

North Broward Hospital District Board of Commissioners  
1800 Northwest 49th Street, C-Suite #1027, Ft. Lauderdale, FL 33309

**SPECIAL BOARD MEETING  
BOARD SUBCOMMITTEE SEARCH FOR CHIEF INTERNAL AUDITOR**

**2:00 p.m., Monday, March 21, 2022**

The Board of Commissioners Special Board Meeting of the North Broward Hospital District was held at 2:00 p.m., on March 21, 2022, at the Broward Health Corporate Spectrum Location, 1800 NW 49<sup>th</sup> Street, C-Suite (Room1027), Fort Lauderdale, Florida 33309.

1. **NOTICE**

Notice and Agenda, titled EXHIBIT I and EXHIBIT II, are attached to the official meeting book archived at the Board of Commissioners' Office. Supporting documents, if applicable, are attached to these minutes, titled EXHIBIT III. Exhibits are presented for consideration of the Board.

2. **CALL TO ORDER**

There being a quorum present, the meeting was called to order by Chair Stacy L. Angier at 2:00 p.m.

3. **SUBCOMMITTEE MEMBERS**

*Present:*

Stacy L. Angier, Chair to Audit Committee  
Shane Strum, President, CEO  
Linda Epstein, Corporate General Counsel  
Mark Sprada, Chief Human Resource Officer  
Brian Kozik, Interim Chief Internal Auditor  
Bill Benson, External Subject Matter Expert

4. **PUBLIC COMMENTS**

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

5. **TOPIC OF DISCUSSION**

- 5.1. **Interview Process and Directions** (Presenter: Mark Sprada, Chief Human Resource Officer)

Mr. Sprada detailed the interview timeline and process to the Subcommittee. A binder was provided to the panel containing candidate resumes, proposed interview questions.

Ms. Leticia Woods, VP, Human Resources Operations, was introduced to the subcommittee in support.

North Broward Hospital District Board of Commissioners  
1800 Northwest 49th Street, C-Suite #1027, Ft. Lauderdale, FL 33309

Mr. Sprada further reported that one (1) of the four (4) candidates withdrew their candidacy due to a scheduling conflict. The candidate was offered a remote interview, however he declined.

**5.2. Committee Approval or Revision of Interview Questions (Presenter: Stacy L. Angier, Chair)**

Discussion ensued regarding the proposal of additional questions of interest by the subcommittee that were not included in the first draft.

The Board of Commissioners proceeded to question the candidates on their individual experiences and accomplishments.

**5.3. Interview Candidate (A)**

Mr. Edwin Taliaferro was escorted into the conference room, in which the following attendees introduced themselves and shared their official titles.

Mark Sprada, Chief Human Resource Officer  
Stacy L. Angier, Chair to the Board of Commissioners  
Bill Benson, External Audit Committee Member  
Linda Epstein, Corporate General Counsel  
Leticia Woods, Vice President, Human Resources Operations  
Brian Kozik, Chief Compliance Officer & Interim Chief Internal Auditor  
Shane Strum, President, Chief Executive Officer  
Ken Hetlage, Interim Chief Operating Officer  
Patricia Alfaro, Liaison to Board of Commissioners, Support Service Manager  
Debbie Eldredge, Director, Corporate Administration  
Brett Bauman, Attorney, Legal Department  
Cynthia Norris, Associate Vice President, Internal Audit  
Dan Lewis, Advisor to the Board & Senior Executives

Mr. Taliaferro gave background to his education, professional experiences, accreditations, and expertise. In addition, he provided detail to the multifaceted approach of how he develops talent.

The Subcommittee proceeded to ask Mr. Taliaferro the pre-approved interview questions.

Mr. Taliaferro was given the opportunity to share additional information and ask questions related to what the Board of Commissioners expect from the incoming Chief Internal Auditor.

**5.4. Interview Candidate (B)**

North Broward Hospital District Board of Commissioners  
1800 Northwest 49th Street, C-Suite #1027, Ft. Lauderdale, FL 33309

Ms. Deborah Hall was escorted into the conference room, in which all attendees introduced themselves and shared their official titles.

Ms. Hall circulated a presentation titled, *Broward Health Chief Audit Executive Competency Profile*, which included detail to the following subjects:

- Professionalism
- Performance
- Environment
- Leadership & Communication
- Three Lines of Defense
  - Management
  - Compliance
  - Internal Audit
- 90-Day Initial Assessment
- Candidate Attributes

She further shared background to her education, professional experiences, accreditations, and expertise.

The Subcommittee proceeded to ask Ms. Hall interview questions.

Ms. Hall was given the opportunity to share additional information and ask questions related to what the Board of Commissioners expect from the incoming Chief Internal Auditor.

#### **5.5. (10) Minute Break**

The meeting recessed for ten minutes. Meeting was reconvened.

#### **5.6. Interview Candidate (C)**

Mr. James Mears was escorted into the conference room, in which all attendees introduced themselves and shared their official titles.

Mr. Mears gave background to his education, professional experience, accreditations and expertise. In addition, he shared that he had applied for this position when posted two years ago, however the pandemic halted recruitment for said position.

Mr. Mears was given the opportunity to share additional information and ask questions related to what the Board of Commissioners expect from the incoming Chief Internal Auditor.

North Broward Hospital District Board of Commissioners  
1800 Northwest 49th Street, C-Suite #1027, Ft. Lauderdale, FL 33309

## 5.7. Interview Candidate (D)

Not applicable. Candidate withdrew himself from consideration.

Mr. Sprada asked the sub-committee members to provide their rating sheets, which would be tallied during the upcoming five-minute break and available upon their return.

## 5.8. (5) Minute Break

The meeting recessed for five minutes. Meeting was reconvened.

## 5.9. Candidate Offer of Employment Nomination Form Completion by Human Resources

Ms. Woods provided the sub-committee the *Candidate Offer of Employment Nomination Form* results for consideration.

## 5.10. Discussion of results

Mr. Sprada shared the results with the sub-committee members as follows:

- Deborah Hall received (6) yes's
- Edwin Taliaferro received (3) yes's
- James Mears received (1) yes

## 5.11. Recommendation to the Board of Commissioners

Discussion ensued regarding optional recommendations that the sub-committee could make should the top candidate decline an offer.

Discussion ensued regarding the vacant Chief Compliance Officer position.

**MOTION** It was *moved* by Mr. Benson, *seconded* by Mr. Strum, that:

The Special Board Subcommittee for Chief Internal Auditor Search recommend that Ms. Deborah Hall be brought to the Audit Committee as the subcommittee's selection for the Chief Internal Auditor position.

Motion *carried* unanimously.

**MOTION** It was *moved* by Mr. Benson, *seconded* by Mr. Strum, that:

# MINUTES

North Broward Hospital District Board of Commissioners  
1800 Northwest 49th Street, C-Suite #1027, Ft. Lauderdale, FL 33309

The Special Board Subcommittee for Chief Internal Auditor Search recommend to the Audit Committee that Mr. Edwin Taliaferro be presented as the second choice for the Chief Internal Auditor position, pending first choice offer rejection from Ms. Deborah Hall.

Motion *carried* unanimously.

Mr. Sprada confirmed that the SVP, Chief Compliance Officer position had not been posted and would normally have to be processed by the Human Resource Department for posting and solicitation. He however noted that the process did not preclude that if the runner-up be a good fit for the position, the candidate be advanced to the interview process.

## 6. ADJOURNMENT

The meeting was adjourned at 5:12 p.m.

DRAFT