

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

REGULAR BOARD MEETING **4:00 p.m., Wednesday, August 26, 2020**

The Regular Meeting of the Board of Commissioners of the North Broward Hospital District was held at 4:00 p.m., on August 26, 2020, via WebEx video conference.

1. NOTICE

Official notice and agenda of this meeting is attached to the Minutes, as EXHIBIT I and EXHIBIT II, as presented for consideration of the Board.

2. CALL TO ORDER

There being a quorum present, the meeting was called to order by Chair Gregoire at 4:00 p.m.

3. BOARD MEMBERS

Commissioners Present:

Commissioner Nancy W. Gregoire, Chair
Commissioner Stacy L. Angier, Vice Chair
Commissioner Marie C. Waugh, Secretary/Treasurer
Commissioner Christopher T. Ure
Commissioner Ray T. Berry

Senior Leadership

Additionally Present:

Gino Santorio/President/Chief Executive Officer, Alan Goldsmith/Chief Administrative Officer, Alex Fernandez/Chief Financial Officer, Linda Epstein/Corporate General Counsel, Jerry Del Amo/Deputy General Counsel

4. GOVERNOR'S EXECUTIVE ORDER ANNOUNCEMENT

Chair Gregoire asked General Counsel to deliver the Governor's Executive Order for the record, as seen below.

"This public board meeting is being conducted through communications media technology in accordance with the Governor's Executive Order No. 20-69 as extended by the Governor's Executive Order No. 20-179 and Section §120.54(5)(b)2 of the Florida Statutes. This meeting is open to the public, who are able to attend this meeting via telephone conference call. The conference call information is currently posted on Broward Health's website. All the requirements of Florida's Sunshine Law are still in effect including the memorialization of minutes. While not a requirement under Florida law, we will attempt to record this meeting and post it on Broward Health's website for the public and for those who may not be able to attend this live telephone conference."

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5. THE PLEDGE OF ALLEGIANCE

The Pledge of Allegiance was led by Commissioner Ray T. Berry.

6. PUBLIC COMMENTS

None.

7. APPROVAL OF MINUTES

Staff Recommendation: That the Board of Commissioners of the North Broward Hospital District approve the minutes from July 29, 2020.

Staff recommendation *carried* without dissent.

8. MEDICAL STAFF CREDENTIALING REPORTS– Dr. Andrew Ta

8.1.) Broward Health North

8.3.) Broward Health Coral Springs

8.2.) Broward Health Imperial Point

8.4.) Broward Health Medical Center

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

Staff Recommendation: That the Board of Commissioners of the North Broward Hospital District approve medical staff credentialing reports, as presented.

Motion confirmed by roll call vote:

YES Commissioner Stacy L. Angier, Vice Chair

YES Commissioner Marie C. Waugh, Secretary/Treasurer

YES Commissioner Christopher, T. Ure

YES Commissioner Ray T. Berry

YES Commissioner Nancy W. Gregoire, Chair

Motion *carried* 5/0.

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

That the Board of Commissioners of the North Broward Hospital District approve regional CEOs' authority to administratively reinstate 18 medical providers, currently on administrative suspension, if they complete their Year-5 compliance training obligations before the next Regular Board Meeting.

Motion *carried* unanimously.

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9. CHIEF MEDICAL STAFF UPDATES

Medical staff updates were given by Dr. Lehr for Broward Health North, Dr. Jensen for Broward Health Imperial Point, Dr. Penate for Broward Health Coral Springs, and Dr. Kumar for Broward Health Medical Center. Said reports highlighted each of the facilities' objectives, events, and awards received over the past month.

- 9.1.) Broward Health North
- 9.2.) Broward Health Imperial Point

- 9.3.) Broward Health Coral Springs
- 9.4.) Broward Health Medical Center

10. PRESENTATIONS

President/CEO Update, Gino Santorio:

Mr. Santorio presented his full monthly report, highlighting the five pillars (Quality, Service, People, Growth, and Finance) of the organization and the progress at each of the facilities.

Mr. Santorio shared a video highlighting Broward Health's latest wellness initiative. The video featured Broward Health employees and community partner, FLITE Center, distributing 1,000 wellness kits (with masks) to local youths, provided by Broward Health.

11. CONSENT AGENDA

- 11.1. Allocation of Remaining Funds to Vanguard Global Wellington Fund.
- 11.2. GA-004-012 Gifts, Gratuities and Business Courtesies.

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

Staff Recommendation: That the Board of Commissioners of the North Broward Hospital District approve items 11.1 through 11.2 on the Consent Agenda.

Motion confirmed by roll call vote:

- YES** Commissioner Stacy L. Angier, Vice Chair
- YES** Commissioner Ray T. Berry
- YES** Commissioner Christopher T. Ure
- YES** Commissioner Marie C. Waugh, Secretary/Treasurer
- YES** Commissioner Nancy W. Gregoire, Chair

Motion *carried* 5/0.

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12. DISCUSSION AGENDA

- 12.1. Resolution FY21-02: Resolution to Amend the Codified Resolutions of the Board of Commissioners of North Broward Hospital District to Modify the Method of Officer Selection to Committees – presented by Brett Bauman, Sr. Associate General Counsel

It was clarified that the resolution defines that all committee officers shall be appointed or reappointed by the Board at the Regular Board meeting following the annual meeting versus the first committee meeting.

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

Staff Recommendation: That the Board of Commissioners approve Resolution FY21-02: Resolution to Amend the Codified Resolutions of the Board of Commissioners of North Broward Hospital District to Modify the Method of Officer Selection to Committees.

It was noted that the motion was an amendment to the first paragraph of Section 3.12(e) of the District's codified resolutions, which delineates the process for the annual selection of officers to the committees.

Motion confirmed by roll call vote:

YES Commissioner Stacy L. Angier, Vice Chair
YES Commissioner Marie C. Waugh, Secretary/Treasurer
YES Commissioner Ray T. Berry
YES Commissioner Christopher T. Ure
YES Commissioner Nancy W. Gregoire, Chair

Motion *carried* 5/0.

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12.2. Committee Member Selection – presented by Nancy W. Gregoire, Chair

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

The Board of Commissioners of the North Broward Hospital District approve the following committee memberships:

Committee	Officers and Members
Audit	Chair Ure, Vice Chair Gregoire, Comm. Berry, Mr. Petkas, and Mr. Porter
Building	Chair Angier, Vice Chair Ure, Comm. Berry
Compliance and Ethics	Chair Gregoire, Vice Chair Ure, Comm. Berry, Comm. Angier, Comm. Waugh
Finance	Chair Angier, Vice Chair Waugh, Comm. Berry, Comm. Gregoire, Comm. Ure
Governance	Chair Berry, Vice Chair Gregoire, Commissioner Angier
Human Resources	Chair Waugh, Vice Chair Berry, Comm. Ure
Joint Conference	Chair Jensen, Comm. Ure, Comm. Gregoire, Comm. Berry
Legal	Chair Gregoire, Vice Chair Angier, Comm. Berry, Comm. Ure, Comm. Waugh
Pension and Investment	Chair Ure, Vice Chair Waugh, Comm. Berry
Quality Assessment and Oversight (QAOC)	Chair Gregoire, Vice Chair Angier, Comm. Berry
Risk	Chair Ure, Vice Chair Angier, Comm. Berry
Broward Health Foundation	Comm. Ure, Comm Berry
CDTC	Comm. Angier
Community Relations Council – BHIP	Comm. Angier
Community Relations Council – BHCS	Comm. Gregoire
Community Relations Council – BHN	Comm. Waugh
Community Relations Council – BHMC	Comm. Ure
Community Relations Council – Senior Services	Comm. Angier
Community Relations Council – Primary Care	Comm Angier

Motion confirmed by roll call vote:

- YES** Commissioner Stacy L. Angier, Vice Chair
- YES** Commissioner Marie C. Waugh, Secretary/Treasurer
- YES** Commissioner Ray T. Berry
- YES** Commissioner Christopher T. Ure
- YES** Commissioner Nancy W. Gregoire, Chair

Motion *carried* 5/0.

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12.3. Committee Officer Appointment – presented by Nancy W. Gregoire, Chair

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

The North Broward Hospital District’s Board of Commissioners approve committee assignments to remain the same and that the committee chairs be selected by respective committee members at the proceeding committee meeting.

Motion was amended to keep all the committee chair and vice chairs the same for a second term with the exception of Pension and Investment with Commissioner Waugh being vice chair, Risk with Commissioner Ure being Chair, and Finance with Commissioner Waugh being Vice Chair.

Motion confirmed by roll call vote:

YES Commissioner Ray T. Berry
YES Commissioner Christopher T. Ure
YES Commissioner Marie C. Waugh, Secretary/Treasurer
YES Commissioner Stacy L. Angier, Vice Chair
YES Commissioner Nancy W. Gregoire, Chair

Motion *carried* 5/0.

13. **COMMENTS BY COMMISSIONERS**

Closing comments were given by the Commissioners.

Chair Gregoire opened the floor for public comments, in which there were none.

14. **NEXT REGULAR BOARD MEETING**

The next regularly scheduled Board of Commissioner's meeting will be held on Thursday, September 24, 2020 at 3:00 pm via WebEx, followed by the Final Tax Hearing at 5:30 p.m.

15. **ADJOURNMENT**

There being no further business on the agenda, the Chair Gregoire adjourned the meeting at 5:11 p.m.

Respectfully submitted,
Commissioner Marie C. Waugh, Secretary/Treasurer

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Resolution FY21-02

Resolution to Amend the Codified Resolutions of the Board of Commissioners of North Broward Hospital District to Modify the Method of Officer Selection to Committees

WHEREAS, the Board of Commissioners (the “Board”) of the North Broward Hospital District has established the Amended and Restated Bylaws of the North Broward Hospital District (the “Bylaws”) and its accompanying Codified Resolutions of the Board of Commissioners of the North Broward Hospital District (“Codified Resolutions”), both as amended from time to time;

WHEREAS, the Board, in accordance with its Bylaws and as provided in its Codified Resolutions, has established Board committees (“Committees”) to properly exercise its Charter oversight duties;

WHEREAS, the Committees meet on a regular basis to further the purposes, goals, and objectives of the Committees;

WHEREAS, certain members of the Committees serve as officers of such Committees and such officers are appointed on an annual basis;

WHEREAS, Section 3.12(e) of the Codified Resolutions delineates the process for the annual selection of officers to the Committees;

WHEREAS, the Board wishes to amend such Committee officer selection procedures as set forth herein; and

WHEREAS, unless context otherwise requires, capitalized terms used but not defined herein have the meanings ascribed to such terms in the Bylaws and Codified Resolutions.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the North Broward Hospital District, that:

1. The Codified Resolutions are hereby amended as provided below. Words ~~stricken~~ are deletions; words underlined are additions.
2. The Board hereby amends the first paragraph of Section 3.12(e) of the Codified Resolutions to read as follows:
 - (e) **Committee Appointments.** The officers of Board committees shall be the chair and vice-chair, and such other offices as such committee may establish from time to time (the "Committee Officers"); provided, however, that all Committee Officers shall be Commissioners. ~~The committees shall appoint their respective Committee Officers at the first committee meeting convened following the appointment or reappointment of the committee members~~ All Committee Officers shall be appointed or reappointed by the Board at the next Board meeting following the Annual Meeting. Committee Officer vacancies may be filled for the remainder of the then-current term by the Board at any Board meeting or by the committee at any meeting of such committee. All Committee Officers serve at the pleasure of their respective committees. The chair of each committee shall preside over all meetings of such committee and may exercise all powers and duties granted to and imposed on that position by the Board or such committee. In the absence of a committee chair, the vice-chair of such committee shall act in the role of chair and shall have all the powers and authority granted or imposed on the committee chair.
3. This resolution hereby supersedes, amends, replaces and repeals any conflicting resolution or conflicting policy previously adopted by the Board.

MINUTES

**NORTH BROWARD
HOSPITAL DISTRICT**

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

DULY ADOPTED this 26th day of August 2020.

Time Adopted 4:42 p.m.

APPROVED

Board 8

For additional meeting detail, please visit www.BrowardHealth.org/pages/board-calendar