

North Broward Hospital District Board Of Commissioners
1700 Northwest 49th Street, Suite #150, Ft. Lauderdale, 33309

**RESCHEDULED JUNE 2019
REGULAR BOARD MEETING
1:00 pm, July 9th, 2019**

The Regular meeting of the Board of Commissioners of the North Broward Hospital District was held at 1:00 p.m. on July 9th, 2019 at the Broward Health Corporate Spectrum location, 1700 Northwest 49 Street, Fort Lauderdale, Florida.

1. **NOTICE**

Notice of this meeting is attached to the official Minutes as EXHIBIT I. The official Agenda for this meeting, as presented for the consideration of the Board, is attached to the official Minutes as EXHIBIT II.

This meeting was live streamed and is also available for viewing on the Broward Health website.

2. **CALL TO ORDER**

There being a quorum present, the meeting was called to order by Chairman Klein at 1:12 pm

3. **BOARD MEMBERS**

Commissioners:

Present:

Commissioner Andrew M. Klein, Chair
Commissioner Ray T. Berry, Secretary/Treasurer
Commissioner Nancy W. Gregoire
Commissioner Stacy L. Angier
Commissioner Marie C. Waugh

Not Present:

Commissioner Christopher T. Ure, Vice Chair

Senior Leadership:

Additionally Present: Gino Santorio/President/CEO, Alan Goldsmith/CAO, Alex Fernandez/
CFO, Linda Epstein/General Counsel, Jerry Del Amo/Managing Sr.
Associate, General Counsel, Brett Bauman/Associate General Counsel,
Nigel Crooks/Chief Internal Auditor

4. **THE PLEDGE OF ALLEGIANCE** Ray T. Berry

* Pastor Alan Jackson led the public meeting with an invocation.

5. **PUBLIC COMMENTS** None

6. **APPROVAL OF MINUTES**

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Approve May 29, 2019 Regular Board meeting minutes.

MOTION It was *moved* by Commissioner Angier, *seconded* by Commissioner Gregoire, to:

APPROVE THE REGULAR BOARD MEETING MINUTES, DATED MAY 29, 2019.

Motion *carried* unanimously.

7. **CHIEF MEDICAL STAFF UPDATES** 7.1.-7.4.

Medical staff updates were given by Dr. Lehr for Broward Health North and Dr. Morrison for Broward Health Medical Center. Both Dr. Penate with Broward Health Coral Springs and Dr. Jensen with Broward Health Imperial Point, were absent.

8. **PRESENTATIONS**

President/CEO Update, Gino Santorio

Mr. Santorio presented his full monthly report highlighting the five pillars of the organization and progress at each of the facilities. In closing, Mr. Santorio took a moment to commemorate and formally honor the Board of Commissioners by giving them each a plaque that citing quotes from the Sun-Sentinel on achievements the Board was directly responsible for.

9. **CONSENT AGENDA**

- 9.1. Medical Credentialing approval for BHMC, BHN, BHIP, BHCS
- 9.2. Acceptance of the Interim Financial Statement for the month of May, 2019
- 9.3. Systemwide, approve fully integrated Pharmacy Retail Management System, Script-Pro Inc.
- 9.4. Broward Health Medical Center, approve Psychiatry On-Call Coverage
- 9.5. Systemwide, approve funding for Locum Tenens Coverage
- 9.6. Approve specified changes to ensure compliance for Healthcare for the Homeless Grant, HRSA
- 9.7. GA-004-001 Compliance Department and Human Resource Protocol
- 9.8. GA-004-004 Duty to Report
- 9.9. GA-004-305 Non-Retaliation or Retribution

MOTION It was *moved* by Commissioner Gregoire, *seconded* by Commissioner Berry, that:

ITEMS 9.1. THROUGH 9.9. ON THE CONSENT AGENDA BE APPROVED.

Motion *carried* unanimously.

10. DISCUSSION AGENDA

10.1. Appointment of the Board of Directors of Broward Health ACO, Services, Inc.

MOTION It was *moved* by Commissioner Berry, *seconded* by Commissioner Angier, that:

**AS THE SOLE MEMBER OF THE BROWARD HEALTH ACO SERVICES, INC.,
APPOINT THE EIGHT INDIVIDUALS TO SERVE AS MEMBERS OF THE ACO
BOARD OF DIRECTORS.**

Motion *carried* unanimously.

10.2. Announcement of Special Board Meeting related to Tax Exhibit and scheduling Tax Hearings

MOTION It was *moved* by Commissioner Angier, *seconded* by Commissioner Gregoire, that:

**TO CALL A SPECIAL BOARD MEETING FOR THE PURPOSE OF
ESTABLISHING THE TAX HEARINGS, AND ISSUING TAX NOTICES AND
EXHIBITS AS APPROPRIATE.**

Motion *carried* unanimously.

11. COMMENTS BY COMMISSIONERS

There were no closing comments given by the Board.

12. CLOSING OF PUBLIC SESSION AND OPENING OF ATTORNEY-CLIENT SESSION UNDER 286.011, F.S.

Chairman Klein read the following statement for the record.

On the May 22nd, 2019, Legal Committee public meeting, Former Interim General Counsel Gabe Imperato requested the opportunity to speak to the board in private regarding settlement negotiations and strategy sessions related to the district's litigation expenditures of pending litigation.

Mr. Imperato acknowledged his request and again requested at the May 29th, 2019, Regular Board meeting that the board call a shade session specifically for these attorney/client discussions pertaining to the following cases pending in the Circuit Court of the 17th Judicial Circuit in and for Broward County, Florida.

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Pauline Grant v. North Broward Hospital District d/b/a Broward Health, Lynn Barrett, Rocky Rodriguez, Christopher Ure, Linda Robison and Beverly Capasso, Case No. CACE 16-022981. District d/b/a Broward Health, Case No. CACE 17-022221 and CACE 17-009406, which were recently consolidated into one case.

In all three cases the North Broward Hospital District is represented by Mr. Ed Pozzuoli and Mr. Paul Lopez as legal counsel.

Pursuant to Section 286.011 (8) (d) Florida Statutes, I'm announcing that the closed meeting is about to begin, and will last approximately one hour.

The people who will be attending the closed meeting are Chairman Andrew Klein, Commissioners Angier, Gregoire, Waugh, Berry, CEO Santorio as the President/CEO and from the District's legal team, Linda Epstein, General Counsel; Gabe Imperato, Former Interim General Counsel; Gerald Del Amo, Senior Associate General Counsel and Brett Bauman, Associate General Counsel. Edward Pozzuoli and Paul Lopez will also be in attendance, as outside legal counsel representing the District on these three cases. Sandra Suarez, a Certified Court Reporter will also be present to transcribe the entire meeting. At this time, we will now closed the open portion of the meeting and we'll move to a closed attorney/client session. I'd ask that anyone other than those who will attend the closed meeting to please leave at this time. At the conclusion of the closed meeting, we will reopen the public portion of the meeting.

* Thereupon, the Open Board Meeting went into recess at 1:44 pm for the duration of the Closed Shade Session.

RECONVENE PUBLIC MEETING

Chairman Klein reopened the public portion of the meeting at 2:44 pm and entertained a motion to adjourn.

13. NEXT REGULAR BOARD MEETING

Next regularly scheduled Board of Commissioner's meeting will be held on August 28, 2019 at 4:00 p.m. at the Broward Health Corporate Office, Spectrum site, Suite 150, 1700 Northwest 49th Street, Ft. Lauderdale, Florida, 33309

14. ADJOURNMENT 2:52 pm

MOTION It was *moved* by Commissioner Klein, *seconded* by Commissioner Berry, that:

THE REGULAR BOARD MEETING BE ADJOURNED.

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Motion *carried* unanimously.

Respectfully submitted,

Commissioner Ray T. Berry, Secretary/Treasurer

APPROVED