

**AUDIT COMMITTEE MEETING
Immediately Following the Quality Assessment and Oversight Committee Meeting
December 11, 2019**

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 Committee.

2. **CALL TO ORDER** 10:13 a.m.

3. **COMMITTEE MEMBERS**

Present: Commissioner Christopher T. Ure, Chair
Commissioner Nancy W. Gregoire, Vice Chair
Commissioner Marie C. Waugh (WebEx)
James Petkas, External Audit Consultant
Scott Porter, External Audit Consultant

Senior Leadership

Additionally Present: Ray T. Berry/Commissioner, Stacy L. Angier/Commissioner, Alan Goldsmith/Chief Administrative Officer, Alex Fernandez/Chief Financial Officer, Linda Epstein/Corporate General Counsel, Jerry Del Amo/ Deputy, General Counsel

4. **PUBLIC COMMENTS** None

5. **APPROVAL OF MINUTES**

5.1. Approval of Audit Committee meeting minutes, dated November 20, 2019.

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

Approve the Audit Committee meeting minutes, dated November 20, 2019.

Motion *carried* unanimously.

6. **TOPIC OF DISCUSSION**

6.1. Discussion of Interim Chief Internal Auditor

Commissioner Ure updated the committee on the status of filling the Interim Chief Internal Auditor position. Said position would be filled by the CEO, as approved by the Board. He further shared that the interim would not be considered for the permanent role, however, once a permanent was hired, the interim would serve in a supportive role.

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Ms. Melanie Hatcher reported that Mr. Anthony Almeda, with Robert Half Staffing Agency, would be filling in as the interim Chief Internal Auditor for a six month period and during the transitional phase.

Ms. Hatcher spoke to a proposed timeline (as seen below) and made her recommendation.

	Date	Action
A	December 11, 2019	Request permission to post the Chief Internal Auditor position on February 3, 2020. Request for the Board of Commissioners to authorize the formation of a Board subcommittee. The Subcommittee will be tasked with evaluating the candidates for the Chief Internal Auditor position and provide the HR Committee with a summary report. <i>* Historically the committee has been comprised of the appropriate committee chair (Audit), Commissioner, CEO, CEO designee, a leader with subject matter expertise, a medical staff designee.</i>
B	February 3, 2020	Position Posted
C	February 26, 2020	Request permission at the Board meeting to close the position effective February 29, 2020.
D	February 29, 2020	Close the position.
E	March 17, 2020 (on or before)	Board sub-committee will provide H.R. Committee members with a summary report. The report will be made available to additional Board members as requested.
F	March 18, 2020	H. R. Committee to identify finalist(s) for interview by the Board.
G	March 25, 2020	Interview Finalist(s).

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

The Audit Committee recommend that the Board of Commissioners of the North Broward Hospital District constitute a special subcommittee to be comprised of the audit committee Chair, a second Commissioner, the President/CEO, a CEO designee, Mr. James Petkas and Mr. Scott Porter (for their subject matter expertise), and a medical staff designee.

Motion *carried* unanimously.

Discussion ensued on search timeframe and disclaimers informing candidates of live streaming and public interviews.

MOTION It was *moved* by Commissioner Gregoire, *seconded* by Mr. Porter, that:

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The Audit Committee recommend that the Board of Commissioners of the North Broward Hospital District approve the proposed timeline for the Chief Internal Auditor search, amending advert language to reflect a January 3, 2020 launch date versus February 3, 2020.

Motion *carried* unanimously.

6.2. Discussion of Job Description for Permanent Chief Internal Auditor – Melanie Hatcher

Discussion ensued regarding the addition of key qualifications for the job description advert for the Chief Internal Auditor.

MOTION It was *moved* by Commissioner Gregoire, *seconded* by Mr. Porter, that:

The Audit Committee recommend that the Board of Commissioners of the North Broward Hospital District approve to add the language, “PREFERABLY BOTH” to the section within the licensure qualification referring to Certified Public Accountant (CPA) or Internal Audit Certification (CIA) for the permanent Chief Internal Auditor job description.

Motion *carried* unanimously.

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

The Audit Committee recommend that the Board of Commissioners of the North Broward Hospital District approve to include language in section (B) of the job qualification section, “TEN YEARS OF RELATED HEALTHCARE INTERNAL AUDIT EXPERIENCE, INCLUDING HAVING LED AN INTERNAL AUDIT DEPARTMENT OF A MULTI HOSPITAL SYSTEM.”

Motion *carried* unanimously.

6.3. External Auditor's FY-2019 Single Audit Report Presentation - Phillip Grice and Chris Smith, Warren Averett

Mr. Chris Smith summarized the Single Audit Report for year ending June 30, 2019. He shared that much of the report was identical to what was presented on October 31, 2019, although additional schedules and data were included to comply with Federal and State reporting requirements.

Discussion ensued regarding the reason CDTC, being a non-profit separate entity from the North Broward Hospital District, had its standalone audit.

7. **ADJOURNMENT** 11:41 a.m.

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MOTION It was *moved* by Commissioner Gregoire, *seconded* by Mr. Porter, to:

Adjourn the Audit Committee meeting.

Motion *carried* unanimously.

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

APPROVED