

GOVERNANCE COMMITTEE MEETING
Immediately following the Finance Committee Meeting
July 24, 2019

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 Committee, is attached to the official Minutes as EXHIBIT II.

2. CALL TO ORDER 1:26 p.m.

3. COMMITTEE MEMBERS

- ✓ Commissioner Ray T. Berry, Chair
- ✓ Commissioner Andrew M. Klein
- ✗ Commissioner Christopher T. Ure (not present)

ADDITIONALLY PRESENT Commissioner Nancy W. Gregoire, Commissioner Stacy L. Angier, Commissioner Marie C. Waugh (WebEx), Gino Santorio/President/Chief Executive Officer, Alan Goldsmith/Chief Administrative Officer, Alex Fernandez/Chief Financial Officer, Linda Epstein/Corporate General Counsel, Brett Bauman/Associate General Counsel, Nigel Crooks/Chief Internal Auditor

4. PUBLIC COMMENTS None

5. APPROVAL OF MINUTES

5.1 Approval of the Governance Committee meeting minutes, dated June 25, 2019.

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

**APPROVE THE GOVERNANCE COMMITTEE MEETING MINUTES DATED
JUNE 25, 2019.**

Motion *carried* unanimously.

6. TOPIC OF DISCUSSION

6.1 Updates to Outside Legal Review of the Proposed Changes to the Board's Bylaws – Russell Marcus, Gray Robinson Law Firm.

MINUTES

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

Mr. Russell Marcus, outside counsel for Broward Health, spoke to the status of the proposed bylaws and codified resolutions. Hardcopies were distributed containing revisions received earlier that day by Commissioner Klein.

Proposed bylaw revisions were individually discussed at length. Mr. Bauman and Mr. Marcus answered questions and walked the members through the reasoning behind the proposed changes for the remainder of the meeting. Members gave legal counsel direction, clarifying language and processes.

7. **ADJOURNMENT** 4:17 p.m.

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

ADJOURN THE GOVERNANCE COMMITTEE MEETING.

Motion *carried* unanimously.

Respectfully submitted,
Commissioner Stacy L. Angier, Secretary/Treasurer.