concluded its review of the Investment Policy Statement changes and Investment documents. This Motion would then be brought to the next Regular Board Meeting.

Ms. Miller congratulated Mr. Rampat on the very impressive portfolio.

**1) *Request Board Approval of the Required Changes to the Operating Fund Investment Policy Statement in Connection with the Recommendation to Split the Intermediate Fixed Income Mandate into Separate Intermediate Treasury and Credit Mandates***

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

**THE BOARD OF COMMISSIONERS APPROVES THE  
REQUIRED CHANGES TO THE OPERATING FUND  
INVESTMENT POLICY STATEMENT IN CONNECTION WITH  
THE RECOMMENDATION TO SPLIT THE INTERMEDIATE  
FIXED INCOME MANDATE INTO SEPARATE INTERMEDIATE  
TREASURY AND CREDIT MANDATES**

The Motion **carried** unanimously.

At the request of Mr. Harrison, Mr. Alfredo Avalos, Senior Director of Security, gave an overview of the security presentation which was given at the Finance Committee Meeting.

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

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

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

The Motion **carried** unanimously.

**c. Building Committee Meeting Held on March 18, 2025; Mr. Brad Friedman, Chairman**

Mr. Friedman presented the Minutes of the Building Committee meeting held on March 18, 2025, a copy of which is on file in the Executive Office.

Mr. Friedman reported that the bid award recommendation would be deferred to the next Building Committee meeting, in order to correct a scrivener's error.

**1) Request Board Approval of the Minutes of the Building Committee Meeting Held on March 18, 2025**

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

***THE BOARD OF COMMISSIONERS APPROVES THE  
MINUTES OF THE BUILDING COMMITTEE MEETING HELD  
ON MARCH 18, 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 Ms. Miller a very Happy Birthday.

He began his presentation by reporting on Memorial Hospital Miramar's 20<sup>th</sup> Anniversary celebrations. The first baby born after the hospital opened, after only 33 minutes, returned to help celebrate the anniversary, together with nurses, physicians, and founding staff members. A video of the celebrations was shown, and he congratulated Mr. Demers on the milestone. He also reported on the Interventional Radiology Laboratory ribbon cutting ceremony, which formed part of the pre-meeting tour of the hospital.

He paid tribute to Enrique Gongora, M.D., former Medical Director of Memorial's Adult Heart Transplant and Mechanical Circulatory Support Program at the Memorial Cardiac and Vascular Institute, who passed away in November 2024.

He reported on the groundbreaking ceremony for Memorial's Freestanding Emergency Department in Miramar, which took place on March 25, 2025. Randy Katz, D.O., Medical Director of Emergency



Services at Memorial, then spoke of the importance of the Emergency Department to service the growing population in an area where there are not many other facilities, and how this will free up the Emergency Departments in the hospitals. He noted how Memorial's competitors are building and the need for us to stay competitive in the market. He was happy to see the project moving forward, and anticipated around 30,000 patients in the first year. Mr. Strum then showed a video of the groundbreaking ceremony.

He congratulated Atif Hussein, M.D., Medical Director for Oncology Cancer Research at the Memorial Cancer Institute, who has successfully secured a grant for \$1.3M for Glioblastoma early detection and precision therapy research. Dr. Hussein then spoke about his work as an Oncology Physician, and the department's continued application for funding, and thanked Mr. Strum for his support and assistance. Mr. Strum voiced his appreciation for Dr. Hussein and his team, and for Dr. Hussein's passion for his work.

He recognized various staff who have received awards and achieved milestones, including the Memorial Rehab Sharks Wheelchair Basketball Team, which has qualified for the National Division One Wheelchair Basketball Championship Series.

He gave details of finance and growth for each of Memorial's hospitals, and for the System, which showed an increase in patient visits and revenue over the prior year.

He ended his presentation by showing a video of a terminally ill patient at Memorial Hospital West, who married his partner of 25 years at the hospital days before he passed. With just an hour's notice, the staff bought flowers and a cake, and made a dress from a tablecloth and a veil from napkins. He commended the staff for their compassion, and for fulfilling the patient's greatest wish.

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

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

She thanked Mr. Strum for assisting Memorial with the two Freestanding Emergency Departments and the "Better Together" initiative, which she opined demonstrated his commitment to Memorial. She noted his vision for growth and expansion.

She congratulated Mr. Strum on receiving the Becker's Healthcare Great Leaders in Healthcare Award, and presented him with a framed newspaper article regarding his appointment as Interim Chief Executive Officer of Memorial Healthcare System.

She thanked Mr. Demers, Ms. Kimberly Carlo, Executive Assistant, Ms. Yazmin Roman Montes, Administrative Assistant, and the administrative team from Memorial Hospital Miramar for hosting the meeting. She also thanked Chef Peter Kersley and his catering team for the dinner, and the IT team for their ongoing support of the meetings.

She confirmed that the next Regular Board meeting will take place at 3111 Stirling Road in the Perry Board Room, on Wednesday, April 23, 2025.

Finally, she confirmed that the Board members take their job very seriously, and dedicate time out of their days to perform what is required of them. She added that they are part of the Memorial family and are doing everything they can to make Memorial a better System.

**16. COMMISSIONERS' COMMENTS**

Dr. Orta thanked the staff at Memorial Hospital Miramar for hosting the Board meeting, and congratulated them on the 20<sup>th</sup> anniversary. He addressed the changes at Memorial and how this was affecting some staff. He brought a message of peace and encouraged the Executive team to come up with some viable solutions to the situation.

Mr. Friedman thanked Dr. Hussein for his passion for his work, and Mr. Strum for his leadership. He also thanked Dr. Neville, Dr. Katz, and Alvaro Visbal, M.D., Medical Director of Critical Care Medicine at Memorial. He addressed the changes at Memorial and asked everyone to remember that its physicians are the foundation of the System.

Ms. Miller thanked everyone for their hard work, in particular Mr. Whaley and Ms. Epstein for giving so much of their time to Memorial. She asked Mr. Strum to ensure that the community was made aware of the Freestanding Emergency Departments. She thanked everyone for her birthday card and cake and for Memorial Hospital Miramar's hospitality.

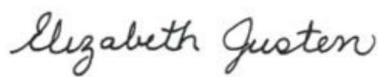
Mr. Harrison echoed the sentiments of the other Board members who had spoken. He thanked and congratulated Dr. Hussein for securing the \$1.3M grant. He introduced Mr. Andrew Fernandez, Corporate Client Technology Manager, to the Board, and thanked him for his assistance with his laptop. He congratulated City of Miramar Commissioner Avril Cherasard and Fire Chief Jermaine McFarlane on their recent appointments. He addressed the changes at Memorial and stated he trusted the process, and totally supported Mr. Strum. He confirmed that Joe DiMaggio Children's Hospital will not be closed. He noted how Mr. Frank Sacco, former President and Chief Executive Officer of Memorial, had tried to bring the two Districts together, and he hoped that in the future he would be able to receive healthcare within the North Broward Hospital District. In addition, he reminded everyone that anyone can now build in Broward County, as the Certificate of Need ('CON') law no longer existed. He opined that within our geographical area, we have a golden opportunity to work together. Finally, he passed on his thanks to Mr. Aurelio Fernandez, Interim Chief Executive Officer of Memorial Regional Hospital, Mr. Whaley, Mr. Demers, and Ms. Felica Turnley, Chief Executive Officer of Memorial Hospital Pembroke. He also thanked the entire staff for their hard work.

Mr. Harvey addressed the changes at Memorial and asked that everyone trust the process. He confirmed that this was not being approached in a frivolous way, and that the Compliance and Internal Audit Department was monitoring this. He stated that it was important to look at efficiency and tough decisions had to be made.

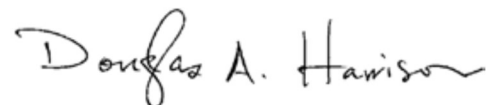
**17. ADJOURNMENT**

There being no further business to come before the Board, Ms. Justen declared the meeting adjourned at 7:39 p.m.

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



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



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