

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

## **LEGAL AFFAIRS & GOVERNMENTAL RELATIONS COMMITTEE MEETING** **10:00 a.m., Wednesday, June 23, 2021**

The Legal Affairs & Governmental Relations Committee Meeting of the North Broward Hospital District was held on June 23, 2021 at 10:00 a.m., at the Broward Health Corporate Spectrum Location, 1700 NW 49<sup>th</sup> 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 Nancy W. Gregoire at 10:01 a. m.

### **3. COMMITTEE MEMBERS**

*Present:*

- Commissioner Jonathan K. Hage (arrived 10:02 via Teams)
- Commissioner Christopher J. Pernicano
- Commissioner Levi G. Williams, Jr. (arrived at 11:06 a.m.)
- Commissioner Ray. T. Berry (via Teams)
- Commissioner Marie C. Waugh
- Commissioner Stacy L. Angier, Vice Chair
- Commissioner Nancy W. Gregoire, Chair

*Senior Leadership*

*Additionally Present:*

- Shane Strum, President/Chief Executive Officer
- Alan Goldsmith, Chief Operating Officer
- Alex Fernandez, Chief Financial Officer
- Linda Epstein, Corporate General Counsel
- Gerald Del Amo, Sr. Deputy, General Counsel

### **4. PUBLIC COMMENTS**

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

### **5. APPROVAL OF MINUTES**

Without objection, Chair Gregoire approved the minutes, dated March 24, 2021.

Motion *carried* without dissent.

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Chair Gregoire gave detail to the forthcoming Attorney-Client Shade Session:

An Attorney-Client Shade Session was requested at the Regular Board Meeting on May 26, 2021 to seek the Board's advice pertaining to settlement negotiations and strategy sessions related to settlement negotiations and strategy related to litigation expenditures in pending litigation to which the District is a party, specifically Case No. CACE-20-002538 (09), *David Di Pietro vs. North Broward Hospital District., et al*, currently pending in the Circuit Court of the Seventeenth Judicial Circuit in and for Broward County, Florida.

Pursuant to Section 286.011(8)(d), Florida Statutes, the closed meeting began. The attendees included: Chair Nancy Gregoire, Commissioner Angier, Commissioner Stacy L. Angier, Commissioner Marie C. Waugh, Commissioner Ray T. Berry, Commissioner Christopher Pernicano, Commissioner Jonathan Hage (via Teams), Shane Strum, President/CEO; and from the District's legal team: Linda Epstein, General Counsel, and Brett Bauman, Senior Associate General Counsel, outside legal counsel, Bruce Johnson, Esq., and Scott Alexander, Esq., representing the District in the DiPietro case, and Sandra Suarez, a certified court reporter.

The Legal Affairs and Governmental Relations Committee Meeting recessed for an Attorney-Client Shade Session at 10:04 a.m.

The Legal Affairs and Governmental Relations Committee Meeting reconvened at 11:04 a.m.

## 6. TOPIC OF DISCUSSION

### 6.1. General Legal Department Updates (Presenter – Linda Epstein, General Counsel)

Ms. Epstein shared the following Legal Department updates with the committee, as seen below.

- Introduction of current Legal Team.
  - Jerry Del Amo, Deputy General Counsel
  - Frances Impellizzeri, Senior Associate General Counsel
  - Brett Bauman, Senior Associate General Counsel
  - Nick Ortiz, Senior Associate General Counsel
  - Kimberly Washington, Associate General Counsel
  - Adlin Tuya, Associate General Counsel
  - Kim Murray, Associate General Counsel
  - Elizabeth Ferguson, Senior Paralegal
  - Danika Myrie, Paralegal
  - Sandy Lopez, Legal Secretary

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## 6.1.1. Legal Department Budget for FY21 (Presenter – Linda Epstein, General Counsel)

Ms. Epstein reported on the Fiscal Year 2021 Legal Department Budget items, as seen below.

For further detail, related slides are available on the Board of Commissioners' webpage. See the calendar for the June 23, 2021, *Legal Affairs and Governmental Relations Committee Meeting book*.

- Report:
  - Included the overall budget status for Fiscal Year 2021 through April 30, 2021.
  - As an explanation to the one-month delay in the reporting, it was noted that outside counsel submit bills via CounselLink once per month.
- Final budget:
  - Presented September 2021.
  - To include financials through June 30, 2021.
- Budget:
  - \$8.365-million dollars.
  - Current spend \$2,334,770.74.
  - Highest categories:
    - Healthcare Regulatory.
    - Litigation.
    - Medical Staff.
- Comparisons shared between 2020 and 2021 expenses.

## Fair Market Value (FMV) (Presenter – Jerry Del Amo, Deputy General Counsel)

- FMV:
  - FMV Budget: \$80,000 per month.
  - Technically not legal expenses but encompassed within department budget.
  - Expenses by firm, (3) in total:
    - FTI Consulting.
    - PYA (Pershing, Yoackley & Associates).
    - HCA.
  - Activity uptick in past quarter but within budget.
- FY20 to FY21 Actual Spend Comparison.
  - FY20, total spend \$1.24m.
  - FY21, total spend projected under \$800,000.

## New Legal Engagements (Presenter – Linda Epstein, General Counsel)

- Kim Von Learner.
  - General/commercial litigation and advice.
- Lash and Goldberg.

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- Added to the Broward Health Managed Care Panel.

## 6.2. Legal Fees for Scott Richardson, Esq. (Presenter – Linda Epstein, General Counsel)

It was noted that Mr. Richards represented Ms. Beverly Capasso, former Broward Health CEO, for a short time. In conjunction with outside counsel, a proposal was reached in the amount of \$13,028.

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

The Legal Affairs and Governmental Relations Committee recommend that the Board of Commissioners of the North Broward Hospital District authorize the District to execute a settlement agreement/release and approve payment in the amount of \$13,028 dollars to pay the legal fees of attorney Scott Richardson.

Motion confirmed by roll call.

**YES** Commissioner Jonathan K. Hage

**YES** Commissioner Christopher J. Pernicano

**YES** Commissioner Levi G. Williams, Jr.

**YES** Commissioner Stacy L. Angier

**YES** Commissioner Marie C. Waugh

**YES** Commissioner Nancy W. Gregoire, Chair

**YES** Commissioner Ray. T. Berry, Vice Chair

Motion *carried* 7/0.

## 6.3. Education

### 6.3.1. Overview Sunshine Law and Public Records (Presenters – Linda Epstein, General Counsel, Brett Bauman, Sr. Associate General Counsel)

For further detail, related slides are available on the Board of Commissioners' webpage. See calendar for the June 23, 2021, *Legal Affairs and Governmental Relations Committee Meeting book*.

Mr. Bauman gave the committee an overview of the Sunshine Law and Public Records as a commitment made to the Office of Inspector General.

## Sunshine Law

Sunshine law's (3) requirements:

1. Meetings to be open to the public.
2. Reasonable notice to be provided.

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3. Minutes to be promptly provided.

Commissioner Angier requested Mr. Bauman contact other Broward Health Boards to ensure they are properly educated on Sunshine requirements.

## **Public Records**

- Defined.
- Florida's Record Retention Schedules.
- Emails and text messages.
- Personal emails and personal devices.
- Disclosure.
- Turnaround time.
- Public record exclusions.
- Remedies for non-compliance of public record requests.
- Broward Health's special service charge.
- Penalties for non-compliance.

## 7. **ADJOURNMENT**

There being no further business on the agenda, the Chair adjourned the meeting at 11:48 a.m.

Respectfully submitted,

Commissioner Marie C. Waugh, Secretary/Treasurer

DRAFT