



**HEALTH CARE DISTRICT OF
PALM BEACH COUNTY
BOARD OF COMMISSIONERS & DISTRICT CLINIC HOLDINGS, INC. JOINT
SUMMARY MEETING MINUTES
March 26, 2019, 2:00 p.m.
1515 N. Flagler Drive, Suite 101
West Palm Beach, FL 33401**

1. Call to Order

Brian Lohmann called the meeting to order.

A. Roll Call

Health Care District Board members present included: Brian Lohmann, Chair; Nancy Banner, Vice Chair; Sean O'Bannon, Secretary; Les Daniels, Ed Sabin and Dr. Alonso. Cory Neering was absent.

District Clinic Holdings Board members present included: James Elder, Chair; Joseph Morel, Vice Chair; John Casey Mullen, Secretary; Michael Smith; Irene Figueroa; and Julia Bullard. Shanti Howard was absent.

Staff present included: Darcy Davis, Chief Executive Officer; Dawn Richards, Chief Financial Officer; Dr. Belma Andric, Chief Medical Officer; Dr. Tom Cleare, VP of Strategy; Karen Harris, VP of Field Operations; Cindy Yarbrough, Chief Information Officer; Steven Hurwitz, VP of Human Resources and Communications; and Valerie Shahriari, General Counsel.

Recording/Transcribing Secretary: Heidi Bromley

B. Invocation

Darcy Davis led the invocation.

C. Pledge of Allegiance

The Pledge of Allegiance was recited.

D. Affirmation of Mission: The mission of the Health Care District of Palm Beach County is to be the health care safety net for Palm Beach County. Our vision is meeting changes in health care to keep our community healthy.

2. Agenda Approval

- A. Additions/Deletions/Substitutions
- B. Motion to Approve Agenda

CONCLUSION/ACTION: Commissioner Alonso made a motion to approve the agenda as presented. The motion was duly seconded by Commissioner O'Bannon. There being no opposition, the motion passed unanimously.

3. Awards, Introductions and Presentations

- A. Clinic and Board Introductions

Dr. Andric introduced the District Clinic Board members and Ms. Davis introduced the Health Care District Board members.

- B. Accomplishments, Changes and Anticipated Direction of the Clinics

Dr. Andric discussed the Accomplishments, Changes and Anticipated Direction of the Primary Care Clinics.

- C. Public Records and Sunshine Implications.

Ms. Shahriari provided an overview of Florida's Government in the Sunshine Law.

- D. RSM - 2018 IT Risk Assessment Summary

Anthony Catalano with RSM presented the 2018 IT Risk Assessment.

- E. Correlation of IT Audits

Ms. Yarbrough discussed the layers of IT review and Audits performed.

4. Disclosure of Voting Conflict

5. Public Comment

Don Chester stated that a friend who required health care went to the Lantana Clinic and gave praise for the care he received. He wanted to thank the entire clinic staff for a job well done.

6. Meeting Minutes

- A. Staff Recommends a MOTION TO APPROVE:
Board Meeting Minutes of January 29, 2019.

CONCLUSION/ACTION: Commissioner Alonso made a motion to approve the Board Meeting Minutes of January 29, 2019 as presented. The motion was duly seconded by Commissioner Sabin. There being no objection, the motion passed unanimously.

7. Committee Reports

- 7.1 Finance and Audit Committee Report – (Commissioner Sabin)

Commissioner Sabin stated that the Finance & Audit Committee approved the four internal audit updates. They reviewed the external audits and the February financial statements. They approved the Good Health Foundation amended bylaws which now appoints the Finance & Audit Committee as the governing Board effective as today.

- 7.2 Quality, Patient Safety and Compliance Committee – (Commissioner Alonso)

Dr. Alonso stated that we had an outstanding Quality, Patient Safety and Compliance Committee meeting. We received a visit from AHCA. They went to the Healey Center on the weekend and made a surprise visit. There were very few findings so staff did a great job. The other audit was school health. They gave lots of compliments on all the great things we're doing and how well everything is organized. This shows how hard staff is working.

- 7.3 Lakeside Health Advisory Board Report – (Commissioner Alonso)

The Lakeside Health Advisory Board met on February 12, 2019. The Board welcomed new Board Member Inger Harvey. We received Lakeside Medical Center updates on operations, quality data, and financial data. The Board recognized outgoing Board Member Angie Pope and thanked her for her 8 years of service. A framed memento was presented to Sandra Chamblee's family recognizing her over 30 years of service to the Glades Community and multiple tenures on the hospital Board.

- 7.4 C.L. Brumback Primary Care Clinics Board Report – (Belma Andric, MD)

Meetings were held on January 30, 2019 and February 27, 2019. On 12/20/2018 we received our Notice of Award from HRSA confirming our grant continuation through 12/31/2021. Our current approved grant budget is \$7,617,174.00. Construction is underway at the new Mangonia Park clinic with expectation that

we will open in the fall. HRSA-19-080 - New Access Points (NAP) grant is a new funding opportunity for new sites. Applicants can apply for up to \$650,000 per year for up to 2 years.

8. Consent Agenda – Motion to Approve Consent Agenda Items

CONCLUSION/ACTION: Commissioner Alonso made a motion to approve the Consent Agenda items. The motion was duly seconded by Commissioner O'Bannon. There being no objection, the motion passed unanimously.

A. ADMINISTRATION

8A-1 RECEIVE AND FILE:

March 2019 Internet Posting of District Public Meeting.

<https://www.hcdpbc.org/EventViewTrainingDetails.aspx?Bck=Y&EventID=256&m=0|0&DisplayType=C>

8A-2 RECEIVE AND FILE

Health Care District Board Attendance.

8A-3 RECEIVE AND FILE:

Health Care District Financial Statements February 2019.

8A-4 Staff Recommends a MOTION TO APPROVE:

Medical Staff Appointment(s) for Lakeside Medical Center.

8A-5 Staff Recommends a MOTION TO APPROVE:

Audit Plan 2018-2019 Status Update & Follow-Up of Management Action Plan Items.

8A-6 Staff Recommends a MOTION TO APPROVE:

Audit Plan 2019-2020 Status Update.

8A-7 Staff Recommends a MOTION TO APPROVE:

Third Party Vendor Management Audit.

8A-8 Staff Recommends a MOTION TO APPROVE:

PTO Benefits Audit.

8A-9 Staff Recommends a MOTION TO APPROVE:

Revenue Charge Capture Controls Assessment.

8A-10 Staff Recommends a MOTION TO APPROVE:

Controlled Substance Audit – Primary Care Clinic Pharmacies.

8A-11 Staff Recommends a MOTION TO APPROVE:

Amendment to the Finance and Audit Committee Charter.

8A-12 Staff Recommends a MOTION TO APPROVE:

Amendment to the Quality, Patient Safety and Compliance Committee Charter.

9. Regular Agenda

A. ADMINISTRATION

9A-1 Staff Recommends a MOTION TO APPROVE:

Member Appointments to the Finance and Audit Committee.

Dr. Cleare stated this agenda item presents the Board with a recommendation to appoint Mark Marciano and Richard Sartory to the Finance & Audit Committee. As a reminder, the Health Care District Bylaws specify that the District Board shall appoint all standing committee members to a four (4) year term with standing committee membership limited to two (2) full terms. Staff recommends the Board approve the appointment of Mark Marciano and Richard Sartory to the Finance and Audit Committee.

CONCLUSION/ACTION: Commissioner Sabin made a motion to approve the appointment of Mark Marciano and Richard Sartory to the Finance and Audit Committee. The motion was duly seconded by Commissioner Banner. There being no objection, the motion passed unanimously.

There was discussion of staggering the rotation of members. As a result, the motion was revised (below).

CONCLUSION/ACTION: Commissioner Banner made a new motion to appoint Rick Sartory and Mark Marciano for a term that is consistent with our governing documents. The motion was duly seconded by Commissioner Sabin. There being no objection, the motion passed unanimously.

9A-2 Staff Recommends a MOTION TO APPROVE:

2018 Health Care District Audit.

The 2018 Health Care District audited Comprehensive Annual Financial Report (CAFR) was presented by Carlos Hernandez (RSM) to the Board for review and approval.

CONCLUSION/ACTION: Commissioner Banner made a motion to approve the 2018 Health Care District Audit. The motion was duly seconded by Commissioner O'Bannon. There being no objection, the motion passed unanimously.

9A-3 **Staff Recommends a MOTION TO APPROVE:**
2018 District Clinic Holdings, Inc. Audit.

The 2018 District Clinic Holdings, Inc. audited financial report was presented by Carlos Hernandez (RSM) to the Board for review and approval.

CONCLUSION/ACTION: Commissioner Banner made a motion to approve the 2018 District Clinic Holdings, Inc. Audit. The motion was duly seconded by Commissioner Alonso. There being no objection, the motion passed unanimously.

9A-4 **Staff Recommends a MOTION TO APPROVE:**
2018 Good Health Foundation, Inc. Audit.

The 2018 Good Health Foundation, Inc. audited financial report was presented by Carlos Hernandez (RSM) to the Board for review and approval.

CONCLUSION/ACTION: Commissioner Alonso made a motion to approve the 2018 Good Health Foundation, Inc. Audit. The motion was duly seconded by Commissioner Daniels. There being no objection, the motion passed unanimously.

9A-5 **Staff Recommends a MOTION TO APPROVE:**
2018 Healthy Palm Beaches, Inc. Audit.

The 2018 Healthy Palm Beaches, Inc. audited financial report was presented by Carlos Hernandez (RSM) to the Board for review and approval.

CONCLUSION/ACTION: Commissioner Alonso made a motion to approve the 2018 Healthy Palm Beaches, Inc. Audit. The motion was duly seconded by Commissioner O'Bannon. There being no objection, the motion passed unanimously.

DISTRICT CLINIC HOLDINGS, INC. BOARD

10. Agenda Approval

- A. Additions/Deletions/Substitutions
- B. Motion to Approve Agenda

CONCLUSION/ACTION: Mr. Smith made a motion to approve the agenda as presented. The motion was duly seconded by Mr. Morel. There being no opposition, the motion passed unanimously.

11. Regular Agenda

11A-1 Staff Recommends a MOTION TO APPROVE:

Appointment of Gary Butler to the District Clinic Holdings, Inc. Board.

Dr. Andric stated that Gary Butler has submitted an application for consideration to be appointed to the District Clinic Holdings, Inc. Board of Directors. Mr. Butler worked in the field of healthcare for years and spends a great deal of time in Belle Glade. He is familiar with special population such as agricultural workers and homeless individuals. Staff recommends the Board approve the appointment of Gary Butler to the District Clinic Holdings, Inc. Board.

CONCLUSION/ACTION: Mr. Smith made a motion to approve the appointment of Gary Butler to the District Clinic Board. The motion was duly seconded by Mr. Morel. There being no objection, the motion passed unanimously.

11A-2 Staff Recommends a MOTION TO APPROVE:

Licensed Independent Practitioner Credentialing and Privileging.

Dr. Andric stated that the LIP satisfactorily completed the credentialing and privileging process and met the standards set forth within the approved Credentialing and Privileging Policy. The credentialing and privileging process ensures that all health center practitioners meet specific criteria and standards of professional qualifications. Staff recommends the Board approve the credentialing and privileging.

CONCLUSION/ACTION: Mr. Morel made a motion to approve the credentialing and privileging. The motion was duly seconded by Mrs. Bullard. There being no objection, the motion passed unanimously.

12. CEO Comments

Ms. Davis mentioned that the upcoming Board meeting in May will be held at Lakeside Medical Center. Please allow ample time for travel.

13. District Clinic Board Member Comments

None.

14. HCD Board Member Comments

None.

15. CLOSED RISK MEETING

Pursuant to Florida Statute Ch. 768.28, 395.0197, 766.101 and 400.119, 400.147

The closed meeting took place at this time. All persons currently exited the meeting except the following: Chief Executive Officer, General Counsel and the Health Care District Board.

16. Establishment of Upcoming Board Meetings

May 28, 2019 - Annual Meeting - Officer Elections (Lakeside Medical Center)

- 2:00PM, Health Care District Board Meeting

July 30, 2019 (Location TBD)

- 9:00AM, Health Care District Strategic Planning
- 2:00PM, Joint Meeting with Finance and Audit Committee

September 2019 (Dates TBD for two TRIM meetings)

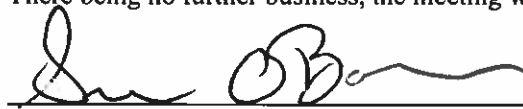
- 4:00PM, Health Care District Board Meeting
- 5:15PM, Truth In Millage (TRIM) Meeting

November 26, 2019

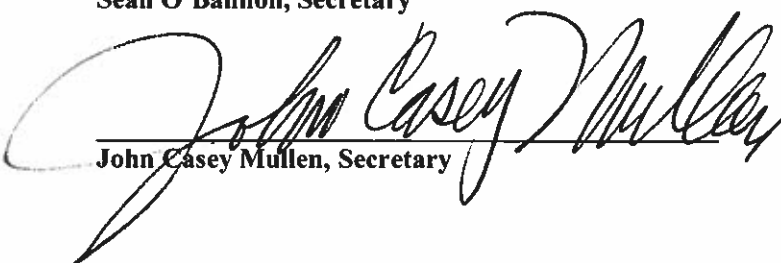
- 2:00PM, Joint Meeting with Lakeside Health Advisory Board

17. Motion to Adjourn

There being no further business, the meeting was adjourned.


Sean O'Bannon, Secretary

5/28/19
Date


John Casey Mullen, Secretary

5/28/19
Date