

**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**

**January 25, 2023**

---

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, January 25, 2023, at 5:32 p.m.

The following members were present:

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

The following member was absent:

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, the meeting was called to order by Mr. Friedman, who noted that public participation is welcome.

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

**2. PRESENTATIONS**

**a. Kidney Transplant Program; Seyed Ghasemian, M.D., and Basit Javaid, M.D.**

Dr. Ghasemian, Chief Physician, and Dr. Javaid, Medical Director, of the Adult Kidney Transplant Program at Memorial Regional Hospital, gave a presentation on the Kidney Transplant Program.

The Program began in 2017, with the first transplant taking place in 2018, and has grown to 124 transplants in 2022. Memorial serves patients in the whole of the south Florida area, and has a much shorter wait time to transplant, in comparison to elsewhere in south Florida and the United States. The growth of the Program has resulted in better-than-expected outcomes in several key areas, and Memorial has become a destination center for kidney transplant and living donation.

Dr. Ghasemian and Dr. Javaid thanked everyone for trusting them with the Program. Mr. Friedman thanked them for developing the service line and noted the incredible growth of the Program since it started. Questions were then taken, and a video was shown of a kidney patient's transplant journey.

**3. APPROVAL OF MINUTES**

**a. Request Board Approval of the Minutes of the Regular Meeting Held on December 7, 2022**

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

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

***THE BOARD OF COMMISSIONERS APPROVES THE MINUTES OF  
THE REGULAR MEETING HELD ON DECEMBER 7, 2022***

The Motion *carried* unanimously.

**b. Request Board Approval of the Minutes of the Special Meeting Held on January 16, 2023**

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

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

***THE BOARD OF COMMISSIONERS APPROVES THE MINUTES OF  
THE SPECIAL MEETING HELD ON JANUARY 16, 2023***

The Motion *carried* unanimously.

**4. BOARD REGULAR BUSINESS**

**a. Report from the Chief of Staff, Joe DiMaggio Children's Hospital; J. Martinez, M.D.**

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

Juan Martinez, M.D., presented the Executive Committee Report regarding recommendations for appointments, advancements, etc., convened on January 18, 2023, submitted for consideration, a copy of which is on file in the Executive Office.

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

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

The Motion *carried* unanimously.

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

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

On behalf of Fausto De La Cruz, M.D., Marc Napp, M.D., Executive Vice President and Chief Medical Officer, presented the Executive Committee Report regarding recommendations for appointments, advancements, etc., convened on January 8, 2023, submitted for consideration, a copy of which is on file in the Executive Office.

Dr. Orta *moved, seconded* by Mr. Harvey, 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; J. 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 January 11, 2023, submitted for consideration, a copy of which is on file in the Executive Office.

Dr. Orta *moved, seconded* by Mr. Harvey, 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; B. Shatkin, M.D.**

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

Blane Shatkin, M.D., presented the Executive Committee Report regarding recommendations for appointments, advancements, etc., convened on January 12, 2023, submitted for consideration, a copy of which is on file in the Executive Office.

Mr. Basulto *moved, seconded* by Dr. Orta, 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. D. Smith, Executive Vice President and Chief Financial Officer**

1) ***Request Board Acceptance of the Financial Report for the Month of November 2022***

Mr. David Smith presented the Financial Report for the month of November 2022 and took questions.

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

***THE BOARD OF COMMISSIONERS APPROVES THE FINANCIAL REPORT FOR THE MONTH OF NOVEMBER 2022***

The Motion *carried* unanimously.

2) ***Request Board Acceptance of the Financial Report for the Month of December 2022***

Mr. David Smith presented the Financial Report for the month of December 2022, and the figures for the year to date, and took questions.

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

***THE BOARD OF COMMISSIONERS APPROVES THE FINANCIAL REPORT FOR THE MONTH OF DECEMBER 2022***

The Motion *carried* unanimously.

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

1) ***Request Board Ratification of the Approval by the President / Chief Executive Officer / Administrator of the December Medical Staff Executive Committee Report for Each of the Hospitals that are Owned and / or Operated by the South Broward Hospital District, as Set Forth in Board Resolution No. 483, Delegating Such Authority Until Further Meeting of the Board of Commissioners***

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

***THE BOARD OF COMMISSIONERS RATIFIES THE APPROVAL BY THE PRESIDENT / CHIEF EXECUTIVE OFFICER / ADMINISTRATOR OF THE DECEMBER MEDICAL STAFF EXECUTIVE COMMITTEE REPORT FOR EACH OF THE HOSPITALS THAT ARE OWNED AND / OR OPERATED BY THE SOUTH BROWARD HOSPITAL DISTRICT, AS SET FORTH IN BOARD RESOLUTION NO. 483, DELEGATING SUCH AUTHORITY UNTIL FURTHER MEETING OF THE BOARD OF COMMISSIONERS***

The motion *carried* unanimously.

2) ***Request Board Approval of the Amended Risk Management Plan***

Mr. Rainer reported that a review of the Risk Management Plan was required annually.

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

**THE BOARD OF COMMISSIONERS APPROVES THE AMENDED  
RISK MANAGEMENT PLAN**

The motion *carried* unanimously.

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

**a. Audit and Compliance Committee Meeting Held on January 16, 2023; Mr. S. Harvey, Chair**

Mr. Harvey presented the Minutes of the Audit and Compliance Committee Meeting held on January 16, 2023, a copy of which is on file in the Executive Office. Ms. Denise Dicesare, Chief Compliance and Internal Audit Officer, then presented the second quarterly report for the fiscal year 2023 and took questions.

**1) Request Board Approval of the RSM Fiscal Year 2023 MHS Client Service Audit Plan**

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

**THE BOARD OF COMMISSIONERS APPROVES THE RSM  
FISCAL YEAR 2023 MHS CLIENT SERVICE AUDIT PLAN**

The Motion *carried* unanimously.

**2) Request Board Approval of the Minutes of the Audit and Compliance Committee Meeting Held on January 16, 2023**

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

**THE BOARD OF COMMISSIONERS APPROVES THE  
MINUTES OF THE AUDIT AND COMPLIANCE COMMITTEE  
MEETING HELD ON JANUARY 16, 2023**

The Motion *carried* unanimously.

Mr. Harvey thanked Ms. Dicesare and her team for their hard work.

**b. Building Committee Meeting Held on January 18, 2023; Ms. E. Justen, Chair**

Ms. Justen introduced the item and presented the Minutes of the Building Committee Meeting held on January 18, 2023, a copy of which is on file in the Executive Office. Mr. David Schlemmer, Vice President, Construction and Property Management, gave further details and took questions.

**1) Request Board Acceptance of the Lowest Responsive and Responsible Bidder, Lee Construction Group, Inc., in the Amount of \$953,045.50, for the Command Center Project and Allocate a \$143,000 Contingency Amount, to be Controlled by Memorial Healthcare System**

Dr. Orta *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 \$953,045.50, FOR THE COMMAND CENTER PROJECT AND ALLOCATE A \$143,000 CONTINGENCY AMOUNT, TO BE CONTROLLED BY MEMORIAL HEALTHCARE SYSTEM**

The Motion *carried* unanimously.

- 2) **Request Board Acceptance of the Lowest Responsive and Responsible Bidder, Lee Construction Group, Inc., in the Amount of \$458,382, for the DIO PAC Offices Project and Allocate a \$68,000 Contingency Amount, to be Controlled by Memorial Healthcare System**

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

**THE BOARD OF COMMISSIONERS ACCEPTS THE LOWEST RESPONSIVE AND RESPONSIBLE BIDDER, LEE CONSTRUCTION GROUP, INC., IN THE AMOUNT OF \$458,382, FOR THE DIO PAC OFFICES PROJECT AND ALLOCATE A \$68,000 CONTINGENCY AMOUNT, TO BE CONTROLLED BY MEMORIAL HEALTHCARE SYSTEM**

The Motion *carried* unanimously.

- 3) **Request Board Approval to Authorize Management to Proceed Further with Negotiations to Secure a Property in the Southern Broward County Area, Recognizing that the Board of Commissioners' Approval of a Contract for Sale and Purchase Shall be Obtained**

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

**THE BOARD OF COMMISSIONERS APPROVES TO AUTHORIZE MANAGEMENT TO PROCEED FURTHER WITH NEGOTIATIONS TO SECURE A PROPERTY IN THE SOUTHERN BROWARD COUNTY AREA, RECOGNIZING THAT THE BOARD OF COMMISSIONERS' APPROVAL OF A CONTRACT FOR SALE AND PURCHASE SHALL BE OBTAINED**

The Motion *carried* unanimously.

- 4) **Request Board Approval of the Minutes of the Building Committee Meeting Held on January 18, 2023**

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

**THE BOARD OF COMMISSIONERS APPROVES THE MINUTES OF THE BUILDING COMMITTEE MEETING HELD ON JANUARY 18, 2023**

The Motion *carried* unanimously.

c. **Finance Committee Meeting Held on January 18, 2023; Ms. E. Justen, Chair**

Ms. Justen presented the Minutes of the Finance Committee Meeting held on January 18, 2023, a copy of which is on file in the Executive Office. Mr. Veda Rampat, Treasurer, gave further details of the items discussed at the meeting.

1) ***Request Board Acceptance of the Quarterly Pension Plan Performance Report – Executive Summary for September 30, 2022***

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

***THE BOARD OF COMMISSIONERS ACCEPTS THE  
QUARTERLY PENSION PLAN PERFORMANCE REPORT –  
EXECUTIVE SUMMARY FOR SEPTEMBER 30, 2022***

The Motion *carried* unanimously.

2) ***Request Board Acceptance of the Quarterly Operating Fund Performance Report – Executive Summary for September 30, 2022***

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

***THE BOARD OF COMMISSIONERS ACCEPTS THE  
QUARTERLY OPERATING FUND PERFORMANCE REPORT –  
EXECUTIVE SUMMARY FOR SEPTEMBER 30, 2022***

The Motion *carried* unanimously.

3) ***Request Board Acceptance of the Quarterly 403/457/401(a) Plans Performance Report – Executive Summary for September 30, 2022***

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

***THE BOARD OF COMMISSIONERS ACCEPTS THE  
QUARTERLY 403/457/401(a) PLANS PERFORMANCE  
REPORT – EXECUTIVE SUMMARY FOR SEPTEMBER 30,  
2022***

The Motion *carried* unanimously.

4) ***Request Board Approval of the Minutes of the Finance Committee Meeting Held on January 18, 2023***

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

***THE BOARD OF COMMISSIONERS APPROVES THE  
MINUTES OF THE FINANCE COMMITTEE MEETING HELD ON  
JANUARY 18, 2023***

The Motion *carried* unanimously.

**6. REPORT OF SPECIAL COMMITTEES**

None.

**7. ANNOUNCEMENTS**

None.

**8. UNFINISHED BUSINESS**

**a. Joint South Broward Hospital District / North Broward Hospital District Community Project Update; Ms. N. Beauchesne, Executive Vice President and Chief Transformation Officer**

Ms. Nina Beauchesne gave an update on the collaboration between the two Districts, reporting that a Workforce Development workgroup has been created, lead by Ms. Margie Vargas, Senior Vice President and Chief Human Resources Officer, for Memorial. Mr. Friedman thanked Ms. Beauchesne and the team leaders for their hard work and confirmed that the next Joint Meeting will be hosted by Broward Health on April 12.

**9. NEW BUSINESS**

None.

**10. PRESIDENT'S COMMENTS**

Mr. Wester reported the following:

Press Ganey has awarded Memorial Regional Hospital and Joe DiMaggio Children's Hospital the Pinnacle of Excellence for Patient Experience. In addition, it has awarded Memorial Physician Group, Memorial Cancer Institute and Memorial Hospital Pembroke Urgent Care Center the Guardian of Excellence for Patient Experience.

Ms. Lubby Navarro, Vice President, Government Affairs, has been selected to receive the FBI Director's Community Leadership Award.

The ribbon cutting ceremony for the new 17,000 square foot Memorial Outpatient Behavioral Health Center will be held on January 26. The increased size of the new facility allows for an additional 10,000 visits and offers a wide array of adult outpatient services.

Memorial Hospital Pembroke was successfully surveyed by the Joint Commission just before the Holidays in December. Mr. Wester commended Mr. Stephen Demers, Chief Executive Officer of Memorial Hospital Pembroke, and his team, for doing a great job.

Joe DiMaggio Children's Hospital is one of 23 children's hospitals in the country to participate in a National Institutes of Health (NIH) interventional trial study, named COMPASS, for children with ductal-dependent pulmonary blood flow.

The Finance Department will meet with our rating agencies over the next couple of weeks to update them on our financial status.



**11. CHAIR'S COMMENTS**

Mr. Friedman visited the new Outpatient Behavioral Health Center and was very impressed. He gave heartfelt thanks to each Board member, acknowledging that this has come about directly because of their input. During his visit, he was asked his opinion on behavioral health services. He noted that Dollar General is 'getting into the healthcare space', and believes that Memorial is about people, and not 'space'. He thanked all Memorial employees for what they do.

The Gumbo Challenge between Mr. Wester and Chef Pierre Flerismond, Executive Chef at Memorial Regional Hospital, takes place on February 8 at Memorial Regional Hospital Cafeteria. The proceeds of the event will go to the Memorial Employee Relief Fund, which assists employees experiencing financial hardship or unforeseen crisis.

The ribbon cutting for Memorial's Sickle Cell Medical Home will take place on February 16.

**12. COMMISSIONERS' COMMENTS**

Mr. Harrison stated that everyone is doing a wonderful job, and encouraged staff to keep going.

Mr. Basulto wanted to recognize Dr. Marc Napp for always being available to discuss constituents' concerns or compliments. Mr. Basulto was contacted by a patient who reported that Memorial Regional Hospital saved her life and she wanted to meet and thank the staff who were involved.

Dr. Orta wished everyone a Happy New Year.

Mr. Harvey attended Broward Health's 85<sup>th</sup> Anniversary celebrations, which he was very impressed with. He noted the message given by Mr. Shane Strum, Broward Health's President and Chief Executive Officer, of "Then, Now, Forever", and asked how Memorial will deliver our message to the community, so that everyone is aware of our leadership and accomplishments within the healthcare industry.

Ms. Justen congratulated Broward Health on its 85<sup>th</sup> Anniversary, and the benefits of continuing the good relationship between the two Districts was noted by those present. Ms. Justen also reported that she attended Memorial Regional Hospital South as a patient, and had a great experience throughout her time there. She noted the great culture among the staff and passed on her thanks to all concerned.

**13. ADJOURNMENT**

There being no further business to come before the Board, Mr. Friedman declared the meeting adjourned at 7:18 p.m.

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



BY: \_\_\_\_\_

**Brad Friedman, Chairman**



ATTEST: \_\_\_\_\_

**Steven Harvey, Secretary Treasurer**