

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

**SPECIAL BOARD MEETING
PRESIDENT/CEO CANDIDATE INTERVIEWS
8:30 a.m., Monday, February 8, 2021**

The Board of Commissioners Special Board Meeting of the North Broward Hospital District was held at 8:30 a.m., on February 8, 2021, at the Broward Health Corporate Spectrum Location, 1700 NW 49th Street, Suite 150, Fort Lauderdale, Florida 33309.

1. **NOTICE**

Official notice and agenda of this meeting is attached to the minutes, titled 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 Nancy W. Gregoire at 8:37 a.m.

3. **COMMITTEE MEMBERS**

Present:

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

Senior Leadership

Additionally Present:

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

4. **THE PLEDGE OF ALLEGIANCE**

The Pledge of Allegiance was led by Chair Gregoire.

5. **OVERVIEW OF PROCESS AND BOARD INTERVIEW DIRECTIONS (Presenter - Mark Sprada, SVP, Chief Human Resource Officer)**

Mr. Sprada detailed the interview timeline and process for the Commissioners.

The Board of Commissioners proceeded to question the candidates on their individual experiences and accomplishments.

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6. **CANDIDATE (A) INTERVIEW: 8:40 A.M. - 10:40 A.M.**

Mr. Joseph Mullany gave background to his education, professional experience, accreditations and expertise.

Dr. Sunil Kumar, Broward Health Medical Center, and Dr. Gary Lehr, Broward Health North each spoke at the podium, presenting physician-related questions and scenarios to Mr. Mullany.

Mr. Mullany was given the opportunity to share additional information and ask questions related to what the Board of Commissioners expect from the incoming President/CEO.

7. **BREAK: 10:40 A.M. - 10:50 A.M.**

The meeting was recessed at 10:25 a.m. and reconvened at 10:40 a.m.

8. **CANDIDATE (B) INTERVIEW: 10:50 A.M. - 12:50 P.M.**

Dr. Michael Hochberg gave background to his education, professional experience, accreditations and expertise.

Dr. Sunil Kumar, Broward Health Medical Center, and Dr. Gary Lehr, Broward Health North each spoke at the podium, presenting physician-related questions and scenarios to Dr. Hochberg.

Dr. Hochberg was given the opportunity to share additional information and ask questions related to what the Board of Commissioners expect from the incoming President/CEO.

9. **LUNCH: 12:50 P.M. - 1:30 P.M.**

The meeting was recessed at 12:45 p.m. for lunch and reconvened at 1:32 p.m.

*Item 18, Public Comments, was heard prior to Item 10, Title. 10, Candidate (C) Interview.

18. **PUBLIC COMMENTS**

Chair Gregoire opened the floor for public comments, to which the following speakers gave comment:

- Ms. Sheila McCormick, founder of Essential Community Health, spoke about her organization's work in the community through churches and recreation centers, encouraging people within the community to receive testing for COVID-19 and other health issues. Ms. McCormick offered the District assistance in teaching the community about COVID relief, testing, and vaccinations.
- Ms. Linda Joseph, organizer of Essential Community Health, echoed Ms. McCormick's sentiments and support.

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10. CANDIDATE (C) INTERVIEW: 1:30 P.M. – 3:30 P.M.

Mr. Shane Strum gave background to his education, professional experience, accreditations and expertise.

Dr. Sunil Kumar, Broward Health Medical Center, and Dr. Gary Lehr, Broward Health North each spoke at the podium, presenting physician-related questions and scenarios to Mr. Strum.

Mr. Strum was given the opportunity to share additional information and ask questions related to what the Board of Commissioners expect from the incoming President/CEO.

Chair Gregoire reopened the floor for public comments:

- Former Commissioner, Joe Cobo, shared his support for candidate Shane Strum.
- Former Commissioner, Chris Ure, who recently exited his Broward Health Commissioner assignment, praised the Board for their accomplishments and dedication to the District and community. Commissioner Ure also endorsed Mr. Strum's candidacy as incoming President/CEO.

11. BOARD MEMBER COMPLETION OF SELECTION FORM

Mr. Sprada shared instructions for completing the selection form with the Board of Commissioners.

12. BREAK: 3:30 P.M. - 3:45 P.M.

The meeting was recessed at 2:51 p.m. and reconvened at 3:08 p.m.

13. PRESENTATION OF BOARD MEMBER SELECTION FORM RESULTS

It was noted that Mr. Shane Strum was the only candidate to receive affirmations from all four Commissioners.

It was agreed that Dr. Michael Hochberg was very talented and should be considered for another leadership role within the organization.

14. BOARD DISCUSSION OF SELECTION FORM RESULTS

The Board of Commissioners discussed the selection form results and reiterated the desire to look within the organization for an alternative role for Mr. Hochberg, if he would still be interested.

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15. ON THE CONDITION OF BOARD APPROVAL TO MAKE AN EMPLOYMENT OFFER:

15.1. President and CEO Fair Market Value (FMV) Presentation

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

The Board of Commissioners of the North Broward Hospital District extend an offer of employment to Shane Strum for the role of the North Broward Hospital District President/Chief Executive Officer.

Motion *carried* unanimously.

16. BOARD MEMBER DESIGNEE AUTHORIZED TERMS FOR EMPLOYMENT CONTRACT

16.1. Start Date

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

The Board of Commissioners of the North Broward Hospital District offer Shane Strum a term of employment of three years with option to renew annually with mutual agreement. Contract term will have a start date of March 8, 2021.

Motion *carried* unanimously.

16.2. Base Salary

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

The Board of Commissioners of the North Broward Hospital District offer a base salary at the 50th percentile (\$920,000).

The motion *carried* unanimously.

16.3. At Risk Compensation

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

The Board of Commissioners of the North Broward Hospital District offer Shane Strum the opportunity of an at-risk compensation incentive of up to 30%, of which 20% will be in accordance with the annual at-risk compensation plan, and up to 10% for reductions in the reliance on tax funds.

The motion *carried* unanimously.

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16.4. Severance

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

The Board of Commissioners of the North Broward Hospital District approve that Shane Strum's employment contract contain at least a ninety-day notice for agreement termination without cause and, if terminated by the District without cause, severance pay of up to 24 months.

The motion *carried* unanimously.

16.5. Authorization to Sign Employment Agreement with Motioned Terms

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

The Board of Commissioners of the North Broward Hospital District authorize Chairwoman Nancy Gregoire to sign Mr. Shane Strum, incoming President/Chief Executive Officer's employment agreement on behalf of the Board with the approved terms. If there are any material changes or negotiations to the contract template presented to the candidate, any material alterations must be presented at the February 24, 2021 Board meeting for Board consideration.

The motion *carried* unanimously.

17. **BHN, Internal Medicine Hospitalist Services, Graduate Medical Education Program, TeamHealth**

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

The Board of Commissioners of the North Broward Hospital District authorize the District to contract with TeamHealth for Internal Medicine Hospitalist services at Broward Health North, inclusive of training of residents in the Internal Medicine Graduate Medical Education (Residency) program, at \$5,015,000 annually, for a term of (3) three-years with a two (2) year renewal option.

Motion confirmed by roll call.

NO Commissioner Ray. T. Berry

YES Commissioner Marie C. Waugh, Secretary/Treasurer

YES Commissioner Stacy L. Angier, Vice Chair

YES Commissioner Nancy W. Gregoire, Chair

Motion *carried* 3/1.

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Chair Gregoire reopened the floor for public comments, to which the following speaker gave comment:

- Dr. Nada Boskovic, Broward Health North, shared her personal opinion with the hospitalist program, in which she didn't believe was in the best interest of all physicians involved. Dr. Boskovic also mentioned that she wished that her and her colleagues would have had the opportunity to meet with the remaining Commissioners, as they had with Commissioner Berry.

In response, Commissioners Angier, Gregoire, and Waugh stated that, due to the ongoing Compliance Department's investigation, they were not able to meet with the physicians involved.

It was also noted that their decision to approve the TeamHealth hospitalist program was based on patients receiving care more rapidly, and that in weighing and balancing the needs of the physicians and patients, in this instance, patient care had to take a priority.

18. ADJOURNMENT

There being no further business on the agenda, the Chair adjourned the meeting at 3:53 p.m.

Respectfully submitted,

Commissioner Marie C. Waugh, Secretary/Treasurer