

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

May 22, 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, May 22, 2024, at 5:35 p.m., in the Innovation Center at Memorial Hospital Pembroke, 2301 N. University Drive, Pembroke Pines, Florida, 33024.

The following members were present:

Ms. Elizabeth Justen	Chairwoman	In person
Mr. Steven Harvey	Vice Chairman	Via WebEx
Mr. Douglas Harrison	Secretary Treasurer	In person
Mr. Brad Friedman		In person
Dr. Luis Orta		In person

The following members were absent:

Mr. Jose Basulto
Ms. Laura Raybin Miller

A registration sheet listing attendees in person is on file in the Executive Office.

1. CALL TO ORDER / PUBLIC MEETING CERTIFICATION

There being a physical quorum present, Ms. Justen called the meeting to order and noted that public participation is welcome. She wished Mr. Harrison a Happy Birthday.

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. Request Board Approval of Resolution No. 499 Honoring Juan Martinez, M.D., former Chief of the Medical Staff at Joe DiMaggio Children's Hospital

Ms. Justen read Resolution No. 499 honoring Juan Martinez, M.D.

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

***THE BOARD OF COMMISSIONERS APPROVES RESOLUTION
NO. 499 HONORING JUAN MARTINEZ, M.D., FORMER CHIEF OF
THE MEDICAL STAFF AT JOE DIMAGGIO CHILDREN'S HOSPITAL***

Mr. Harrison thanked Dr. Martinez for attending to the community's needs.

The Motion ***carried*** unanimously.

Dr. Martinez was presented with an award, together with flowers for his wife, and photographs were taken.

b. Memorial Hospital Pembroke; Ms. Felicia Turnley, Chief Executive Officer, Memorial Hospital Pembroke

Ms. Justen thanked Ms. Turnley for hosting the Board meeting and the tour of Memorial Hospital Pembroke.

Ms. Turnley thanked the Board for choosing to hold their meeting at Memorial Hospital Pembroke, and introduced her administrative team; Mr. David Starnes, Chief Nursing Officer; Dexter Sereda, M.D., Chief Medical Officer; Mr. Patrick Connor, Chief Financial Officer; and Ms. Cassandre Joseph, Director of Human Resources. She additionally recognized the following Medical Staff Officers: Narendra Upadhyaya, M.D., Chief of Staff (who was not in attendance as he was on vacation), Brett Cohen, M.D., Vice Chief of Staff, and Ana Kelegama, M.D., Secretary Treasurer.

Ms. Turnley then gave a presentation on Memorial Hospital Pembroke, including the services it offers and plans for the future.

c. Behavioral Health Services; Tammy Tucker, PSYD, Vice President, Behavioral Health, Memorial Regional Hospital

Tammy Tucker, PSYD, gave a presentation on Behavioral Health Services, including quality and safety initiatives, areas of focus for fiscal year 2025, legislative updates for 2024, and plans for the future. Mr. Friedman thanked Mr. Harrison for pushing for a Behavioral Health Center during his tenure as Board Chairman. Dr. Tucker reported that the Joint Commission had visited the Center and was impressed. Ms. Justen thanked Dr. Tucker for her excellent leadership.

3. APPROVAL OF MINUTES

a. Request Board Approval of the Minutes of the Regular Meeting Held on April 24, 2024

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

Mr. Harrison ***moved, seconded*** by Dr. Orta, that:

***THE BOARD OF COMMISSIONERS APPROVES THE MINUTES OF
THE REGULAR MEETING HELD ON APRIL 24, 2024***

The Motion ***carried*** unanimously.

4. BOARD REGULAR BUSINESS

The Board agreed that the Chiefs of Staff would each present their report, with a Motion made afterwards for approval of all the reports.

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

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

In the absence of Nigel Spier, M.D., Holly Neville, M.D., Chief Physician and Associate Chief Medical Officer, Memorial Healthcare System, presented the Executive Committee Report regarding recommendations for appointments, advancements, etc., convened on May 15, 2024, submitted for consideration, a copy of which is on file in the Executive Office.

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 May 13, 2024, submitted for consideration, a copy of which is on file in the Executive Office.

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 May 8, 2024, submitted for consideration, a copy of which is on file in the Executive Office.

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., presented the Executive Committee Report regarding recommendations for appointments, advancements, etc., convened on May 9, 2024, submitted for consideration, a copy of which is on file in the Executive Office.

Dr. Orta ***moved, seconded*** by Mr. Harrison, that:

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

The Motion *carried* unanimously.

e. **Quarterly Statistical Reports; Ms. Leah A. Carpenter, Executive Vice President and Chief Operating Officer**

1) ***Quarterly Statistical Reports for the Period Ending April 30, 2024***

Ms. Carpenter presented the reports for the quarterly period ending April 30, 2024 and took questions. She recognized, and was very proud of, the incredible results achieved by each facility's staff. Mr. Friedman and Ms. Justen congratulated everyone and noted the incredible job they are all doing.

The reports were for information only and no action was required by the Board.

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

1) ***Financial Report for the Month of April 2024***

Mr. Smith confirmed that there was no report for April, due to the end of Memorial's fiscal year, and that a report would be presented next month after the completion of the audit.

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

Mr. Rainer confirmed he had nothing to report this month.

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

a. **Community Relations Committee Meeting Held on May 13, 2024; Mr. Brad Friedman, Chairman**

Mr. Friedman presented the Minutes of the Community Relations Committee meeting held on May 13, 2024, a copy of which is on file in the Executive Office.

Ms. Dionne Blackwood, Vice President, Memorial Primary Care and Ambulatory Services, and Mr. Tim Curtin, Vice President, Community Services, gave a presentation, including an update on Memorial Primary Care, One City at a Time and the Community HUB.

Mr. Friedman thanked Ms. Blackwood and Mr. Curtin, and opined that the department had done a great job in connecting the community to Memorial, noting that some members of the community felt more comfortable going to the mobile buses than going to the hospitals.

1) ***Request Board Approval of the Minutes of the Community Relations Committee Meeting Held on May 13, 2024***

Dr. Orta *moved, seconded* by Mr. Harrison, that:

**THE BOARD OF COMMISSIONERS APPROVES THE
MINUTES OF THE COMMUNITY RELATIONS COMMITTEE
MEETING HELD ON MAY 13, 2024**

The Motion *carried* unanimously.

b. Building Committee Meeting Held on May 13, 2024; Mr. Jose Basulto, Chairman

In the absence of Mr. Basulto, Mr. Friedman presented the Minutes of the Building Committee meeting held on May 13, 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. A discussion took place on the expansion costs for Memorial Regional Hospital. Mr. Harrison requested that this be made a line item in the budget.

1) *Request Board Approval of the Minutes of the Building Committee Meeting Held on May 13, 2024*

Mr. Harrison asked that an amendment be made to Minute number three (Projects in Planning Report) as follows: that no additional spending takes place, outside of what has been agreed. He confirmed that the Board will not vote on Motions without knowing full costs. This was agreed by the other Board members.

Mr. Harrison *moved, seconded* by Dr. Orta, that:

***THE BOARD OF COMMISSIONERS APPROVES THE
MINUTES OF THE BUILDING COMMITTEE MEETING HELD
ON MAY 13, 2024, AS AMENDED***

The Motion *carried* unanimously.

c. Finance Committee Meeting Held on May 15, 2024; Ms. Elizabeth Justen, Chairwoman

Ms. Justen presented the Minutes of the Finance Committee Meeting held on May 15, 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.

1) *Request Board Acceptance of the Quarterly Operating Funds Performance Report – Executive Summary for the Quarter Ending March 31, 2024*

Mr. Harrison *moved, seconded* by Dr. Orta, that:

***THE BOARD OF COMMISSIONERS ACCEPTS THE
QUARTERLY OPERATING FUNDS PERFORMANCE REPORT
– EXECUTIVE SUMMARY FOR THE QUARTER ENDING
MARCH 31, 2024***

The Motion *carried* unanimously.

2) *Request Board Acceptance of the Quarterly Retirement Plan Performance Report – Executive Summary for the Quarter Ending March 31, 2024*

Mr. Friedman *moved, seconded* by Dr. Orta, that:

***THE BOARD OF COMMISSIONERS ACCEPTS THE
QUARTERLY RETIREMENT PLAN PERFORMANCE REPORT***

**– EXECUTIVE SUMMARY FOR THE QUARTER ENDING
MARCH 31, 2024**

The Motion *carried* unanimously.

- 3) ***Request Board Acceptance of the Quarterly Defined Contribution Plans Performance Report – Executive Summary for the Quarter Ending March 31, 2024***

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

**THE BOARD OF COMMISSIONERS ACCEPTS THE
QUARTERLY DEFINED CONTRIBUTION PLANS
PERFORMANCE REPORT – EXECUTIVE SUMMARY FOR THE
QUARTER ENDING MARCH 31, 2024**

The Motion *carried* unanimously.

- 4) ***Request Board Approval of the Minutes of the Finance Committee Meeting Held on May 15, 2024***

Dr. Orta *moved, seconded* by Mr. Harrison, that:

**THE BOARD OF COMMISSIONERS APPROVES THE
MINUTES OF THE FINANCE COMMITTEE MEETING HELD ON
MAY 15, 2024**

The Motion *carried* unanimously.

d. Contracts Committee Meeting Held on May 15, 2024; Mr. Steven Harvey, Chairman

Mr. Harvey presented the Minutes of the Contracts Committee Meeting held on May 15, 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.

The Board agreed that the physicians' contract details would be given first, with a Motion made afterwards to approve their contracts.

- 1) ***Request Board Approval of the New Physician Employment Agreement between Sonya Tuerff, M.D., for Medical Director, Vascular Surgery, MHW / MHM Services, and South Broward Hospital District***
- 2) ***Request Board Approval of the New Physician Employment Agreement between Hyun Woo Kim, M.D., for Interventional Neurology Services, and South Broward Hospital District***
- 3) ***Request Board Approval of the Renewal Physician Employment Agreement between Jennifer Zikria, M.D., for Hematology and Oncology Services, and South Broward Hospital District***
- 4) ***Request Board Approval of the Renewal Physician Employment Agreement between Jayant Nath, M.D., for Cardiology – Advanced Imaging Services, and South Broward Hospital District***

- 5) ***Request Board Approval of the Renewal Physician Employment Agreement between Gelenis Calzadilla Domingo, M.D., for Adult Hematology and Oncology Services, and South Broward Hospital District***
- 6) ***Request Board Approval of the Renewal Professional Services Agreement between Pediatrix Medical Group of Florida, Inc., for Neonatology Services, and South Broward Hospital District***
- 7) ***Request Board Approval of the New Physician Employment Agreement between Jennifer Goldman, D.O., for Vice President and Chief Medical Information Officer, and Chief, Memorial Primary Care Services, and South Broward Hospital District***

Mr. Guerrier then reported on additional contracts, presented for information only.

Dr. Orta commented that the contract agreement for Dr. Goldman had been submitted much later than the others, and whilst he had no issue with Dr. Goldman herself, he had reservations about accepting the contract agreement without further discussion, to address some questions he had. A discussion subsequently took place, with it noted that Dr. Goldman is taking on a greater amount of work, and whether this would pose a problem for her.

After discussion, it was agreed to vote on the first six contracts.

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

THE BOARD OF COMMISSIONERS APPROVES THE NEW PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN SONYA TUERFF, M.D., FOR MEDICAL DIRECTOR, VASCULAR SURGERY, MHW / MHM SERVICES, AND SOUTH BROWARD HOSPITAL DISTRICT

THE BOARD OF COMMISSIONERS APPROVES THE NEW PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN HYUN WOO KIM, M.D., FOR INTERVENTIONAL NEUROLOGY SERVICES, AND SOUTH BROWARD HOSPITAL DISTRICT

THE BOARD OF COMMISSIONERS APPROVES THE RENEWAL PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN JENNIFER ZIKRIA, M.D., FOR HEMATOLOGY AND ONCOLOGY SERVICES, AND SOUTH BROWARD HOSPITAL DISTRICT

THE BOARD OF COMMISSIONERS APPROVES THE RENEWAL PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN JAYANT NATH, M.D., FOR CARDIOLOGY – ADVANCED IMAGING SERVICES, AND SOUTH BROWARD HOSPITAL DISTRICT

THE BOARD OF COMMISSIONERS APPROVES THE RENEWAL PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN GELENIS CALZADILLA DOMINGO, M.D.,

FOR ADULT HEMATOLOGY AND ONCOLOGY SERVICES, AND SOUTH BROWARD HOSPITAL DISTRICT

THE BOARD OF COMMISSIONERS APPROVES THE RENEWAL PROFESSIONAL SERVICES AGREEMENT BETWEEN PEDIATRIX MEDICAL GROUP OF FLORIDA, INC., FOR NEONATOLOGY SERVICES, AND SOUTH BROWARD HOSPITAL DISTRICT

The Motion *carried* unanimously.

It was then agreed to vote on Dr. Goldman's contract.

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

THE BOARD OF COMMISSIONERS APPROVES THE NEW PHYSICIAN EMPLOYMENT AGREEMENT BETWEEN JENNIFER GOLDMAN, D.O., FOR VICE PRESIDENT AND CHIEF MEDICAL INFORMATION OFFICER, AND CHIEF, MEMORIAL PRIMARY CARE SERVICES, AND SOUTH BROWARD HOSPITAL DISTRICT

The Motion *carried*, with Dr. Orta voting nay.

8) Request Board Approval of the Minutes of the Contracts Committee Meeting Held on May 15, 2024

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

THE BOARD OF COMMISSIONERS APPROVES THE MINUTES OF THE CONTRACTS COMMITTEE MEETING HELD ON MAY 15, 2024

The Motion *carried* unanimously.

6. REPORT OF SPECIAL COMMITTEES

None.

7. ANNOUNCEMENTS

None.

8. UNFINISHED BUSINESS

None.

9. NEW BUSINESS

None.

10. PRESIDENT'S COMMENTS

Mr. Scott Wester, President and Chief Executive Officer of Memorial Healthcare System, gave a presentation to the Board.

The presentation included the celebration of Nurses Week and Hospital Week across the System, and the positive feedback from the Joint Commission surveys. The presentation also gave an update on quality, service, growth (including advertisements for Memorial at Fort Lauderdale airport), people, finance, and community. It also confirmed Memorial's appearance in the list of Best Places to Work for 2024.

Mr. Wester thanked Ms. Justen and Mr. Friedman for attending the Memorial Nurses Strategic Plan event, and thanked Ms. Monica Puga, Senior Vice President and Chief Nurse Executive, and the Chief Nursing Officers, for putting the event together.

He thanked Ms. Justen for attending the Joint Commission opening conference.

Finally, he thanked Mr. Joe Stuczynski, Ms. Caitlin Stella, Chief Executive Officer of Joe DiMaggio Children's Hospital, and Mr. Steven Demers, Chief Executive Officer of Memorial Hospital Miramar, for their involvement in the 2024 March of Dimes.

11. CHAIRWOMAN'S COMMENTS

After allowing the other Board members to give their comments first, Ms. Justen thanked Ms. Ivonne Diaz and Ms. Cheryl Yeo, Senior Executive Assistants to Mr. Wester, for their assistance to the Board.

She thanked everyone involved in the preparation for tonight's meeting, as follows:

- Mr. Angelo Spetsiotes, Director, and Ms. Veronica Serrano, Assistant Director, and the Food and Nutrition team;
- Mr. Robert Menendez, Mr. Michael Rodriguez del Rey, Mr. Eugene Krawec, and Mr. Enrique Arguello of the IT team;
- Mr. Matthew Horne, Director, and Mr. Jason Rodriguez, Administrative Assistant, of the Property Management team;
- Mr. William Bamford, Director of Security, and
- Ms. Contessa Ray, Executive Assistant to Ms. Felicia Turnley

Ms. Justen noted the significance of the Joint Commission visit, and the results were a testament to staff's efforts. She reported that the Board was holding a number of very productive meetings to solidify future goals. She confirmed that work was taking place to produce a new Strategic Plan and regarding Succession Planning. She noted that some staff have left Memorial to join Broward Health.

12. COMMISSIONERS' COMMENTS

Dr. Orta was happy to see everyone, due to attending the previous meeting virtually. He thanked everyone for their kind words, and thanked Mr. Scott Wester, Mr. Vedner Guerrier, and Mr. Irfan Mirza, Vice President of Finance, for their time in answering his questions regarding the contracts. He reminded everyone that people can disagree, but should still respect each other. He thanked Ms. Diaz for delivering meeting paperwork to him.

Mr. Friedman was inspired by everyone and hoped that the Board inspired everyone in return. He quoted a known saying "If you look at the people in your circle and you don't get inspired, you don't have a circle, you have a cage". He thanked Ms. Leah Carpenter for her report.

Mr. Harrison thanked everyone for their hard work and appreciated their efforts.

Mr. Harvey thanked Ms. Diaz and Ms. Yeo for taking care of the Board members. He informed Dr. Orta that he and his wife were in his thoughts. He thanked everyone for everything they do and for making everything work seamlessly.

13. ADJOURNMENT

There being no further business to come before the Board, Ms. Justen declared the meeting adjourned at 8:20 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