



**FINAL OFFICIAL
MEETING MINUTES
Miami-Dade County Hospital Governance
Taskforce (HGT)**

Miami-Dade County Health Department
Center of Excellence
8600 N.W. 17th Street
Miami, Florida 33126

May 12, 2011
As Advertised

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CLERK'S FINAL OFFICIAL MEETING MINUTES
MIAMI-DADE COUNTY HOSPITAL GOVERNANCE TASKFORCE
MAY 12, 2011

The Miami-Dade County Hospital Governance Taskforce (HGT) convened a meeting at the Miami-Dade County Health Department facility, 8600 NW 17th Street, Miami, Florida, on Thursday, May 12, 2011, at 3:00 p.m., there being present Chairperson Juan Carlos Zapata, Vice Chairperson Susan Dechovitz, and Members: Manuel P. Anton III, Martha Baker, Michael Barron, Jose Cancela, Ed Feller, Robert Johnson, M. Narendra Kini, Marisel Losa, Steven Marcus, Ana Mederos, Linda Quick, Steven Pinkert, Sharon Pontious, Lillian Rivera, Steven Sonenreich and Alternate members George Foyo representing Brian Keeley and William Donelan representing Donna Shalala; (Members Lee Chaykin, Brian Keeley, and Donna Shalala were absent).

I. ROLL CALL:

The following staff members were present: Assistant County Attorneys Karon Coleman, Valda Clarke Christian, and Laura Llorente; Gary Collins, S. Donna Palmer, and Angie Martinez, Office of Commission Auditor; and Deputy Clerk Mary Smith-York.

Assistant State Attorney Paul Silverman, State Attorney's Office, was also present at today's meeting.

II. OPENING REMARKS:

Chairman Juan Zapata called the meeting to order at 3:02 p.m. and indicated that tonight could be the last time this Hospital Governance Task Force would need to meet. On behalf of the HGT, he expressed appreciation to the County staff from the County Attorney's Office, Commission Auditor's Office, and the Clerk of the Board's Office, for their hard work. Mr. Zapata also thanked each Task Force members for their time and dedication to this critical project.

III. APPROVAL OF MINUTES (April 28, 2011)

It was moved by Dr. Pontious that the April 28, 2011, meeting minutes be approved as presented. This motion was seconded by Mr. Johnson, and upon being put to a vote, passed by a unanimous vote of those members present.

IV. WORKING ITEM

Chairperson Zapata asked members to review the compilation of comments made by each member and advised that Commission Auditor staff member, Gary Collins, would project the working document on the screen and apply revisions as they were made by HGT members.

HGT members Ms. Quick and Dr. Kini commended Gary Collins and Donna Palmer on a great job in producing a well-written document, and the County Attorney's staff for their excellent editing comments.

Discussion ensued among members in response to Dr. Rivera's concern that this final report needed to convey a sense of urgency, with regard to the implementation of the HGT's recommendations. Following discussion, a straw vote determined there was a consensus among members that they would push for urgency in this report.

Ms. Baker noted she was impressed with the new Financial Recovery Board's members' qualifications; however, she expressed opposition with making too many changes too fast. She recommended the new management team and the FRB be allowed to do their work and perform the diligence necessary to make a governance change.

HGT members initiated discussion regarding revising the content of the final recommendation, beginning with clarification of the governance board's purpose and formulation of a title to convey that purpose.

Members Sonenreich and Mederos, and alternate Donelan agreed that the HGT should limit its role to developing recommendations for a governance model and should avoid becoming involved with the FRB.

In response to a poll by Chairperson Zapata to determine if there was consensus on the recommended governance structure as a not-for-profit corporation of not more than nine (9) members (five (5) appointed by the Mayor; four (4) by the County Commission), one member, Ms. Baker, expressed opposition.

Members proceeded to review the working document containing the recommendations submitted, beginning with the Executive Summary and continuing to each category, making revisions throughout the process.

In response to concern that the name for the proposed oversight body should clearly denote that it had no control over the governing board and existed solely to ensure the healthcare system of the County and to ensure the governance body remained true to the healthcare mission. Chairperson Zapata polled members on whether they were in support or opposition to creating an oversight board, which resulted in the following responses:

Members Sonenreich, Cancela, Pinkert, Barron, and Baker expressed opposition to an advisory board; however, he stated if it were to be formed, quarterly reports

Vice Chairperson Dechovitz and Members Pontious, Rivera, Marcus, Kini, Feller, Ms. Quick, Ms. Losa, and Mr. Johnson expressed support for the creation of an advisory board.

Ms. Mederos expressed opposition to a new body being created and noted she would abstain from voting, with regard to this issue.

Dr. Anton stated that, whereas, in order to monitor the unique use of any public funds (half-penny surtax and ad valorem revenue) and in order to create a sense public

accountability to the public body and to the body politic, and in order to facilitate the palatability of the larger recommendations encompassed in this report, he would move that the HGT retain the recommendation for an entity would be denoted as a public advisory committee, with circumscribed responsibilities to review the use of the unique public funds, and the Safety Net Mission of the Public Health Trust and advise accordingly.

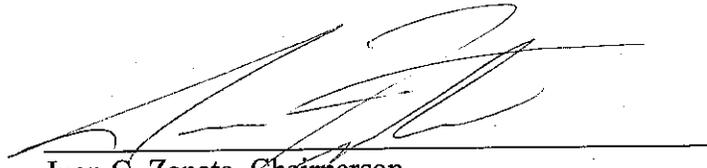
Following a brief discussion, it was the general consensus of the HGT that the name of the oversight board would be "Public Health Advisory Committee" in the final recommendations.

At the completion of the review and revision of draft recommendations, it was moved by Ms. Quick that the recommendations document be submitted as the Final Report as amended with the changes proposed in today's (5/12) meeting. This motion was seconded by Dr. Marcus, and upon being put to a vote, passed by a majority vote of those members present.

Discussion ensued among member regarding the insertion of Ms. Baker's "Minority Report" into the final report. It was suggested that the report be included as an appendix and would not be titled "Minority Report." Following extensive discussion regarding the proper title for this report, it was determined that it would be called "Dissenting View."

Upon acceptance of the final changes to the amended version of the Final Report, Chairperson Zapata requested staff to expedite preparation of a revised document for members' review and approval. He advised that there would be no further meetings and the final version of the document would be distributed by the Office of Commission Auditor's staff. Chairperson Zapata authorized staff to make necessary editorial changes to the extent the content, as approved, was not altered. He requested staff to attempt to obtain the signatures of those members, who did not sign off on the document today, before submittal to the Board of County Commissioners.

There being no further business to come before the HGT, the meeting adjourned at 8:42 p.m.



Juan C. Zapata, Chairperson
Miami-Dade Hospital Governance Task Force