

North Broward Hospital District Board of Commissioners
1601 S. Andrews Avenue, Suite 100, Fort Lauderdale, FL 33316

**REGULAR BOARD MEETING
4:00 p.m., Wednesday, July 26, 2023**

The Board of Commissioners Regular Board Meeting of the North Broward Hospital District was held at the Broward Health Sports Medicine Building, 1601 S. Andrews Avenue, Suite 100, Fort Lauderdale, FL 33316.

1. **NOTICE OF MEETING**

Official notice is attached to these minutes, titled EXHIBIT I. Agenda of this meeting is attached to the minutes, titled EXHIBIT II. Supporting documents, if applicable, are attached to these minutes, titled EXHIBIT III. These exhibits are presented for consideration of the Board.

2. **CALL TO ORDER**

There being a quorum present, the meeting was called to order by Chair Stacy L. Angier at 4:12 p.m.

3. **ROLL CALL**

Present:

- Commissioner Jonathan K. Hage
- Commissioner Levi G. Williams, Jr.
- Commissioner Ray T. Berry
- Commissioner Paul C. Tanner, Secretary/Treasurer
- Commissioner Christopher J. Pernicano, Vice Chair (TEAMS)
- Commissioner Stacy L. Angier, Chair

Not Present: Commissioner Nancy W. Stamper

Senior Leadership

Additionally Present:

- Shane Strum, President, Chief Executive Officer
- Alan Whaley, EVP, Chief Operating Officer
- Alisa Bert, VP, Interim Chief Financial Officer
- Linda Epstein, Corporate General Counsel

4. **PLEDGE OF ALLEGIANCE**

The Pledge of Allegiance was led by Commissioner Levi G. Williams, Jr.

5. **PUBLIC COMMENTS**

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

6. **APPROVAL OF MEETING MINUTES**

6.1. Approval of Regular Board Meeting Minutes dated June 28, 2023

Without objection, Chair Angier approved the minutes, dated June 28, 2023.

Motion *carried* without dissent.

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7. INTRODUCTIONS / RECOGNITIONS

Chair Angier yielded the floor to Judy Ringholz, Interim Chief Compliance Officer to introduce the following Regional Compliance Officers:

- Oksana Baczyk, BHMC
- Amber Desharnais, BHIP & CDTC
- Henry Ortiz, BHCS & BHN
- Camila Daza, Employed Provided & Outpatient Facilities

7.1. Physician Introduction, Dr. Mohamed Osman, Interventional Cardiologist (Presenter - Shane Strum, President/CEO)

Mr. Strum introduced Dr. Osman and shared his educational background, career highlights and accomplishments. In addition, a photo was shared of the well-attended 2nd Cardiac Cath Lab ribbon cutting event at BHCS.

7.2. BHMC, Quarterly Distinguished Physician Award, Dr. Kenneth Zelnick, MD, Interventional Cardiology (Presenter - Dr. Sunil Kumar)

Dr. Kumar, Chief Medical Officer, BHMC, recognized Dr. Zelnick who shared his educational background, career highlights and accomplishments. Dr. Zelnick was honored with the Distinguished Physician Award.

8. MEDICAL STAFF CREDENTIALING (Presenter - Janice W. Benggio, Director, Medical Staff)

- 8.1.) Broward Health North
- 8.2.) Broward Health Imperial Point
- 8.3.) Broward Health Coral Springs
- 8.4.) Broward Health Medical Center

MOTION It was *moved* by Commissioner Tanner, *seconded* by Commissioner Hage, that:

The Board of Commissioners of the North Broward Hospital District approve Medical Staff Credentialing Reports, as presented.

Motion *carried* unanimously.

9. CHIEF MEDICAL STAFF UPDATES

Medical staff updates were given by the following Chiefs of Medical Staff. Said reports highlighted each of the facilities' objectives, events, and awards received over the past month.

- 9.1.) Broward Health Medical Center - Dr. Sunil Kumar
- 9.2.) Broward Health Imperial Point - Dr. Fernando Narvaez
- 9.3.) Broward Health Coral Springs - Dr. Tatiana Pestana

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~~9.4.) Broward Health North – Dr. Evan Boyar~~

It was noted that Dr. Boyar was not in attendance, therefore no report was given for Broward Health North.

10. PRESENTATIONS

10.1. CEO Update (Presenter - Shane Strum, President, Chief Executive Officer)

The following videos were shared:

- The Broward Health Rewind: A bi-weekly video series that covers the latest news and events occurring throughout the District's healthcare system.
 - The District's largest Graduate Medical Education class of residents in the recent annual White Coat Ceremony, which welcomed 113 new resident students.
 - PGA golf pro, Bobby Impaglia returned to thank the Broward Health North medical team who saved his life.
 - Highlighted Julie Solomon-Bame, Patient Care Coordinator at Broward HealthPoint, who was recently awarded the Lifetime Achievement Award for service to homeless community by the Broward County TaskForce Fore Ending Homelessness, Inc.
 - Broward Health North CEO, Matthew K. Garner's helicopter ride with the Broward Sheriff's Office Fire Rescue.
- Channel 10 News:
 - Video featured Broward Health Physician Group, Dr. Heggur, highlighting that researchers have identified a new radioactive substance that could target neurotensin receptors found in various cancers and boost therapies to fight the disease with the hope to conduct human imaging studies to identify patients with these specific receptors to advance the field of precision medicine.

Mr. Strum introduced the following new leaders:

- Aurelio M. Fernandez, III, FACHE, Interim Chief Executive Officer, Broward Health Medical Center (former President/CEO of the South Broward Hospital District aka Memorial Healthcare)
- Brenda Baker, Chief Financial Officer, Broward Health North
- Mentioned Katie Kato, Chief Human Resource Officer, Broward Health Coral Springs (not in attendance)

Mr. Strum continued to present 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.

11. CONSENT AGENDA

- 11.1. Approval of the Corporate Compliance and Ethics Department's Fiscal Year 2024 Compliance Work Plan
- 11.2. BHPG, Approval to renew a two-year employment agreement up to the 80th percentile with Dr. Fernando Narvaez to provide Family Medicine and Chief of Staff services at Broward Health Imperial Point

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- 11.3. BHPG, Approval to amend and extend an employment agreement with Dr. Naaz Fatteh for compensation up to the 87th percentile to provide Infectious Disease Clinical and GME Program Directorship Services at Broward Health Medical Center
- 11.4. BHPG, Approval to renew an employment agreement with compensation above the 90th percentile with Dr. Louis Cioci to provide Cardiology services at Broward Health Imperial Point
- 11.5. BHPG, Approval to renew an employment agreement with compensation above the 90th percentile with Dr. Mehmet Hepgur to provide Hematology Oncology Clinical and GME Program Directorship Services at Broward Health North
- 11.6. Approval to repair the existing BHMC Employee Parking Garage related to the city required 40-year electrical and structural survey and to extend the life of the garage and the structural integrity up to a projected budget of \$6,200,000
- 11.7. Approval of Resolution FY24-01, Resolution to Amend the Codified Resolutions of the Board of Commissioners of North Broward Hospital District to Modify the Composition of the Governance Committee
- 11.8. Approval to schedule a Governance Committee Meeting on September 27, 2023, and November 29, 2023

MOTION It was *moved* by Commissioner Williams, *seconded* by Commissioner Tanner, that:

The Board of Commissioners of the North Broward Hospital District approve items 11.1 through 11.8 on the Consent Agenda.

Motion *carried* unanimously.

12. **DISCUSSION AGENDA**

- 12.1. BHC, Approval to waive the competitive bidding requirements, designate HealthStream as a Legacy System, and authorize the District to extend the HealthStream Master Services Agreement for five (5) years for a total amount of \$3,550,519.30 (Presenter – Mark Sprada, SVP, Chief Human Resource Officer)

As a follow-up to the July 26, 2023, Finance Committee Meeting, Mr. Sprada provided a high-level overview of HealthStream, a web-based learning management platform.

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

The Finance Committee recommend that the Board of Commissioners of the North Broward Hospital District waive the competitive bidding requirements, designate HealthStream as a Legacy System, and authorize the District to extend the HealthStream Master Services Agreement for five (5) years for a total amount of \$3,550,519.30, as presented.

Motion confirmed by roll-call vote:

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YES Commissioner Jonathan K. Hage
NO Commissioner Levi G. Williams, Jr.
YES Commissioner Ray T. Berry
YES Commissioner Paul C. Tanner, Secretary/Treasurer
YES Commissioner Christopher J. Pernicano, Vice Chair (TEAMS)
YES Commissioner Stacy L. Angier, Chair

Motion *carried* 5/1.

12.2. Board Officer Elections (Presenter - Stacy L. Angier, Chair)

12.2.1. Board of Commissioners' Nomination of Chair

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

The Board of Commissioners of the North Broward Hospital District nominate Commissioner Christopher J. Pernicano as Board Chair of the North Broward Hospital District.

Motion *carried* unanimously.

12.2.2. Board of Commissioners' Nomination of Vice Chair

MOTION It was *moved* by Commissioner Hage, *seconded* by Commissioner Pernicano, that:

The Board of Commissioners of the North Broward Hospital District nominate Commissioner Paul C. Tanner as Vice Chair of the North Broward Hospital District.

Motion *carried* unanimously.

12.2.3. Board of Commissioner's Nomination of Secretary / Treasurer

MOTION It was *moved* by Commissioner Williams, *seconded* by Commissioner Tanner, that:

The Board of Commissioners of the North Broward Hospital District nominate Commissioner Jonathan K. Hage as Secretary/Treasurer of the North Broward Hospital District.

Motion *carried* unanimously.

12.3. Discussion of 2023 - 2024 Board and Committee Meeting Schedule (Presenter - Stacy L. Angier, Chair)

Chair Angier presented the proposed 2023 - 2024 Board and Committee Meeting Schedule and requested the date of combined November 2023 and December 2023 Committee and Board meetings be held after the Thanksgiving holiday and scheduled on Wednesday, November 29, 2023.

In addition, the Chair highlighted the proposal of combining the May 2024 and June 2024 Committee and Board meetings to Wednesday, May 29, 2024. It was noted that a provision within the codified

MINUTES

NORTH BROWARD HOSPITAL DISTRICT

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resolutions allows an expedited credentialing committee meeting be scheduled with two (2) Board Members, to be selected in advance. It was agreed that this meeting take place on June 19, 2024, at an open to the public meeting to vote accordingly. It was further noted that the action would be ratified at subsequent scheduled Board meeting in July 2024.

MOTION It was *moved* by Commissioner Tanner, *seconded* by Commissioner Williams, that:

The Board of Commissioners of the North Broward Hospital District approve the 2023-2024 Board and Committee Meeting Schedule, as presented, with a change of November Board meeting to be held on Wednesday, November 29, 2023.

Motion *carried* unanimously.

12.4. Discussion of Committee Assignments (Presenter - Stacy L. Angier, Chair)

Chair Angier noted that Committee Assignments would be held at the August 2023 Regular Board Meeting. It was further noted that a Committee Assignment Selection Sheet would be circulated by Ms. Alfaro, Board Liaison, in advance to said meeting to provide which committee assignments each Commissioner had interest in governing.

13. **COMMENTS BY COMMISSIONERS**

Closing comments were given by the Commissioners.

14. **NEXT REGULAR BOARD MEETING**

The next regularly scheduled Board of Commissioner's Meeting will be held on Wednesday, August 30, 2023, at 4:00 p.m. at the Broward Health Sports Medicine Building, 1601 S. Andrews Avenue, Suite 100, Fort Lauderdale, FL 33316.

15. **ADJOURNMENT**

There being no further business on the agenda, the Chair adjourned the meeting at 5:49 p.m.

Respectfully submitted,
Commissioner Jonathan K. Hage, Secretary/Treasurer

Resolution FY24-01

Resolution to Amend the Codified Resolutions of the Board of Commissioners of North Broward Hospital District to Modify the Composition of the Governance Committee

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, Section 3.12(c) of the Codified Resolutions delineates the Committee composition, and the Board wishes to amend the composition of the Governance Committee 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 Subparagraph a. of Paragraph (5) of Subsection (c) of Section 3.12 of the Codified Resolutions to read as follows:
 - (c) **Establishment of Committees.** The Board, consistent with Section 12(c) of Article III of the Bylaws, establishes the following permanent standing committees of the Board.
 - (5) *Governance Committee*
 - a. *Composition.* The Governance Committee shall ~~consist of three (3) Commissioners who shall be appointed by the Board in accordance with the Bylaws~~ consist of all Commissioners.
3. This resolution hereby supersedes, amends, replaces, and repeals any conflicting resolution or conflicting policy previously adopted by the Board.

DULY ADOPTED this 26th day of July, 2023.

Time Adopted 5:11 PM