

**MIAMI-DADE COUNTY
FINAL OFFICIAL MINUTES
Public Health Trust Nominating Council**

Board of County Commissioners
Stephen P. Clark Government Center
2nd Floor Commission Conference Room
111 NW 1st Street
Miami, Florida 33128

May 20, 2009
As Advertised

Harvey Ruvin, Clerk
Board of County Commissioners

Diane Collins, Acting Division Chief
Clerk of the Board Division

Karen Harrison, Commission Reporter
(305) 375-1296



**PUBLIC HEALTH TRUST NOMINATING COUNCIL
CLERK'S SUMMARY AND OFFICIAL MEETING MINUTES
MAY 20, 2009**

The Public Health Trust Nominating Council convened in the 2nd Floor Commission Conference Room of the Stephen P. Clark Government Center, 111 N.W. 1st Street, on May 20, 2009, at 11:00 a.m. There being present Chairman Dennis Moss and Council Members: Commissioner Katy Sorenson; Commissioner Sally Heyman; (Representative Julio Robaina and Mr. Walter Harvey were absent).

Staff members present were Assistant County Manager Alina T. Hudak; Assistant County Attorneys Eugene Shy and Laura Llorente; Ms. Christina Lares Assistant to the County Manager; Ms. Maggie A. Perez, Jackson Health System; Daniel Ricker, Publisher, Watchdog Report and Deputy Clerk Karen Harrison.

I. Welcome and Introductions

Chairman Moss called the meeting to order at 11:20 a.m. and welcomed those in attendance. He asked each Council member to introduce themselves for the record. Chairman Moss acknowledged that Representative Robaina was listening in on this meeting via telephone. He requested a legal opinion from the County Attorney's Office regarding that matter.

Assistant County Attorney Eugene Shy noted he had spoken to County Attorney Bob Cuevas and Assistant County Attorney Abigail Price-Williams regarding members participating in the meeting by telephone. He explained that the ruling from Mr. Cuevas noted that the basic parameters with a telephonic connection, Representative Robaina could listen to the meeting, but he would not be counted toward a quorum nor participate in the discussion or vote and he would not be counted present at this meeting.

II. Explanation of Nominating Process and Review of Existing Vacancies

At the request of Chairman Moss, Assistant County Attorney (ACA) Eugene Shy explained the annual process of Public Health Trust Nominating Council (PHTNC). He noted the Public Health Trust (PHT) Trustees had a staggered three (3) year term with limitations set at two (2) years. The five (5) vacancies that would expire on October 6, 2009 were based on the two year limitation. Assistant County Attorney Shy noted the vacancies would be from the following members: Mr. John Copeland, PHT Chairman whose term to be reappointed ended and had designated Mr. Walter Harvey; Mr. Marcos Lapciuc, PHT Treasurer; Ms. Georgena Ford, PHT Secretary; Mr. Ernesto de la Fe; and Mr. Armando Guterrez Jr., who had resigned on November 1, 2008.

ACA Shy suggested that the timeline needed to ensure that appointees would be approved by the Board of County Commissioners (BCC) prior to October 6, 2009 expiration date. He also noted the procedure was included in the handout of the 2005 resolution "Chapter 25A PHT". Mr. Shy advised the PHTNC members that the purpose of today's meeting was to consider the advertisement, timeline, and the application. He continued explaining the process which included the development of an application matrix by staff that would be reviewed by PHTNC members. ACA Shy added that PHTNC had to also review the applications in order to decide

which candidates would be interviewed. Following the process that would include criminal background checks, the five (5) nominated candidates and two additional names, totaling seven (7) candidates would be submitted to the BCC for approval, he noted.

III. Review and Approve Proposed Timeline, Advertisement and Application

Chairman Moss stressed the importance of the PHTNC meeting the timeline. He also noted the need for nominations to be in place prior to October 6, 2009 expiration date. Chairman Moss referred to the 2009 PHTNC Timeline handouts and he noted the need to change the date for the Nominating Council to convene on either June 17th or June 19, 2009.

Following the discussion regarding when the PHTNC would convene, ACA Shy advised that Representative Robaino could listen, but he could not participate in the discussion.

Chairman Moss noted that the Council would follow the legal advice of the County Attorney's Office.

Assistant County Manager Hudak noted that she would confirm whether the Council would convene on either June 17th, or June 19, 2009 at 10:00 a.m.

In response to Ms. Hudak's inquiry regarding a decided date to interview the finalists, Chairman Moss replied that the Council would wait until June 2009 to see the outcome and number of applicants.

Discussion ensued regarding making a decision when to interview the finalists to eliminate other conflicts during the summer months.

Commissioner Heyman suggested that the Council members interview the finalists on week of July 13, 2009.

Following the discussion, the Council members agreed that July 17, 2009 at 10:00 a.m. would be a tentative date to interview the finalists for the PHT.

In response to Ms. Hudak's question as to whether the timeline was acceptable for purposes of advertising, and she noted the guidelines were used from last year, Chairman Moss noted the timeline was fine.

Chairman Moss agreed with Commissioner Heyman's recommendation that the advertisement for the PHT positions be published in the Miami Today newspaper.

Commissioner Heyman noted the need to ensure that documentation was clear on the front of the application regarding required background checks and that selected Trustees would be required to submit financial disclosure forms.

It was moved by Commissioner Heyman that the language typed in bold print regarding required background checks remain on page one and to be added to the last page of the "2009 Application for Nomination to serve on the Board of Trustees of the PHT of Miami-Dade County". This

motion was seconded by Chairman Moss and upon being put to a vote, passed unanimously by those members present.

It was moved by Commissioner Heyman that the language be amended under section "Education", on page two, to read "Major" in addition to School/City/Degree. This motion was seconded by Commissioner Sorenson and upon being put to a vote, passed unanimously by those members present.

Commissioner Heyman recommended amending the language in the application to include information regarding family members and associations that had a potential conflict.

In response to ACA Shy's comment that the language in the application could be modified, Chairman Moss asked Mr. Shy to work on modifying the language in the 2009 Application for Nomination to serve on the Board of Trustee of the PHT.

It was moved by Commissioner Heyman that the language be amended on page three and four to request information on family members and associates that might have potential conflict in addition to the applicant's affiliations and relationships in the healthcare industry. This motion was seconded by Commissioner Sorenson and upon being put to a vote, passed unanimously by those members present.

Commissioner Heyman recommended that the language be amended in the application to clarify the request was for character references.

Following the discussion, it was moved by Commissioner Sorenson that the language on page five of the application be amended to request references and names of individuals acquainted with the County's activities. This motion was seconded by Commissioner Heyman and upon being put to a vote, passed unanimously by those members present.

It was moved by Commissioner Heyman that the advertisements be as listed in the timeline on May 27, 2009 through June 3, 2009 and to include the Miami Today newspaper. This motion was seconded by Commissioner Sorenson and upon being put to a vote, passed unanimously by those members present.

Assistant County Attorney Shy suggested that the Council make a motion to approve all the amendments regarding the application, advertisement and the timeline.

It was moved by Commissioner Sorenson that the amended application, advertisement and timeline be approved. This motion was seconded by Commissioner Heyman and upon being put to a vote, passed unanimously by those members present.

In response to Commissioner Heyman's inquiry regarding the eligibility and restrictions on being a member of another Board, Assistant County Attorney Shy noted that the PHT Board members were restricted to not sit on another County Board during their term of service.

Discussion ensued among the Council members regarding the application already had that restriction listed and no other changes were needed.

Responding to Commissioner Sorenson's inquiry regarding the need to fill only one vacancy if all the incumbents were reappointed, Chairman Moss agreed and he noted that the Board of County Commissioners would make a decision after reviewing the submitted applications.

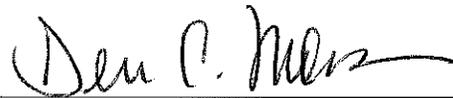
Discussion ensued regarding last year's initial decision of the PHTNC was to not interview the incumbents, but then decided to interview them.

Assistant County Manager Hudak requested that the timeline be amended to email the application matrix to the Council members by changing the date from June 8, 2009 in order to properly circulate it.

It was moved by Commissioner Sorenson that the timeline be amended to email the application matrix on June 10, 2009. This motion was seconded by Commissioner Heyman and upon being put to a vote, passed unanimously by those members present.

Adjournment

There being no further business the PHTNC meeting was adjourned at 11:49 a.m.



Commissioner Dennis C. Moss, Chairman
Public Health Trust Nominating Council



PUBLIC HEALTH TRUST NOMINATING COUNCIL

AGENDA

May 20, 2008

11:00 a.m.

**Stephen P. Clark Center
2nd Floor Conference Room**

Welcome

Commissioner Dennis C. Moss
Chair, PHT Nominating Council

Introductions

Commissioner Dennis C. Moss
Chair, PHT Nominating Council

**Explanation of Nominating Process and
Review of Existing Vacancies**

Eugene Shy
County Attorney

**Review and Approve Proposed Timeline,
Advertisement and Application**

Commissioner Dennis C. Moss
Chair, PHT Nominating Council

Adjournment

Commissioner Dennis C. Moss
Chair, PHT Nominating Council

Attachments:

- 2009 PHT Board of Trustees
- Chapter 25A
- Resolution approving procedures for PHT Nominating Council vacancy selection
- Proposed Timeline
- Proposed Advertisement
- Proposed Application

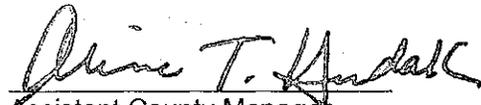
Memorandum



Date: June 21, 2005
To: Honorable Chairman Joe A. Martinez and
Members, Board of County Commissioners
From: George Burgess
County Manager
Subject: Resolution approving revised procedures under which the Public Health Trust's
Nominating Council shall slate nominations for vacancies of the Public Health
Trust Board of Trustees

Agenda Item No. 14(A)(22)

Transmitted herein is a recommendation and accompanying resolution for your consideration from the Chair of the Public Health Trust Nominating Council.


Aline T. Handall
Assistant County Manager

Memorandum



Date: June 21, 2005
To: Honorable Chairman Joe A. Martinez and
Members, Board of County Commissioners
From: Honorable Commissioner Rebeca Sosa
Chairperson, PHT Nominating Council
Subject: Resolution approving revised procedures under which the Public Health
Trust's Nominating Council shall slate nominations for vacancies of the
Public Health Trust Board of Trustees

RECOMMENDATION

It is recommended that the Board approve revised procedures for filling vacancies on the Public Health Trust (PHT) Board of Trustees.

BACKGROUND

Pursuant to Section 25A-3 of the Code of Miami-Dade County, the PHT Board of Trustees shall be appointed by resolution of the Board of County Commissioners (BCC). Section 25A-3(d) of the Code provides that Trustees of the Board of Trustees shall be approved by the BCC from persons nominated by the Public Health Trust Nominating Council. The sole function of the Nominating Council shall be to solicit, screen, interview and recommend for appointment the best qualified candidates for membership on the Board of Trustees.

During the September 21, 2004 BCC meeting, the Board under Resolution No. R-1177-04 approved the procedures under which the PHT Nominating Council shall slate nominations for vacancies on the PHT Board of Trustees. Subsequently, advertisements for applicants appeared once a week in the Miami Herald, El Nuevo Herald, Miami Times, and Diario Las Americas commencing August 1st through August 15, 2004. The ad was also posted on the Miami Dade County's web page.

The PHT Nominating Council met several times to review all of the applications and select finalists to be interviewed. However, after the October 20, 2004 Council meeting where a final slate of nominees was recommended for BCC approval, a criminal background investigation of the nominees resulted in the removal of one of the candidates. As a result, on February 23, 2005, the PHT Nominating Council reconvened to consider and review all of the information provided by the PHT and submitted a revised slate to the BCC for consideration at its April 5th, 2005 meeting. During the PHT Nominating Council meeting, a proposal to revise the current procedures was discussed. In accordance with Section 25A-3(d), the Nominating Council adopted these revised general procedures in concept to accomplish its function:

1. Advertisement, Timeline, Application. Prior to March 31st of each year, the Nominating Council shall convene to commence the process for filling vacancies on the Board of Trustees due to expiration of terms of Trustees during the year or due to resignation or removal. At the meeting, the Nominating Council shall consider, adopt and approve: (1) the form of advertisement and the media within which the advertisement shall appear; (2) the timeline for the ultimate approval of the slate; (3) the form of the application; and (4) any other matter deemed necessary by the Nominating Council regarding the selection process for the current year. *The Nominating Council shall endeavor as much as possible to seek out candidates who are executives, such as CEOs, CFOs or COOs , of businesses or companies located in Miami-Dade County which, to the greatest extent possible, are in non-healthcare related industries.*

2. Applications. In addition to other questions contained in the application, the application shall require each candidate to provide a detailed resume, inform the Nominating Council as to potential conflicts of interest, *including those arising from relationships in the healthcare industry* , provide notice to the applicant that in the event the candidate is selected to be interviewed that a background check will be performed, and require the candidate to submit a written proposal with goals and objectives he or she seeks to accomplish if they ultimately become a Public Health Trust Trustee.

3. Advertisement. Upon approval of the form of the advertisement and application, the County Manager's Office shall cause the advertisement to be published in accordance with the direction of the Council and make the application available to the public in accordance with instructions contained in the advertisement.

4. Staff Summary. Subsequent to the due date for submission of applications, the County Manager's Office shall collect all of the applications and prepare a summary of the applications. Prior to the meeting at which the Council will consider the applications, staff shall deliver to the members of the Council the applications and the summary for review and consideration of the committee members.

5. Interviews. At the meeting, if deemed necessary by the Council, the Council shall create a shortlist of candidates to be interviewed by the Council. The Council shall have the power to waive the interviews for incumbents who are short listed upon majority vote.

6. Process for selecting. The Council shall have the discretion to determine the process for voting on candidates who shall make the slate of candidates to be recommended to the Board of County Commissioners. The Nominating Council sincerely believes that these recommendations are in the best interest of the community and the future viability of the PHT.

Honorable Chairman Joe A. Martinez and
Members, Board of County Commissioners
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The PHT Nominating Council sincerely believes that these recommendations are
in the best interest of the community and the future viability of the PHT.



MEMORANDUM

(Revised)

TO: Honorable Chairman Joe A. Martinez
and Members, Board of County Commissioners

DATE: June 21, 2005

FROM: Robert A. Ginsburg
County Attorney

SUBJECT: Agenda Item No. 14(A)(22)

Please note any items checked.

- "4-Day Rule" ("3-Day Rule" for committees) applicable if raised
- 6 weeks required between first reading and public hearing
- 4 weeks notification to municipal officials required prior to public hearing
- Decreases revenues or increases expenditures without balancing budget
- Budget required.
- Statement of fiscal impact required
- Bid waiver requiring County Manager's written recommendation
- Ordinance creating a new board requires detailed County Manager's report for public hearing
- Housekeeping item (no policy decision required)
- No committee review

5

Approved _____ Mayor

Agenda Item No. 14(A)(22)

Veto _____

06-21-05

Override _____

RESOLUTION NO. _____

RESOLUTION APPROVING REVISED PROCEDURES
UNDER WHICH THE PUBLIC HEALTH TRUST
NOMINATING COUNCIL SHALL SLATE NOMINATIONS
FOR VACANCIES ON PUBLIC HEALTH TRUST BOARD
OF TRUSTEES

WHEREAS, Chapter 25A of the Code of Miami-Dade County provides that this Board shall approve the procedures under which the Public Health Trust Nominating Council operates; and

WHEREAS, the Public Health Trust Nominating Council through its Chairperson recommends the revised procedures as set forth in the accompanying memorandum,

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that this Board hereby approves the revised procedures under which the Public Health Trust Nominating Council shall recommend a slate of nominees for vacancies on the Public Health Trust, in accordance with the accompanying memorandum.

The foregoing resolution was offered by Commissioner _____, who moved its adoption. The motion was seconded by Commissioner _____ and upon being put to a vote, the vote was as follows:

Joe A. Martinez, Chairman
Dennis C. Moss, Vice-Chairman

Bruno A. Barreiro
Jose "Pepe" Diaz
Sally A. Heyman
Dorin D. Rolle
Katy Sorenson
Sen. Javier D. Souto

Dr. Barbara Carey-Shuler
Carlos A. Gimenez
Barbara J. Jordan
Natacha Seijas
Rebeca Sosa

The Chairperson thereupon declared the resolution duly passed and adopted this 21st day of June, 2005. This resolution shall become effective ten (10) days after the date of its adoption unless vetoed by the Mayor, and if vetoed, shall become effective only upon an override by this Board.

MIAMI-DADE COUNTY, FLORIDA
BY ITS BOARD OF
COUNTY COMMISSIONERS

HARVEY RUVIN, CLERK

By: _____
Deputy Clerk

Approved by County Attorney as
to form and legal sufficiency.

ES

Eugene Shy

Chapter 25A PUBLIC HEALTH TRUST*

***Editor's note:** Section 9 of Ord. No. 73-69, adopted July 30, 1973, provided that said ordinance be included in this Code, but did not specify the manner of inclusion, hence codification of §§ 1--7 as Ch. 25A, §§ 25A-1--25A-7, was at the discretion of the editors. Sections 8 and 10 of said ordinance, severability and effective date provisions, were omitted from codification.

Cross references: Public Health Department, § 2-74 et seq.; payment of costs of hospital care, treatment and maintenance, Ch. 25C.

State law references: Public health trusts, F.S. § 154.001 et seq.

Sec. 25A-1. Creation of Trust.

There is hereby created and established by authority of Chapter 73-102, Laws of Florida 1973, as an agency and instrumentality of Miami-Dade County, a revocable statutory trust the terms of which may be modified by Miami-Dade County, which Trust shall be named and known as the "Public Health Trust of Miami-Dade County, Florida" (hereinafter also referred to as the "Trust"). The Trust shall be a public body corporate and politic which, through its governing body, may exercise all those powers either specifically granted herein or necessary in the exercise of those powers herein enumerated.

(Ord. No. 73-69, § 1, 7-30-73; Ord. No. 91-63, § 1, 6-18-91)

Sec. 25A-2. Designated facilities and transfer of property in trust.

(a) *Designated facilities.* The Trust, acting through its governing body as hereinafter defined, shall be responsible for the operation, maintenance and governance of the following facilities which are hereby declared to be "designated facilities" as that term is defined and used in Chapter 73-102, Laws of Florida 1973:

Jackson Memorial Hospital and all related facilities and real and personal property used in connection therewith either presently existing or which may come into existence in which Miami-Dade County has a legal interest and which are located within the area bounded by NW 15 Avenue on the west, NW 20 Street on the north, NW 7 Avenue on the east, and NW 14 Street on the south; and all facilities and real and personal property which the Trust may acquire pursuant to the terms of this chapter.

By resolution, the Board of County Commissioners may designate additional facilities or declassify and remove from the jurisdiction of the Trust facilities which have previously been designated.

(b) *Transfer of property in trust.* Pursuant to the provisions of this chapter, the Trust shall have possession and operating control of, but not title to, all real property within the meaning of "designated facilities," as that term is defined by this chapter. Title to all items of personal property within the meaning of "designated facilities," as that term is defined by this chapter, shall be transferred to the Trust to be held in trust pursuant to the provisions of this chapter, provided however, that the Trust shall be empowered to sell or otherwise lawfully dispose of such personal property.

(Ord. No. 73-69, § 2, 7-30-73; Ord. No. 91-63, § 1, 6-18-91)

Sec. 25A-3. Governing body.

(a) *Composition.* The governing body of the Trust shall be a Board of Trustees composed of seventeen (17) voting members none of whom shall be employees of the Trust. The voting membership shall include a member of the University of Miami Board of Trustees. In addition, the voting membership shall include the Chairperson of the Board of County Commissioners and a Commissioner designated by the Chairperson, or, alternatively, in his or her discretion, the Chairperson of the Board of County Commissioners may designate two (2) Commissioners to serve as voting members. The remaining voting membership shall be selected in accordance with Section 25A-3(d).

Additionally, the following shall be non-voting, ex officio members of the Board of Trustees: the Mayor or his or her designee; the County Manager or his or her designee; the Chief Executive Officer of the Trust; the Director, Office of Countywide Healthcare Planning; the Senior Vice President of Medical Affairs; Dean, University of Miami School of Medicine; the Senior Vice President of Patient Care Services; Dean, University of Miami School of Nursing; and the President of the Public Health Trust Medical Staff.

(b) *Qualifications.* Each member of the Board of Trustees shall be a United States citizen and a permanent resident and duly qualified elector of Miami-Dade County, unless the Board of County Commissioners waives the residency requirement by a two-thirds vote of its membership, and shall be of an outstanding reputation of integrity, responsibility, and commitment to serving the community. Before entering upon the duties of office, each appointee to voting membership on the Board of Trustees shall give bond in the amount of one hundred thousand dollars (\$100,000.00) to the Clerk of the Commission for the faithful performance of the duties of office and shall take the prescribed oath of office. Trustees shall serve without compensation but shall be entitled to reimbursement for necessary expenses, including the expense of performance bonds, incurred in the discharge of their duties.

(c) *Modified applicability of Conflict of Interest and Code of Ethics Ordinance.* The Miami-Dade County Conflict of Interest and Code of Ethics Ordinance (hereinafter referred to as the "Conflict of Interest Ordinance"), Section 2-11.1. of the Code of Miami-Dade County, Florida, shall be applicable to the members of the Board of Trustees of the Public Health Trust only in the manner and to the extent hereinafter provided. It is declared to be the intent of the Commission, as expressed in this subsection, to provide that the Conflict of Interest Ordinance shall not operate to preclude individuals from serving as Trustees on the basis of interests relating to Miami-Dade County when such interests do not conflict with the Trust.

Wherever in the Conflict of Interest Ordinance reference is made to Miami-Dade County, that reference shall be deemed and construed to be a reference to the Public Health Trust; wherever in the Conflict of Interest Ordinance reference is made to the Board of County Commissioners, that reference shall be deemed and construed to be a reference to the Board of Trustees of the Public Health Trust; and wherever in the Conflict of Interest Ordinance reference is made to the Commissioners of the Board of County Commissioners, that reference shall be deemed to be a reference to the voting members of the Board of Trustees of the Public Health Trust.

(d) *Appointment and removal of Trustees.* Voting Trustees shall be appointed by resolution of the Board of County Commissioners after having been selected by the Commission from persons nominated by a Nominating Council established and described herein. The Nominating Council, hereinafter known as the Public Health Trust Nominating Council, shall be comprised of the

following five (5) voting members: the Chairperson of the Commission committee of jurisdiction for the Public Health Trust, or a Commissioner of that committee designated by the committee Chairperson; the Chairperson of the Public Health Trust; the Chairperson of the Board of County Commissioners or a Commissioner designated by the Chairperson; the Mayor or a Commissioner designated by the Mayor; and the Chairperson of the Miami-Dade Legislative Delegation or another member of the delegation appointed by Chairperson of the Miami-Dade Legislative Delegation. The Chairperson of the Trust shall not serve on the Nominating Council when being considered for reappointment and shall appoint a Trustee to replace him or her. The County Manager and the County Attorney shall provide appropriate staff support to the Council. The sole function of the Nominating Council shall be to solicit, screen, interview and recommend for appointment the best qualified candidate for each vacancy on the Trust Board. The membership of the Board of Trustees should be representative of the community at large and should reflect the racial, gender, ethnic and disabled make-up of the community. The Council should consider the most current demographic statistics from Miami-Dade County. Said Council and the procedures under which it will operate shall be approved by the Board of County Commissioners. All meetings of the Nominating Council shall be audio recorded and minutes of the proceedings shall be transcribed and maintained by the Clerk of the Board of the County Commission. Prior to September 1st of each year, the Nominating Council shall submit to the Commission a list of nominees containing a total number of names which is equal to one (1) nominee for each vacancy on the Trust Board plus two (2) additional nominees. The Commission shall select and appoint the voting trustees from the list of nominees submitted by the Nominating Council.

In the event of a vacancy during the term of a voting Trustee, the Trust shall notify the Commission of the vacancy and shall request that it be filled as part of the annual appointment process or by special convening of the Public Health Trust Nominating Council.

A Trustee may be removed by a majority vote of the Board of County Commissioners for cause.

(e) *Tenure of Trustees.* The voting Trustees shall serve staggered terms of three (3) years each. No voting Trustee shall be permitted to serve more than three (3) consecutive and complete terms of three (3) years each. Subsequent to September 1, 2003, no voting Trustee shall be permitted to serve more than two (2) consecutive and complete terms of three (3) years each, provided however, that this six-year term limitation shall not apply to incumbent voting Trustees appointed prior to September 1, 2003. The Board of County Commissioners, by a two-thirds (2/3) vote of its members, then in office, may waive this term limitation requirement. The term of a Commissioner shall be coterminous with the term of the appointing Commission Chairperson and until the successor Commission Chairperson replaces the Commissioner.

(f) *Organization, powers and duties of the Board of Trustees.* The Board of Trustees shall organize after the members thereof have qualified to serve and shall elect one (1) of its voting members as Chairperson and one (1) of its voting members as Vice-Chairperson and shall designate a Secretary who may or may not be a member of the Board, and such other officers as the Board of Trustees may determine to be necessary.

The Board of Trustees shall hold regular meetings in accordance with the bylaws of the Trust and the Board may hold such other meetings as it deems necessary. The Trust shall hold and televise regular meetings of the Board of Trustees at the designated facilities of the Trust, provided, however, that annually the Board of Trustees shall hold and televise at least one (1) of its regular meetings in Commission chambers. The Board of Trustees shall have discretion in determining which of its regular meetings are held and televised in Commission chambers. The

regular meetings shall not conflict with the meeting schedule for the Board of County Commissioners or its committees. At the discretion of the Trust, other meetings may be held and televised in the Commission chambers. Except as provided by law, all meetings of the Board shall be public and audio recorded and written minutes of the proceedings thereof shall be maintained by the Office of Internal Audit, as such term is hereafter defined. All actions taken at the meetings of the Board shall be promptly and properly recorded. Copies of all minutes and resolutions of the Board shall be forwarded to the Clerk of the Board of County Commissioners no later than ten (10) days subsequent to any meeting of the Board of Trustees.

In exercising the powers and carrying out the duties otherwise provided by this chapter, the Board of Trustees shall have the powers, duties, and responsibilities customarily vested in Trustees and, to the extent not in conflict therewith, shall also have the powers, duties and responsibilities customarily vested in the Board of Directors of a private corporation.

The Board of Trustees shall make, adopt and amend bylaws and rules and regulations for the Board's governance and for the operation, governance, and maintenance of designated facilities. Such bylaws and amendments thereto shall not be valid until approved by the Board of County Commissioners and shall not, without approval of the Commission, be inconsistent with ordinances of the County. The Board of Trustees shall be empowered to appoint a Chief Executive Officer of the Trust and to remove such an appointee. There shall be a special Trust Compensation and Evaluation Committee which shall consist of seven (7) voting members including the Chairperson of the Public Health Trust, three (3) Trustees appointed by the Chairperson of the Public Health Trust, the Mayor or a Commissioner designated by the Mayor and the Chairperson of the Board of County Commissioners and a Commissioner designated by the Chairperson, or, alternatively, in the discretion of the Commission Chairperson, two (2) Commissioners designated by the chairperson of the Board of County Commissioners. The special Compensation and Evaluation Committee shall make recommendations to the Trust through the Trust Executive Committee regarding compensation for the Trust Chief Executive Officer. The Board of Trustees shall annually evaluate the performance of the Trust Chief Executive Officer and refer such evaluation to the special Trust Compensation and Evaluation Committee for the compensation recommendation it deems appropriate, based on the Board's performance evaluation of the Trust Chief Executive Officer.

There shall be a Trust/University of Miami Annual Operating Agreement Negotiating Committee (the "Trust/U.M. Committee"). The Trust Chief Executive Officer and Chairperson shall have responsibility to negotiate the Annual Operating Agreement with the University of Miami and shall submit their recommendations regarding the Annual Operating Agreement to the Trust/U.M. Committee for its review and approval. The Trust/U.M. Committee shall make recommendations regarding the Annual Operating Agreement to the Board of Trustees. The Trust/U.M. Committee shall consist of seven (7) voting members including the Chairperson of the Public Health Trust, the Chief Executive Officer of the Public Health Trust, three (3) Trustees appointed by the Chairperson of the Public Health Trust, the Mayor, and the Chairperson of the Board of County Commissioners.

As governing body of the Trust, the Board of Trustees shall exercise supervisory control over the operation, maintenance, and governance of all designated facilities and of all functions and activities taking place in connection with the operation of designated facilities.

(g) *Designation of office space and the hiring of staff.* It shall be within the discretion of the Trust to designate office space and to hire staff to direct and coordinate Trust activities.

(h) *Protection from personal liability.* The Trustees shall be included as insured within the terms of the comprehensive general and professional liability insurance policies of the County for the protection of individual members of County boards while such members are acting within the scope of their duties. The Trustees shall while acting within the scope of their duties also be entitled to personal liability protection, to the same extent that members of other County boards have such protection, from funds set aside by the County to satisfy claims not payable from insurance proceeds by virtue of loss deductible clauses in liability insurance policies. The Board of Trustees shall be empowered to obtain such additional Trustees' liability insurance as the Board shall determine to be necessary, and the expense of such insurance shall be an expense of the Trust.

(Ord. No. 73-69, § 3, 7-30-73; Ord. No. 76-65, § 1, 7-6-76; Ord. No. 80-81, § 1, 7-15-80; Ord. No. 82-116, § 1, 12-21-82; Ord. No. 83-43, § 1, 6-21-83; Ord. No. 88-6, § 1, 2-2-88; Ord. No. 91-63, § 1, 6-18-91; Ord. No. 93-144, § 1, 12-14-93; Ord. No. 94-67, § 1, 5-3-94; Ord. No. 98-40, § 1, 3-31-98; Ord. No. 02-5, § 1, 1-29-02; Ord. No. 03-182, § 4, 9-9-03; Ord. No. 05-85, § 1, 5-3-05; Ord. No. 05-216, § 1, 12-6-05; Ord. No. 06-53, § 1, 4-25-06)
Annotations--CAO's 76-26, 77-65, 77-68, 79-29, 80-28, 81-38.

Sec. 25A-4. Powers and duties of the Trust.

In connection with its responsibilities for the operation, maintenance, and governance of designated facilities, the Trust, acting through its governing body, shall be authorized to exercise such powers and shall be required to perform such duties as are hereinafter provided.

(a) *Power to act.* The Trust shall be empowered to sue and be sued, to plead and be impleaded, to contract and be contracted with, and to have an official seal and alter the same. This provision shall not be construed to in any way affect the laws relating to governmental immunity.

(b) *Health care delivery policies.*

(1) *Planning for designated facilities.* The Trust shall annually develop and recommend to the County Commission policies for the admission of hospital patients, the determination of the indigent status of patients and health care delivery in the designated facilities of the Trust, including primary, secondary and tertiary health care. The Trust shall also develop and recommend to the County Commission long range plans in five-year intervals for the delivery of health care services in designated facilities of the Trust.

(2) *Countywide planning.* The Trust shall have no responsibility for countywide healthcare planning and such planning shall be the responsibility and within the jurisdiction of the Miami-Dade County Office of Countywide Healthcare Planning, provided however that the operation, maintenance and governance of and planning for the Trust designated facilities wherever situated within Miami-Dade County shall be and remain the sole responsibility of the Trust, subject to the Board of County Commissioners' power to designate additional facilities or to declassify and remove from the jurisdiction of the Trust facilities which have previously been designated.

(3) *Submittal of planning recommendations for designated facilities.* The Trust shall formally present its annual recommendations for health care delivery in its designated facilities at an annual, joint meeting to be called by the Chairperson of the Board of County Commissioners and to be held between the Commission and the Trust no later than July 1st of each year.

(4) *Compliance.* The Trust shall comply with the health care policies established by the Board of County Commissioners. When the Commission establishes or changes policies relating to hospital admissions or medical indigency, it shall, in order to avoid the promulgation of unfunded mandates, through the County Manager and Chief Executive Officer of the Trust, identify in

consultation with the Trust, an appropriate source of funding necessary to carry out such policies.

(c) *Contracts.* Except as otherwise provided by this chapter, the Trust, as an agent and instrumentality of Miami-Dade County, Florida, shall be authorized to act for Miami-Dade County in the performance and enforcement of all contracts pertaining to designated facilities and existing on the effective date of this chapter, such contracts as are properly within the powers and duties of the Trust.

The contractual powers of the Trust shall be subject to the following limitations:

(1) The Trust shall not, without the prior approval of the Board of County Commissioners, enter into or amend any contract which shall require the expenditure of funds in excess of the amounts appropriate in the contractual services category of the section of the County budget pertaining to the operation of the Trust.

(2) The Trust shall not, without prior approval of the County Commission, enter into or alter any contract the effect of which is to change the contractual relationship between Miami-Dade County and the University of Miami as set forth in the contract between the University and the County entered into on December 18, 1952, and as amended from time to time.

(3) The Trust shall not, without prior approval of the County Commission, enter into or alter any contract the effect of which is to change substantially health care delivery policies established by the Board of County Commissioners.

(4) The Trust shall not be authorized to enter into a contract with any labor union or other organization representing employees without first having obtained the approval of the Board of County Commissioners.

It is specifically provided that contracts and amendments thereto executed by the Trust, or other obligations incurred by the Trust, shall not be binding upon Miami-Dade County. In the event that the Trust shall be revoked, obligations of the Trust shall only be enforceable against Miami-Dade County to the extent that such obligations would have been enforceable with regard to personal property which was in the possession of the Trust and with regard to business income which would have come into the possession of the Trust had the Trust not been revoked.

The Trust shall comply with the formal bid requirements of Section 4.03(D) of the Charter of Miami-Dade County, Florida, and for such purpose the term "Board" as used in Section 4.03(D) shall be construed to be "Board of Trustees" and the term "manager" shall be construed to be "Chief Executive Officer of the Trust."

For all competitively bid contracts in excess of one hundred thousand dollars (\$100,000.00) for the construction, alteration, and/or repair, including painting or decorating of "designated facilities" that are public buildings or public works, the Trust shall comply with the provisions of Section 2-11.16 of the Code, as same may be amended from time to time, and the administrative procedures adopted pursuant thereto.

(d) *Property.* The Trust shall have the authority to purchase or otherwise obtain title in its own name to personal property and shall be authorized to sell or otherwise lawfully dispose of personal property. The Trust shall subject to prior approval of the County Commission be authorized to purchase or otherwise obtain real property, the title to which shall be vested in Miami-Dade County and the possession and operating control of which shall be held in Trust for Miami-Dade County under the provisions of this chapter.

The Trust shall not be authorized to sell, convey, mortgage, or otherwise impair or encumber the title to real property, provided however, that the Trust shall be authorized to lease real property either as lessee or lessor for any number of years and upon any terms and conditions. The leasing

of any real property by the Trust as lessor shall be in accordance with the requirements of Section 125.35, Florida Statutes.

The Trust shall not, without having previously obtained the approval of the Commission, destroy, replace, or abandon real property. The Trust shall be authorized to maintain and repair designated facilities and may alter, modify, or made additions to designated facilities whenever such changes are necessary for the proper operation and maintenance of such facilities.

(e) *Personnel.* The Trust shall be empowered to appoint, remove, and suspend employees or agents of the Trust, to fix their compensation, and to adopt personnel and management policies, subject to Board of County Commissioners approval or disapproval. Absent any action by the Board of County Commissioners, personnel and management policies established by the Board of Trustees shall be considered final. Employees who were initially County employees and reclassified as Trust employees as the result of the original enactment of Chapter 25A shall be entitled to continue their participation in either the State and County Officers and Employees Retirement System or the Florida Retirement System or both such retirement systems. The Trust shall assure employees a process of appeal with regard to disciplinary or other official action.

[(1) *Reserved.*]

(2) *Labor agreements.* The County Labor Relations Office and the County Personnel Department shall be permitted to participate in the negotiation of labor agreements with organizations representing Trust employees, however, the Board of Trustees and the management of designated facilities shall be authorized to assume the primary role in such negotiations.

(3) *Classified service of the Public Health Trust; exceptions therefrom.* The classified service of the Trust shall comprise all positions in the Trust service existing on May 1, 1975, or thereafter established, except the following:

(a) President, Senior Vice-Presidents, Division Directors, Administrative Director of Patient Care Services and their immediate assistants, and all secretaries to the foregoing.

(b) Patients employed in designated facilities.

(c) Persons employed in a professional or scientific capacity to make or conduct a temporary and specific inquiry, investigation or examination on behalf of or by the authority of the Trust.

(d) Trust attorneys and assistants.

(e) Persons who are jointly employed by the Trust and any institute of higher learning.

(f) Residents, interns and students in designated facilities.

(g) Employees of those programs or parts thereof which are supported or funded from federal, charitable or foundation sources and which are designated by resolution of the Board of Trustees on the recommendation of the Chief Executive Officer of the Trust.

Employment within the classified service category shall be based on standards and qualifications approved by appropriate Trust staff and the Chief Executive Officer of the Trust.

(f) *Appointment of medical staff and approval of bylaws.* The Trust shall appoint the staff of physicians to practice in designated facilities and shall require that the bylaws, rules, and regulations of the medical staff of such facilities be submitted to the Board of Trustees for approval. Such bylaws, rules, and regulations shall be in accordance with the standards of all relevant accrediting organizations.

(g) *Rates and charges.* The Trust, in compliance with applicable law, shall be empowered to establish rates and charges for those persons using the facilities of or receiving care or assistance from the Trust and to collect money pursuant to such rates and charges. Rates and charges shall be based upon the following factors: Costs of services and supplies rendered, the prevailing rates

and charges of health care facilities in the community, the goal of minimizing the dependence upon tax revenues and maximizing the availability of health care provided by designated Trust facilities.

(h) *Acceptance of gifts.* The Trust shall have the authority to accept gifts of money, services, or personal property. All such gifts may be subject to such rules, conditions and terms as the Trust may determine. Subject to the prior approval of the Commission, the Trust may accept gifts of real property, the title of which shall be in Miami-Dade County. All gifts shall be held in trust pursuant to the provisions of this chapter.

When accepting gifts of services and personal property that are "in kind," including for construction projects and related architectural, engineering, design and landscaping services, the Trust shall be exempt from all competitive bidding requirements and other programs otherwise mandated by the Code of Miami-Dade County for Public Health Trust contracts, provided additional costs, if any, are funded by a not-for-profit organization whose primary purpose is to support the activities of the Trust. An "in kind" donation is one in which the donor itself, or through an entity controlled by the donor, provides the personal property or performs the services.

In addition, in order to attract private funding for construction projects that are not in kind and that the Trust would either not otherwise undertake or would have to postpone, the Trust may accept from a not-for-profit organization whose primary purpose is to support the activities of the Trust gifts of construction projects, including the building, renovating, retrofitting, restoration, painting, altering or repairing of any Trust facility, and all services and personal property related to such construction projects, provided that each donation of such a construction project shall not exceed five million dollars (\$5,000,000) and is fully funded by such not-for-profit organization. All gifts of such construction projects shall be exempt from all competitive bidding requirements and other programs otherwise mandated by the Code of Miami-Dade County for Public Health Trust contracts, provided that the not-for-profit and the contractors on the construction project agree to be bound by public records law to the same extent as a Trust contractor providing such personal property or services. The Trust's authority to accept gifts for such construction projects shall expire two years from the date of this amendment. The not-for-profit organization shall file a report with the Public Health Trust and Board of County Commissioners every six (6) months documenting its activities pursuant to this paragraph.

The Trust by rule or contract shall implement procedures to comply with state law requirements mandating competitive bidding for construction projects and assure that donations of specific construction projects meet all lawful requirements and Trust standards of responsibility.

(i) *Intergovernmental cooperation.* The Trust shall have the authority to cooperate with and contract with any government agency or instrumentality, federal, state, county, or municipal. The operating relationship between the Trust and Miami-Dade County shall be set forth in an annual agreement the purpose of which shall be to implement applicable provisions of this chapter. The Chief Executive Officer of the Trust and the County Manager shall meet for the purpose of negotiating an annual operating agreement. Such negotiating shall take place prior to September 1 of each year so that the Board of Trustees and Board of County Commissioners may approve the agreement in September of the applicable year.

There shall be a Trust/Miami-Dade County Annual Operating Agreement Committee (the "Trust/County Committee"). The Trust's Chief Executive Officer shall submit his recommendations regarding the Annual Operating Agreement between the Trust and the County to the Trust/County Committee for its review and approval. The Trust/County Committee shall

make recommendations regarding the Annual Operating Agreement to the Board of Trustees. The Trust/County Committee shall consist of seven (7) voting members including the Chairperson of the Public Health Trust, the Chief Executive Officer of the Public Health Trust, three (3) Trustees appointed by the Chairperson of the Public Health Trust, the Mayor, and the Chairperson of the Board of County Commissioners. The County Manager shall simultaneously submit the agreement to the Commission for its approval.

(j) *Compliance with law.* The Trust shall comply with all laws and regulations of the United States, the State of Florida, and Miami-Dade County, including but not limited to the laws relating to the expenditure of funds and the keeping of records and inventories and the operation and governance of health care facilities.

(k) *Establishment of alternative health care delivery systems.* The Trust shall be empowered to establish, participate in and/or contract with alternative health care delivery systems, including but not limited to prepaid health care plans.

(l) *Funding and support of primary health care facilities.* The trust shall establish criteria and standards for the provision of financial and programmatic support of primary health care facilities operating within Miami-Dade County. The trust shall also formulate criteria and standards for the establishment of new primary health care facilities within the County.

(1) Any funding allocated to the primary health care facilities complying with the established criteria and standards shall be allocated regardless of whether the trust owns or controls the facilities.

(2) Any funding by the trust for the purpose of capital expenditures shall be allocated from the trust's Funded Depreciation Account. Any funding by the trust for the purpose of operating expenditures shall be allocated from the trust's general operating funds.

(3) Any primary health care facility which does not comply with the criteria and standards established by the trust shall not be eligible for any funding from the trust or Miami-Dade County.

(m) *Office of Internal Auditor, Public Accountability and Information.* The Trust shall create an Office of Internal Auditor, Public Accountability and Information ("Office of Internal Audit"). The purpose of the Office of Internal Audit shall be to (i) provide internal auditing functions, (ii) act as the central depository for public information relating to public record requests, (iii) review and account for any and all relationships between the Public Health Trust and private entities, and (iv) interface and coordinate with and serve as the Trust's liaison to the Miami-Dade County Office of Inspector General. The Office of Internal Audit shall report directly to the Chairperson of the Trust. This Office through the Chief Executive Officer shall make monthly written reports to the Board of Trustees at its regular meetings. The written reports shall also be disseminated to the Mayor, Board of County Commissioners, County Manager, the Office of Countywide Healthcare Planning, the Commission Auditor, and Miami-Dade Office of Inspector General. The Chief Executive Officer of the Trust shall develop written policies and procedures for the organization and operation of the Office of Internal Audit and submit the same to the Board of Trustees for approval. Upon the Trust's creation of the Office of Internal Audit, the Trust shall do all things necessary or required to effectuate and merge all existing internal auditing functions into this Office and to provide sufficient funding and staffing.

(Ord. No. 73-69, § 4, 7-30-73; Ord. No. 75-103, § 1, 11-4-75; Ord. No. 77-84, § 1, 11-15-77; Ord. No. 82-67, § 3, 7-20-82; Ord. No. 84-65, § 2, 7-17-84; Ord. No. 85-67, § 1, 9-18-85; Ord. No. 89-90, § 1, 9-26-89; Ord. No. 91-63, § 1, 6-18-91; Ord. No. 92-45, § 6(b), 6-2-92; Ord. No.

92-76, § 1, 7-21-92; Ord. No. 93-41, § 1, 5-18-93; Ord. No. 94-197, § 1, 11-1-94; Ord. No. 94-210, § 1, 11-15-94; Ord. No. 95-151, § 1, 9-14-95; Ord. No. 98-40, § 1, 3-31-98; Ord. No. 03-182, § 4, 9-9-03; Ord. No. 07-166, § 1, 11-6-07)

Sec. 25A-5. Financial support for the Public Health Trust.

The Trust shall establish a fiscal year which coincides with that of Miami-Dade County, and the County shall provide the Trust with financial support pursuant to the official County budget. The Trust shall timely submit to the Board of County Commissioners a Trust budget request pertaining to operating and capital expenditures, which request shall not be implemented until approved by the Board of County Commissioners.

The Trust budget request shall be prepared on official County budget forms in a format prescribed by the County Manager, shall be reviewed in a manner similar to that in which requests of other County departments are reviewed, and shall be incorporated in the proposed budget and timely submitted to the Commission each year. The methods by which Miami-Dade County shall provide financial support to the Trust shall be as hereinafter described. Nothing contained herein shall be construed to prohibit the Trust from submitting to the Commission supplemental budget results which, if approved by the Commission, shall constitute amendments to the official County budget.

(a) *Funding.* The Trust shall develop for each fiscal year accounting, budgeting, and financial management systems which will enable Miami-Dade County to provide the Trust, pursuant to the official County budget, with funding to be utilized for the cost of services and supplies provided to medically indigent persons as defined in the annual operating agreement between the Trust and Miami-Dade County.

(b) *Spending of bond proceeds, issuance of new bonds, and borrowing of money.* The Trust shall not be empowered to make expenditures of any monies derived from the sale of bonds by Miami-Dade County unless the Trust shall have been specifically authorized by the Board of County Commissioners to make such expenditures. The Trust shall be permitted to request the County Commission to effectuate the issuance of bonds, and to permit the Trust to borrow money by submitting to the Commission a duly enacted resolution of the Board of Trustees. The Commission shall consider any such resolution requesting the issuance of bonds or for the Trust to borrow money, however, the Commission shall be under no obligation to take affirmative action upon such requests.

(c) *General financial provisions.* The County shall convey to the Trust all accounts receivable pertaining to the designated facilities, and the Trust shall be subject to, assume the liability for, and be authorized to pay all accounts payable pertaining to the designated facilities. The Trust shall have the authority to establish necessary banking accounts in its own name and to make cash disbursements. The Trust shall make an annual report and an audited accounting to Miami-Dade County for all receipts and disbursements of money during each fiscal year, which accounting shall be submitted to the Board of County Commissioners no later than ninety (90) days subsequent to the close of such fiscal year and which accounting shall be in a manner consistent with and in a format pursuant to that prescribed by the County Manager.

Upon request, the Trust shall within thirty (30) days submit to the Board of County Commissioners a full financial report, including but not limited to, operating statistics such as admissions, occupancy rate, revenue and expenses, and a narrative outlining the achievements and problems, if any, of the Trust during the preceding quarter. On a quarterly basis, the Trust through its Chief Financial Officer or designee shall collect and provide to the Board of County

Commissioners for its analysis and approval specific patient and health service data elements including, but not limited to, data regarding (i) number of patients served, (ii) patient demographics and patient origin/zip code information, (iii) patient diagnosis, (iv) services rendered, (v) patient charges by service category, (vi) lengths of stay and patient visits, (vii) payment source, (viii) site of service and (ix) such other data elements requested by the Commission or agreed upon by the Trust and the Office of Countywide Healthcare Planning. Prior to March 31st of each year, the Trust shall submit to the Board of County Commissioners via a special meeting of the Board of County Commissioners in chambers a report to the Board of County Commissioners and the public that reflects the results of its annual audit for the prior fiscal year performed by the Trust's external auditor. At least seven (7) days prior to the special meeting, the Trust shall hand deliver copies of the audit by the Trust's external auditor to the Mayor, Chairperson and members of the Board of County Commissioners, the County Manager, Office of Countywide Healthcare Planning and Office of Inspector General.

The Internal Auditor of Miami-Dade County shall at all times have the right to audit all records of the Trust, and the external auditor of the County, at the direction of the Board of County Commissioners, shall be empowered to audit all records of the Trust.

The Board of County Commissioners shall, after examining the Trust's annual report and accounting, determine whether there is net income, exclusive of County payments for services rendered, at the end of the fiscal year. The Board of County Commissioners may then appropriate such net income into the County's general revenues or leave such net income with the Trust for continued use in effecting the public purposes of the Trust; provided, however, in the event the Commissioners decide to leave such income with the Trust, the Commissioners shall still retain the right to withdraw such income at any future time.

(Ord. No. 73-69, § 5, 7-30-73; Ord. No. 78-54, § 1, 7-18-78; Ord. No. 91-63, § 1, 6-18-91; Ord. No. 98-40, § 1, 3-31-98; Ord. No. 03-182, § 4, 9-9-03)

Sec. 25A-6. Supporting services.

Excepts as otherwise provided by this chapter, the Trust shall be authorized to develop and implement the supporting services systems necessary for carrying out the Trust's responsibilities. Such supporting systems shall include but shall not be limited to budgeting and accounting, liability coverage, quality assurance and utilization management, risk management functions related to care and safety of patients and all others within designated facilities, printing, delinquent account collections, information and computer services, architectural design and construction support services, security, physical maintenance, purchasing and materials management, and legal services. Supporting services may also be purchased from individuals or organizations or obtained from the County in a manner consistent with the method of County funding of the Trust. Before obtaining any supporting services from a source other than Miami-Dade County, the Trust shall determine the availability, cost advantage, and management advantage of obtaining such services from the County on a fee-for-service basis.

(a) *Purchasing and materials management.* The Trust shall develop procedures for purchasing supplies, equipment and services and for managing materials and shall implement such procedures.

(b) *Security and legal services.* From the effective date of this chapter, the Trust shall continue to utilize the services of the County with regard to security and legal services.

(Ord. No. 73-69, § 6, 7-30-73; Ord. No. 91-63, § 1, 6-18-91)

Sec. 25A-7. General provisions of the Trust.

It is the intent of the Board of County Commissioners to create by this chapter and for the purposes set forth herein a Trust which may be modified or revoked in whole or in part by duly enacted ordinance of the Commission. The beneficiaries of that Trust shall be the people of Miami-Dade County who, with regard to the Trust, shall be represented only by the Board of County Commissioners.

The County Manager shall at all times be empowered to conduct an administrative audit of designated facilities. Legal opinions by the County Attorney's Office pertaining to this chapter and Trust and to Chapter 73-102, Laws of Florida, 1973, shall be binding upon the Trust. The transfer of assets to the Trust constitutes a taking over in part of the function of the Board of County Commissioners by the Public Health Trust of Miami-Dade County, Florida. Pursuant to this chapter, the Trust is not to be restricted in the free use of the designated facilities and it is contemplated that the Trust will use the facilities to the extent of their useful lives. The Trust is not required to make any payments or give any consideration to Miami-Dade County, however, the Trust shall be required to properly maintain the designated facilities, and, except as otherwise provided by this chapter, may make necessary improvements to such facilities.

(Ord. No. 73-69, § 7, 7-30-73; Ord. No. 91-63, § 1, 6-18-91)

Sec. 25A-8. [Hospital exception.]

Except where prohibited by state or federal law, any provision of the Code of Miami-Dade County, and any resolution or administrative order of the County requiring a contractor to execute or complete a form or affidavit as a condition of doing business with the Public Health Trust, shall not apply to the current, unexpired term of a contract that exists between a contractor and the Public Health Trust as a result of its acquisition of a new hospital.

(Ord. No. 01-106, § 1, 6-19-01)

**Proposed Advertisement
Public Health Trust
2009**

OPENINGS FOR THE BOARD OF TRUSTEES OF THE PUBLIC HEALTH TRUST

Applications are now being accepted for the Board of Trustees of the Public Health Trust of Miami-Dade County, the governing authority for Jackson Health System. Trustees serve without compensation for staggered terms of three years. There are five vacancies for the 2009 appointment process. The PHT Nominating Council will contact selected applicants for interviews. Those applicants selected for interview will be subject to a background check. The Miami-Dade Board of County Commissioners, upon recommendation of the Nominating Council, will make appointments to the Board of Trustees.

Application forms may be obtained from the County Executive Office, 111 NW 1st Street, Suite 2910, or online at www.miamidade.gov. All applications must be received by Diane Collins, Acting Division Chief, Clerk of the Board, at 111 NW 1st Street, Suite 17-202, Miami Florida, 33128 no later than **June 3, 2009 by 4:00pm**. Emails or facsimiles of the application will be accepted and can be sent to clerkbcc@miamidade.gov or faxed to 305-375-2484. It is the responsibility of the applicant to ensure electronic receipt of the application by calling the Clerk of the Board at 305-375-1652. For additional information regarding the application process, please call 305-375-5311.

**2009 APPLICATION FOR NOMINATION TO SERVE ON THE BOARD OF TRUSTEES
OF THE PUBLIC HEALTH TRUST OF MIAMI-DADE COUNTY**

Mission

To provide a single high standard of health care,
education and research

To improve patient and customer satisfaction,
enhance professional fulfillment and provide
public service

Chapter 25A of the Miami-Dade County Code states that "the governing body of the Trust shall consist of 17 voting members none of whom shall be employees of the Trust. The voting membership shall include 15 members of the community and 2 voting County Commissioners."

Board members, except for voting commissioners, are appointed to the Trust during the annual appointment process and shall serve a maximum of two 3-year terms. The membership of the Board of Trustees should be representative of the community at large and should reflect the racial, gender, ethnic and disabled make-up of the community. Candidates will be screened for any potential conflict of interest with the responsibilities of a Board member.

Completed applications can be mailed or hand delivered to the address below by **June 3, 2009 at 4:00 p.m.** Emails or facsimiles of the application will be accepted and can be sent to clerkbcc@miamidadegov or faxed to 305-375-2484. It is the responsibility of the applicant to ensure electronic receipt of the application by calling the Clerk of the Board at 305-375-1652.

**Clerk of the Board of County Commissioners
ATTENTION: Diane Collins, Acting Division Chief
111 NW 1st Street, Suite 17-202
Miami, Florida 33128
(305)375-1652**

Attention Applicants: Background checks will be performed on all applicants selected for an interview. If selected, trustees will be required to submit financial disclosure forms.

EXPERIENCE AND/OR QUALIFICATIONS:

Describe how your past experience and/or qualifications would benefit the Public Health Trust:

ORGANIZATIONS AND ACTIVITIES:

List community, civic, professional and other organizations of which you are a member:

Organization	Position Held
<hr/>	<hr/>
<hr/>	<hr/>
<hr/>	<hr/>

List any Public Office held (Elected or Appointed):

Office	Date
<hr/>	<hr/>
<hr/>	<hr/>

Affiliations with hospitals, nursing homes or other health related institutions:

Activities reflecting community interest:

Potential conflict of interest, including those arising from relationships in the healthcare industry:

Persons acquainted with candidate's activities/experience:

Name	Title	Telephone
<hr/>	<hr/>	<hr/>
<hr/>	<hr/>	<hr/>
<hr/>	<hr/>	<hr/>

Please describe the goals and objectives you will seek to accomplish if you are selected as a Trustee:

I, (candidate's name) _____,
Citizen of the United States, a duly qualified elector of Miami-Dade County, and not affiliated with the Public Health Trust of Miami-Dade County or its subordinate agencies

or institutions, would, if appointed, be willing and able to discharge the responsibilities and functions of Trustee. I declare that, if selected while currently serving on another official County board, I will resign from my other County responsibilities.

Date

Candidate's Signature

Nominated by (if not self):

Name

Telephone

City

State

Zip Code

- ❖ The trustees whose terms expire on October 6, 2009 are John Copeland, Ernesto de la Fe, Georgena Ford and Marcos Lapciuc. The term for Armando Gutterrez Jr. would have also expired then but Mr. Gutterrez resigned as of November 1, 2008.

Board Members

The current Board of Trustees of the Public Health Trust consists of the following members:

Chairperson

✓ John H. Copeland III

Vice Chairperson

Angel Medina, Jr.

Secretary

✓ Georgena D. Ford, R.N.

Treasurer

✓ Marcos Jose Lapciuc

Trustees

Stanley H. Arkin

Jorge L. Arrizurieta

Rosy Cancela

Ernesto A. de la Fe

Joaquin del Cueto

Abraham A. Galbut

Walter James Harvey, Esq.

Saif Y. Ishaof, Esq.

Diego L. Mella

Dorrin D. Rolle, County Commissioner

Sen. Javier D. Souto, County Commissioner

Martin Zilber, Esq.

Ex-Officio Members

- Carlos Alvarez, Mayor, Miami-Dade County
- George Burgess, Manager, Miami-Dade County
- Pascal J. Goldschmidt, M.D., Sr. Vice President, Medical Affairs & Dean, University of Miami Miller School of Medicine
- D. Jane Mass, R.N., M.S.N., C.N.A.A.M Sr. Vice President, Chief Nursing Officer
- Eugene Bassett, Interim CEO, Jackson Health System
- Eneida O. Roldan, M.D., M.P.H., M.B.A., Chief Operating Officer and Interim President, Jackson Health System
- Michael E. Barron, M.D., FAHA, Associate Professor of Clinical Anesthesiology, Director of Cardiothoracic Anesthesiology and Chairman, Executive Committee of the Medical Staff
- Nilda Peragallo, D.R., P.H., R.N., FAAN, Dean, University of Miami School of Nursing & Health Studies
- Janet Perkins, Executive Director, Office of Countywide Health Planning

2009 Public Health Trust Nominating Council Timeline

May 20, 2009	Nominating Council convenes Approve advertisement, timeline, application
May 27- June 3, 2009 (Tentative)	Advertisement runs in The Miami Herald, El Nuevo Herald, Miami Times, Miami Today (potentially), Haite en Marche, Diario de las Americas, Miami Daily Business Review, various periodicals and the County's website
June 3, 2009 (Tentative)	Application submission deadline to the Clerk's Office
June 8, 2009	Email summarized application matrix to Council members
Pending: June 15, 2009 10am Or June 22, 2009 10am	Nominating Council convenes Review summarized application matrix Select finalists for interview Notify Finalists Request background screening for finalists
Pending July 2009 - 9am-2pm July 2009 - 9am-2pm	Nominating Council Convenes Interview Finalists Select slate of nominees for presentation to Board
July 27 - August 21, 2009	Board of County Commissioners Recess
September 10, 2009	Final nominees presented to the Health, Public Safety and Intergovernmental Committee ***Request Wavier to BCC
September 15, 2009	Final nominees presented to the Board for approval

