

North Broward Hospital District Board of Commissioners
1700 Northwest 49th Street, Suite #150, Ft. Lauderdale, FL 33309

**FINANCE COMMITTEE MEETING
Immediately Following the Audit Committee Meeting
Wednesday, October 20, 2021**

The Finance Committee of the North Broward Hospital District was held on Wednesday, October 20, 2021, immediately following the Audit Committee Meeting, at the Broward Health Corporate Spectrum Location, 1700 NW 49th Street, Suite 150, Fort Lauderdale, Florida 33309.

1. NOTICE

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 Committee.

2. CALL TO ORDER

There being a quorum present, the meeting was called to order by Chair Marie C. Waugh at 10:59 a.m.

3. ROLL CALL

Present:

Commissioner Stacy L. Angier
Commissioner Nancy W. Stamper
Commissioner Christopher J. Pernicano, Vice Chair
Commissioner Marie C. Waugh, Chair

Not Present:

Commissioner Ray. T. Berry
Commissioner Jonathan K. Hage
Commissioner Levi G. Williams, Jr.

Senior Leadership

Additionally Present:

Shane Strum, President, Chief Executive Officer
Alan Goldsmith, EVP, Chief Operating Officer
Alex Fernandez, SVP, Chief Financial Officer
Linda Epstein, Corporate General Counsel

4. PUBLIC COMMENTS

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

5. APPROVAL OF MINUTES

Without objection, Chair Waugh approved the minutes, dated September 8, 2021.

Motion *carried* without dissent.

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6. TOPIC OF DISCUSSION

6.1. CFO Presentation (Presenter – Alex Fernandez, SVP, Chief Financial Officer)

Mr. Fernandez provided the Committee with the following update on the CARES Act funding:

- Health Resources and Services Administration (HRSA) provided guidance on submission requirements for funding that the North Broward Hospital District had previously received in two (2) separate periods
 - FY 2021 - \$37M; and
 - FY 2020 - \$37M
- HRSA additional General Distribution Phase 4, wherein hospitals and healthcare providers could participate in potential distribution of \$17B.
- HRSA reconsideration of General Distribution Phase 3, whereas NBHD did not receive funding.

Mr. Fernandez also shared his monthly CFO Presentation that included financial detail for the entire Broward Health System. For more detail, please see report in the Finance Committee Meeting Book containing a summary of gains and losses for the system.

6.2. Approval of the Interim Financial Statements (Presenter – Alex Fernandez, SVP, Chief Financial Officer)

6.2.1. Approval of Interim Financial Statement for Fiscal Year 2022 July;

6.2.2. Approval of Interim Financial Statement for Fiscal Year 2022 August; and

6.2.3. Approval of Interim Financial Statement for Fiscal Year 2022 September

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

The Finance Committee recommend that the Board of Commissioners of the North Broward Hospital District approve the Interim Financial Statements for Fiscal Year 2022 July, August and September.

Motion confirmed by roll call.

YES Commissioner Stacy L. Angier

YES Commissioner Nancy W. Stamper

YES Commissioner Christopher J. Pernicano, Vice Chair

YES Commissioner Marie C. Waugh, Chair

Motion *carried* 4/0.

6.3. Approval to Enter into a Letter of Credit (Presenter - Alex Fernandez, SVP, Chief Financial Officer)

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

The Finance Committee recommend that the Board of Commissioners of the North Broward Hospital District authorize the District to source and enter into a letter of credit with an approved bank for the same term as its automobile insurance policy and authorize, approve, and ratify the execution, delivery

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and performance by the District and its senior management of all related documents, as necessary or appropriate, in connection therewith, all in the manner most favorable to the District, in such forms as senior management deems necessary or appropriate.

Motion confirmed by roll call.

YES Commissioner Stacy L. Angier
YES Commissioner Nancy W. Stamper
YES Commissioner Christopher J. Pernicano, Vice Chair
YES Commissioner Marie C. Waugh, Chair

Motion *carried* 4/0.

6.4. Approval to Enter into a Five (5) year contract with Quest Diagnostics for Reference Lab Testing Services (Presenter – Alan Goldsmith, EVP, Chief Operating Officer)

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

The Finance Committee recommend that the Board of Commissioners of the North Broward Hospital District authorize the District to enter into a five (5) year contract with Quest Diagnostics for reference lab testing services at an annual expense of \$4 million and \$20 million over the term of the five (5) year Agreement.

Motion confirmed by roll call.

YES Commissioner Stacy L. Angier
YES Commissioner Nancy W. Stamper
YES Commissioner Christopher J. Pernicano, Vice Chair
YES Commissioner Marie C. Waugh, Chair

Motion *carried* 4/0.

6.5. BPHG, Approval for Two (2) Year Employment Agreement with Dr. Alejandro Cambara (Presenter - Alan Goldsmith, EVP, Chief Operating Officer)

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

The Finance Committee recommend that the Board of Commissioners of the North Broward Hospital District authorize the District to enter into a new two (2) year employment agreement up to the 84th percentile with Dr. Alejandro Cambara for the provision of Hematology Oncology Services at Broward Health.

Motion confirmed by roll call.

YES Commissioner Stacy L. Angier
YES Commissioner Nancy W. Stamper
YES Commissioner Christopher J. Pernicano, Vice Chair

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YES Commissioner Marie C. Waugh, Chair

Motion *carried* 4/0.

6.6. BPHG, Approval to Enter into New Two (2) Year Employment Agreement with Dr. Lucia Blanchard (Presenter - Alan Goldsmith, EVP, Chief Operating Officer)

Mr. Goldsmith informed the Committee that this particular exhibit was being brought back to the Board as a technical correction revising the 85% (percentile) that was approved at the August 2021 Board meeting to 87% (percentile). Mr. Goldsmith further noted that safeguards / processes have been implemented to avoid potential future errors.

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

The Finance Committee recommend that the Board of Commissioners of the North Broward Hospital District authorize the District to enter into a two (2) year employment agreement with a Medical Directorship with Dr. Lucia Blanchard up to the 87th percentile for the provision of Cardiology Services at Broward Health.

Motion confirmed by roll call.

YES Commissioner Stacy L. Angier

YES Commissioner Nancy W. Stamper

YES Commissioner Christopher J. Pernicano, Vice Chair

YES Commissioner Marie C. Waugh, Chair

Motion *carried* 4/0.

6.7. CHS, Approval to Appoint William Green as Project Director for HCH Grant (Presenter – Dr. Joshua Lenchus, Interim Chief Medical Officer)

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

The Finance Committee recommend that the Board of Commissioners of the North Broward Hospital District appoint William Green as Project Director for the Healthcare for the Homeless grant program.

Motion confirmed by roll call.

YES Commissioner Stacy L. Angier

YES Commissioner Nancy W. Stamper

YES Commissioner Christopher J. Pernicano, Vice Chair

YES Commissioner Marie C. Waugh, Chair

Motion *carried* 4/0.

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- 6.8. CHS, Approval of a Co-Applicant Agreement of Federally Qualified Health Center (FQHC)
(Presenter – Brett Bauman, Sr. Associate General Counsel)

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

The Finance Committee recommend that the Board of Commissioners of the North Broward Hospital District approve the attached Co-Applicant Agreement with Community Health Networks of Broward, Inc., as presented.

Motion confirmed by roll call.

YES Commissioner Stacy L. Angier
YES Commissioner Nancy W. Stamper
YES Commissioner Christopher J. Pernicano, Vice Chair
YES Commissioner Marie C. Waugh, Chair

Motion *carried* 4/0.

- 6.9. Resolution FY22-07: Resolution Appointing a Director to the Board of Directors and to Amend the Amended and Restated Bylaws of Broward Health Accountable Care Organization (ACO) Services, Inc. (Presenter - Gerald Del Amo, Deputy General Counsel)

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

The Finance Committee recommend that the Board of Commissioners of the North Broward Hospital District adopt FY22-07: Resolution appointing a Director to the Board of Directors and to amend the Amended and Restated Bylaws of Broward Health Accountable Care Organization (ACO) Services, Inc., as presented.

Motion confirmed by roll call.

YES Commissioner Stacy L. Angier
YES Commissioner Nancy W. Stamper
YES Commissioner Christopher J. Pernicano, Vice Chair
YES Commissioner Marie C. Waugh, Chair

Motion *carried* 4/0.

- 6.10. Discussion of Hospice (Presenter – Alex Fernandez, SVP, Chief Financial Officer)

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

The Finance Committee recommend that the Board of Commissioners of the North Broward Hospital District authorize the District to close down Broward Health's operation of Gold Coast Hospice, sell the assets of Gold Coast Hospice, and enter into an Agreement with VITAS Healthcare to lease twelve (12) beds at Broward Health Medical Center, subject to the Agreement reviewed by the General Counsel's Office.

MINUTES

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Motion confirmed by roll call.

YES Commissioner Stacy L. Angier
YES Commissioner Nancy W. Stamper
YES Commissioner Christopher J. Pernicano, Vice Chair
YES Commissioner Marie C. Waugh, Chair

Motion *carried* 4/0.

6.11. Discussion of Fiscal Year 2021 Audited Balance Scorecard (Presenter - Alex Fernandez, SVP, Chief Financial Officer)

Mr. Fernandez described the Balanced Scorecard timeline and gave detail to the process and metrics involved.

An overview of individual metric results was shared for FY21, and an Adjusted Balance Scorecard for Fiscal Year 2021 taking in consideration of the impact of COVID-19 patients to select metrics.

6.12. Discussion of FY '21 At Risk Accrual (Presenter – Marie Waugh, Chair)

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

The Finance Committee recommend that the Board of Commissioners of the North Broward Hospital District approve the Audited Fiscal Year 2021 Adjusted Balanced Scorecard resulting in 82 points be used for the Fiscal Year 2021 At-Risk Accrual, as presented.

Motion confirmed by roll call.

YES Commissioner Stacy L. Angier
YES Commissioner Nancy W. Stamper
YES Commissioner Christopher J. Pernicano, Vice Chair
YES Commissioner Marie C. Waugh, Chair

Motion *carried* 4/0.

7. **ADJOURNMENT**

There being no further business on the agenda, the Chair adjourned the meeting at 12:21 p.m.

Respectfully submitted,
Commissioner Christopher J. Pernicano, Secretary/Treasurer