

SOUTH BROWARD HOSPITAL DISTRICT

**REGULAR MEETING OF THE BOARD OF COMMISSIONERS OF THE
SOUTH BROWARD HOSPITAL DISTRICT**

INCLUDING REPRESENTATIVES OF THE MEDICAL STAFF OF EACH OF ITS HOSPITALS

September 25, 2024

A Regular Meeting of the Board of Commissioners of the South Broward Hospital District (S.B.H.D.) was held in person, and by video and telephone conference, on Wednesday, September 25, 2024, at 5:59 p.m., at Memorial Regional Hospital South, 3600 Washington Street, Hollywood, Florida, 33021, in the Auditorium.

The following members were present:

Ms. Elizabeth Justen	Chairwoman	In person
Mr. Steven Harvey	Vice Chairman	In person
Mr. Douglas Harrison	Secretary Treasurer	In person
Mr. Brad Friedman		In person
Ms. Laura Raybin Miller		In person

The following member was absent:

Dr. Luis Orta

1. CALL TO ORDER / PUBLIC MEETING CERTIFICATION

There being a physical quorum present, Ms. Justen called the meeting to order. She noted that public participation is welcome, and asked the public for any comments, of which there were none. She thanked the staff of Memorial Regional Hospital South for hosting the meeting.

Mr. Frank Rainer, Senior Vice President and General Counsel, confirmed and provided certification that all public notice and open meeting (Sunshine) legal requirements had been complied with for this meeting.

2. PRESENTATIONS

a. Memorial Regional Hospital South; Mr. Phil Wright, Chief Executive Officer of Memorial Regional Hospital South

Ms. Justen voiced her appreciation of the wonderful tour and dinner.

Mr. Wright then gave a presentation on Memorial Regional Hospital South, introducing the Administrative team and Medical Staff Leadership. The presentation included current and future construction and renovation plans for the facility, an overview of inpatient rehabilitation, and finances. Mr. Wright also spoke of the MSK / Sports Medicine Program, the Adaptive Sports and Recreation Program, staff recognition, and the hospital's outreach to the community.

A conversation then took place regarding sharing contracts with Mr. Shane Strum, Interim President and Chief Executive Officer of Memorial Healthcare System, for his information and feedback.

Mr. Friedman thanked Mr. Wright for his professionalism and assistance with customers. Ms. Miller asked that Mr. Strum be given a tour of the facility. Ms. Justen thanked Mr. Wright and his team for their positive representation of the system.

3. APPROVAL OF MINUTES

a. Request Board Approval of the Minutes of the Regular Board Meeting Held on August 28, 2024

A copy of the Minutes is on file in the Executive Office.

Mr. Harrison *moved, seconded* by Mr. Harvey, that:

***THE BOARD OF COMMISSIONERS APPROVES THE MINUTES OF
THE REGULAR BOARD MEETING HELD ON AUGUST 28, 2024***

The Motion *carried* unanimously.

b. Request Board Approval of the Minutes of the Preliminary Tax Hearing Held on September 11, 2024

A copy of the Minutes is on file in the Executive Office.

Mr. Harrison *moved, seconded* by Mr. Harvey, that:

***THE BOARD OF COMMISSIONERS APPROVES THE MINUTES OF
THE PRELIMINARY TAX HEARING HELD ON SEPTEMBER 11,
2024***

The Motion *carried* unanimously.

4. BOARD REGULAR BUSINESS

a. Report from the President of the Medical Staff, Memorial Regional Hospital, Joe DiMaggio Children's Hospital, and Memorial Regional Hospital South; Nigel Spier, M.D.

1) Request Board Approval of the Executive Committee Report Regarding Recommendations for Appointments, Advancements, etc.

Nigel Spier, M.D., presented the Executive Committee Report regarding recommendations for appointments, advancements, etc., convened on September 18, 2024, and submitted for consideration, a copy of which is on file in the Executive Office.

Mr. Harvey *moved, seconded* by Mr. Harrison, that:

**THE BOARD OF COMMISSIONERS APPROVES
RECOMMENDATIONS OF THE EXECUTIVE COMMITTEE OF
THE MEDICAL STAFF AT MEMORIAL REGIONAL
HOSPITAL, JOE DIMAGGIO CHILDREN'S HOSPITAL, AND
MEMORIAL REGIONAL HOSPITAL SOUTH**

The Motion *carried* unanimously.

b. Report from the Chief of Staff, Memorial Hospital West; Fausto De La Cruz, M.D.

- 1) Request Board Approval of the Executive Committee Report Regarding Recommendations for Appointments, Advancements, etc.**

Fausto De La Cruz, M.D., presented the Executive Committee Report regarding recommendations for appointments, advancements, etc., convened on September 9, 2024, and submitted for consideration, a copy of which is on file in the Executive Office.

Mr. Harvey *moved, seconded* by Mr. Harrison, that:

**THE BOARD OF COMMISSIONERS APPROVES
RECOMMENDATIONS OF THE EXECUTIVE COMMITTEE OF
THE MEDICAL STAFF AT MEMORIAL HOSPITAL WEST**

The Motion *carried* unanimously.

c. Report from the Chief of Staff, Memorial Hospital Miramar; Juan Villegas, M.D.

- 1) Request Board Approval of the Executive Committee Report Regarding Recommendations for Appointments, Advancements, etc.**

Juan Villegas, M.D., presented the Executive Committee Report regarding recommendations for appointments, advancements, etc., convened on September 11, 2024, and submitted for consideration, a copy of which is on file in the Executive Office.

Mr. Harvey *moved, seconded* by Mr. Harrison, that:

**THE BOARD OF COMMISSIONERS APPROVES
RECOMMENDATIONS OF THE EXECUTIVE COMMITTEE OF
THE MEDICAL STAFF AT MEMORIAL HOSPITAL MIRAMAR**

The Motion *carried* unanimously.

d. Report from the Chief of Staff, Memorial Hospital Pembroke; Narendra Upadhyaya, M.D.

- 1) Request Board Approval of the Executive Committee Report Regarding Recommendations for Appointments, Advancements, etc.**

In the absence of Narendra Upadhyaya, M.D., Brett Cohen, M.D., Chief Physician, General Surgery, presented the Executive Committee Report regarding

recommendations for appointments, advancements, etc., convened on September 12, 2024, and submitted for consideration, a copy of which is on file in the Executive Office.

Mr. Harvey *moved, seconded* by Mr. Harrison, that:

**THE BOARD OF COMMISSIONERS APPROVES
RECOMMENDATIONS OF THE EXECUTIVE COMMITTEE OF
THE MEDICAL STAFF AT MEMORIAL HOSPITAL
PEMBROKE**

The Motion *carried* unanimously.

e. **Financial Report; Mr. David Smith, Executive Vice President and Chief Financial Officer**

1) ***Request Board Approval of the Financial Report for the Month of August 2024***

Mr. Smith presented the financial report for the month of August 2024, and took questions.

Mr. Harrison *moved, seconded* by Mr. Harvey, that:

**THE BOARD OF COMMISSIONERS APPROVES THE
FINANCIAL REPORT FOR THE MONTH OF AUGUST 2024**

The Motion *carried* unanimously.

f. **Legal Report; Mr. Frank Rainer, Senior Vice President and General Counsel**

Mr. Rainer had nothing to report.

5. **REPORTS TO THE BOARD; REPORTS FROM BOARD OFFICERS AND STANDING COMMITTEES**

a. **Building Committee Meeting Held on September 16, 2024; Ms. Elizabeth Justen, Chairwoman**

In the absence of Mr. Friedman, Ms. Justen chaired the meeting. She presented the Minutes of the Building Committee meeting held on September 16, 2024, a copy of which is on file in the Executive Office. Mr. Mark Greenspan, Vice President, Construction and Property Management, then gave details of the items discussed at the meeting.

1) ***Request Board Acceptance of the Lowest Responsive and Responsible Bidder, Lee Construction Group, Inc., in the Amount of \$912,030, for the Memorial Hospital West – MRI Upgrade, and Allocate a \$136,804 Contingency Amount, to be Controlled by Memorial Healthcare System***

Mr. Harrison *moved, seconded* by Mr. Harvey, that:

**THE BOARD OF COMMISSIONERS ACCEPTS THE LOWEST
RESPONSIVE AND RESPONSIBLE BIDDER, LEE**

CONSTRUCTION GROUP, INC., IN THE AMOUNT OF \$912,030, FOR THE MEMORIAL HOSPITAL WEST – MRI UPGRADE, AND ALLOCATE A \$136,804 CONTINGENCY AMOUNT, TO BE CONTROLLED BY MEMORIAL HEALTHCARE SYSTEM

The Motion *carried* unanimously.

2) Request Board Approval of the Minutes of the Building Committee Meeting Held on September 16, 2024

Mr. Harvey *moved, seconded* by Mr. Harrison, that:

THE BOARD OF COMMISSIONERS APPROVES THE MINUTES OF THE BUILDING COMMITTEE MEETING HELD ON SEPTEMBER 16, 2024

Mr. Harrison asked Mr. Greenspan to provide signage for the City of Hollywood Employee Health Center, located at 3109 Stirling Road. Ms. Miller asked that the Executive team meet with Mr. Strum to update him on ongoing projects.

The Motion *carried* unanimously.

b. Finance Committee Meeting Held on September 17; Mr. Steven Harvey, Vice Chairman

In the absence of Ms. Justen, Mr. Harvey chaired the meeting. He presented the Minutes of the Finance Committee Meeting held on September 17, 2024, a copy of which is on file in the Executive Office. Mr. Veda Rampat, Vice President and Treasurer, then gave details of the items discussed at the meeting.

Mr. Harrison asked Mr. Smith and Mr. Rampat to discuss possibly bringing back the pension plan, to align Memorial with the North Broward Hospital District. Mr. Harvey thanked Mr. Scott Davis, Vice President of Reimbursement and Revenue Integrity, for his contribution to the Finance Committee presentation on Medicaid.

1) Request Board Approval of the Minutes of the Finance Committee Meeting Held on September 17, 2024

Ms. Justen *moved, seconded* by Mr. Friedman, that:

THE BOARD OF COMMISSIONERS APPROVES THE MINUTES OF THE FINANCE COMMITTEE MEETING HELD ON SEPTEMBER 17, 2024

The Motion *carried* unanimously.

c. Contracts Committee Meeting Held on September 17, 2024; Mr. Steven Harvey, Chairman

Mr. Harvey presented the Minutes of the Contracts Committee Meeting held on September 17, 2024, a copy of which is on file in the Executive Office. Mr. Vedner

Guerrier, Executive Vice President and Chief Transformation Officer, then gave details of the individual contracts.

- 1) ***Request Board Approval of the New Physician Employment Agreement between Todd Roth, M.D., for Chief, Adult Congenital Heart Disease, and Chief, Ambulatory Pediatric Cardiology Services, and South Broward Hospital District***

Mr. Harrison ***moved, seconded*** by Mr. Harvey, that:

THE BOARD OF COMMISSIONERS APPROVES THE NEW PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN TODD ROTH, M.D., FOR CHIEF, ADULT CONGENITAL HEART DISEASE, AND CHIEF, AMBULATORY PEDIATRIC CARDIOLOGY SERVICES, AND SOUTH BROWARD HOSPITAL DISTRICT

The Motion ***carried*** unanimously.

- 2) ***Request Board Approval of the New Physician Employment Agreement between Debbie Friedman, M.D., for Pediatric Cardiology – Medical Director, North Region, and South Broward Hospital District***

Mr. Harrison ***moved, seconded*** by Mr. Harvey, that:

THE BOARD OF COMMISSIONERS APPROVES THE NEW PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN DEBBIE FRIEDMAN, M.D., FOR PEDIATRIC CARDIOLOGY – MEDICAL DIRECTOR, NORTH REGION, AND SOUTH BROWARD HOSPITAL DISTRICT

The Motion ***carried*** unanimously.

- 3) ***Request Board Approval of the New Physician Employment Agreement between David M. Drossner, M.D., for Pediatric Cardiology – Medical Director, Fetal Cardiology – North Region, and South Broward Hospital District***

Mr. Harrison ***moved, seconded*** by Mr. Harvey, that:

THE BOARD OF COMMISSIONERS APPROVES THE NEW PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN DAVID M. DROSSNER, M.D., FOR PEDIATRIC CARDIOLOGY – MEDICAL DIRECTOR, FETAL CARDIOLOGY – NORTH REGION, AND SOUTH BROWARD HOSPITAL DISTRICT

The Motion ***carried*** unanimously.

- 4) ***Request Board Approval of the New Physician Employment Agreement between R. Zachary Pearson-Martinez, M.D., for Pediatric Cardiology, and South Broward Hospital District***

Mr. Harrison ***moved, seconded*** by Mr. Harvey, that:

THE BOARD OF COMMISSIONERS APPROVES THE NEW PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN R. ZACHARY PEARSON-MARTINEZ, M.D., FOR PEDIATRIC CARDIOLOGY, AND SOUTH BROWARD HOSPITAL DISTRICT

The Motion *carried* unanimously.

- 5) ***Request Board Approval of the New Physician Employment Agreement between Maximo Raul Aguirre, M.D., for Pediatric Cardiology – Fetal Cardiology, and South Broward Hospital District***

Mr. Harrison *moved, seconded* by Mr. Harvey, that:

THE BOARD OF COMMISSIONERS APPROVES THE NEW PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN MAXIMO RAUL AGUIRRE, M.D., FOR PEDIATRIC CARDIOLOGY – FETAL CARDIOLOGY, AND SOUTH BROWARD HOSPITAL DISTRICT

The Motion *carried* unanimously.

- 6) ***Request Board Approval of the New Physician Employment Agreement between Amit Sood, M.D., for Radiation Oncology, and South Broward Hospital District***

Mr. Harrison *moved, seconded* by Mr. Harvey, that:

THE BOARD OF COMMISSIONERS APPROVES THE NEW PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN AMIT SOOD, M.D., FOR RADIATION ONCOLOGY, AND SOUTH BROWARD HOSPITAL DISTRICT

The Motion *carried* unanimously.

- 7) ***Request Board Approval of the Renewal Physician Employment Agreement between Dean Hertzler, M.D., for Chief, Pediatric Neurosurgery Services, and South Broward Hospital District***

Mr. Harrison *moved, seconded* by Mr. Harvey, that:

THE BOARD OF COMMISSIONERS APPROVES THE RENEWAL PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN DEAN HERTZLER, M.D., FOR CHIEF, PEDIATRIC NEUROSURGERY SERVICES, AND SOUTH BROWARD HOSPITAL DISTRICT

The Motion *carried* unanimously.

- 8) ***Request Board Approval of the Renewal Physician Employment Agreement between Karim Salame, M.D., for Adult Neurology and UME Clerkship Director Services, and South Broward Hospital District***

Mr. Harrison *moved, seconded* by Mr. Harvey, that:

THE BOARD OF COMMISSIONERS APPROVES THE RENEWAL PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN KARIM SALAME, M.D., FOR ADULT NEUROLOGY AND UME CLERKSHIP DIRECTOR SERVICES, AND SOUTH BROWARD HOSPITAL DISTRICT

The Motion *carried* unanimously.

- 9) ***Request Board Approval of the Renewal Physician Employment Agreement between Sean Kenniff, M.D., for Neurohospitalist Services, and South Broward Hospital District***

Mr. Harrison *moved, seconded* by Mr. Harvey, that:

THE BOARD OF COMMISSIONERS APPROVES THE RENEWAL PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN SEAN KENNIFF, M.D., FOR NEUROHOSPITALIST SERVICES, AND SOUTH BROWARD HOSPITAL DISTRICT

The Motion *carried* unanimously.

Additional contracts were also presented for information only.

Mr. Smith then gave details of the Employee Survey Tool RFP.

Mr. Harrison asked Mr. Guerrier to ensure that Mr. Strum was updated on all the contracts.

- 10) ***Request Board Approval of the Minutes of the Contracts Committee Meeting Held on September 17, 2024***

Ms. Justen *moved, seconded* by Mr. Harrison, that:

THE BOARD OF COMMISSIONERS APPROVES THE MINUTES OF THE CONTRACTS COMMITTEE MEETING HELD ON SEPTEMBER 17, 2024

The Motion *carried* unanimously.

6. **REPORT OF SPECIAL COMMITTEES**

None.

7. **ANNOUNCEMENTS**

None.

8. **UNFINISHED BUSINESS**

None.

9. PRESIDENT'S COMMENTS

Mr. Strum reported that it was great to be back with everyone. He had met with the Executive team today, and they discussed plans. He noted the strong team at Memorial.

He confirmed that he is still the President and Chief Executive Officer of Broward Health, and a previous South Broward Hospital District Board member.

He noted the competition in the area and stated that Memorial needs to be on top and have ideas. He asked staff to be aspirational. He ended by stating that Broward Health and Memorial Healthcare System are better together.

10. NEW BUSINESS

At the request of Mr. Harrison, Mr. Richard Ashenoff, Vice President of Value Based Care and Employer Health Solutions for Memorial Health Network, introduced himself and gave an overview of his job. He then gave details of the properties located in Pembroke Pines and the City of Hollywood Employee Health Center.

11. CHAIRWOMAN'S COMMENTS

Ms. Justen allowed the other Board members to give their comments first.

She thanked the Memorial Regional Hospital South team for hosting the meeting and the tour. She stated it was important for the Board to meet the staff. She thanked Ms. Melissa Dunham, Executive Assistant to Mr. Wright, and the Administrative team, Chef Jean Colin and the Food and Nutrition team, the IT team, the Executive Staff Administrative team, and voiced her appreciation to them all.

She confirmed that the next meeting will be held at Memorial Hospital Miramar.

She concluded by welcoming Mr. Strum back to Memorial and stated that everyone was excited to work with him and was here to support him.

12. COMMISSIONERS' COMMENTS

Mr. Friedman welcomed Mr. Strum and thanked him for working with Memorial. He was excited to see what he would bring to the table.

Ms. Miller also welcomed Mr. Strum and looked forward to working with him. She looked forward to his ideas, particularly regarding primary care solutions.

Mr. Harrison thanked Mr. Strum for agreeing to take the role. He thanked the North Broward Hospital District Board members for agreeing to this. He thanked all the staff, noting that the employees drive the system. He thanked Mr. Smith, Mr. Joe Stuczynski, Chief Executive Officer of Memorial Hospital West, and Mr. Steven Demers, Chief Executive Officer of Memorial Hospital Miramar (and Interim Chief Executive Officer of Memorial Regional Hospital), for taking calls from Board members. He thanked the South Broward Hospital District Board members, especially Ms. Justen, for her steadfast leadership and diligence.

Mr. Harvey referenced a management book titled "Good to Great" by Jim Collins. He stated that Memorial has a "great" system, with pockets of "good". He was looking to Mr. Strum to take the "good" and make it "great".

13. ADJOURNMENT

There being no further business to come before the Board, Ms. Justen declared the meeting adjourned at 7:56 p.m.

THE BOARD OF COMMISSIONERS OF THE SOUTH BROWARD HOSPITAL DISTRICT

Elizabeth Justen

BY: _____
Elizabeth Justen, Chairwoman

Douglas A. Harrison

ATTEST: _____
Douglas Harrison, Secretary Treasurer