

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

LEGAL AFFAIRS & GOVERNMENTAL RELATIONS COMMITTEE MEETING 2:00 p.m., Wednesday, September 8, 2021

The Legal Affairs & Governmental Relations Committee Meeting of the North Broward Hospital District was held on September 8, 2021 at 2:00 p.m., 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 Vice Chair Levi G. Williams, Jr. at 2:04 p. m.

3. ROLL CALL

Present: Commissioner Jonathan K. Hage (arrived via Microsoft Teams at 2:11 p.m.)
Commissioner Christopher J. Pernicano
Commissioner Ray. T. Berry
Commissioner Marie C. Waugh
Commissioner Stacy L. Angier
Commissioner Levi G. Williams, Jr., Vice Chair

Not Present: Commissioner Nancy W. Gregoire, Chair

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

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

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5. APPROVAL OF MINUTES

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

The Legal Affairs and Governmental Relations Committee approve meeting minutes, dated July 21, 2021.

Motion *carried* unanimously.

6. TOPIC OF DISCUSSION

6.1. General Counsel Updates (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 within the September 2021 Legal Affairs and Governmental Relations Committee Meeting book on the Board of Commissioners' web page.

Prior to reviewing the department budget, Ms. Epstein shared that the Legal Department was fully staffed with the addition of Alexis Davis, Associate General Counsel. Ms. Davis gave a brief overview of her education and experience.

- Budget
 - Review of the overall budget status for Fiscal Year 2021 through June 30, 2021.
 - Final 2021 Budget
 - Total budget of \$8.365M
 - Total spend of \$2.896M
 - Savings of \$5.468M
 - All line items remained within the projected budget. Ms. Epstein congratulated the Legal Department.

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

- FMV
 - Total Budget of \$980K.
 - Total Spend of \$750K.
 - Saving of approximately \$230K.
- FY 2021 came in under budget by approximately \$500K.

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- 6.2. Resolution FY22-02 Resolution to Wind Up the Affairs of Total Claims Administration, Inc. (Presenter – Brett Bauman, Senior Associate General Counsel)

Commissioner Hage joined the meeting via Microsoft Teams at 2:11 p.m.

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 authorize the North Broward Hospital District to approve Resolution FY22-02: Resolution to dissolve and wind up the affairs of Total Claims Administration, Inc. (TCA), as presented.

The resolution includes the below actions:

- Approve the dissolution of TCA.
- Delegate the authority to the Board of Directors of TCA to wind up its affairs.
- Allow TCA, after paying obligations, debts, liabilities of TCA to thereafter close any bank accounts and reallocate funds to the District in accordance with the articles of incorporation.

Motion confirmed by roll call.

YES Commissioner Jonathan K. Hage (via Microsoft Teams)

YES Commissioner Christopher J. Pernicano

YES Commissioner Marie C. Waugh

YES Commissioner Stacy L. Angier

YES Commissioner Ray T. Berry

YES Commissioner Levi G. Williams, Jr., Vice Chair

Motion *carried* 6/0.

7. **ADJOURNMENT**

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

The Legal Affairs and Governmental Relations Committee adjourn the meeting.

Motion *carried* unanimously.

There being no further business on the agenda, the meeting adjourned at 2:17 p.m.

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