



MIAMI-DADE COUNTY FINAL OFFICIAL MINUTES Miami-Dade County Hospital Governance Task Force Town Hall Meeting

Board of County Commissioners

Rebeca Sosa Multipurpose Facility
1700 SW 62 Avenue
Miami, Florida 33155

August 16, 2011
As Advertised

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**CLERK'S FINAL OFFICIAL MEETING MINUTES
HOSPITAL GOVERNANCE TASK FORCE TOWN HALL MEETING
AUGUST 16, 2011**

Miami-Dade County Commissioner Rebeca Sosa (District 6) sponsored a Town Hall Meeting at the Rebeca Sosa Multipurpose Facility, 1700 SW 62 Avenue, West Miami, on Tuesday, August 16, 2011, at 6:00 p.m., to discuss the Hospital Governance Task Force (HGTF) recommendations. There being present: Commissioner Sosa; County Attorney Robert Cuevas; Commission Auditor Charles Anderson; Representative Juan Carlos Zapata, HGTF Chair; Ms. Susan Dechovitz, HGTF Vice-Chair; HGTF members Ms. Lillian Rivera, and Ms. Martha Baker, President, Service Employees International Union (SEIU) Healthcare Florida, Local 1991; and Mr. Stephen Nuell, Financial Recovery Board member.

The following staff members were present: Assistant County Attorneys Eugene Shy and Laura Llorente; Office of the Commission Auditor staff members Robert Marksmeier, S. Donna Palmer and Angie Martinez; Roly Marante, Chief of Staff District 6; and Deputy Clerk Judy Marsh.

State Representative Carlos Lopez Cantera, and Assistant State Attorney Paul Silverman were also present at tonight's (8/16) meeting.

Commissioner Sosa called the meeting to order at 6:05 p.m.

1. Opening Remarks/Hearing Rules

Commissioner Sosa welcomed City of West Miami residents, surrounding area residents, and Jackson Memorial Hospital ("Jackson") employees to tonight's (8/16) meeting.

Commissioner Sosa said that based on concerns regarding Jackson's financial situation, the nurses union requested the State Attorney's Office convene a Grand Jury to investigate the fiscal crisis at Jackson. She noted the Grand Jury identified problems ranging from administration to governance, and recommended the formation of a task force to study Jackson, as well as other state and national hospitals. Commissioner Sosa said that as a result of the Grand Jury's recommendation, she initiated Resolution R-30-11, establishing the Hospital Governance Task Force (HGTF). She noted the HGTF studied other public hospital models that had experienced problems in the past and subsequently developed the HGTF Final Recommendations.

Commissioner Sosa noted if anyone indicated they wanted to purchase and privatize Jackson she would respond that Jackson was not for sale as it was a public safety net hospital.

Commissioner Sosa noted a question and answer session would ensue following Mr. Anderson's introduction of the HGTF members and recommendations.

Commissioner Sosa recognized and expressed her appreciation to State Representative Carlos Lopez-Cantera for ensuring that Jackson doctors would receive similar protection as University of Miami doctors.

Commissioner Sosa expressed her appreciation to the HGTF members, Commission Auditor Charles Anderson and his staff for their assistance.

Commissioner Sosa asked County Attorney Robert Cuevas to discuss later in the meeting, the inclusion of a reverter clause to ensure that the County would be able to bring the proposal back to the community if any changes occurred.

2. Presentation of Eighteen (18) Task Force Recommendations

Commission Auditor Anderson introduced the HGTF members and County staff. He provided an overview of the HGTF recommendations, via a Power Point Presentation. Mr. Anderson said that on January 20, 2011, the Commission approved Resolution No. 30-11, establishing the HGTF to study and report on possible models for operating the Public Health Trust and to ensure the governing and financial structure would enable the Trust to fulfill its mission. The HGTF consisted of 20 members appointed by individuals or organizations designated in the resolution, Mr. Anderson noted. He also noted the HGTF met during the months of March, April, and May; and the final report, which was published May 12, 2011, included 18 recommendations as outlined in the attached Exhibit.

Mr. Anderson recognized Assistant State Attorney Paul Silverman.

Chairman Zapata expressed his appreciation to Commissioner Sosa for her leadership and for sponsoring Resolution R-30-11, creating the HGTF. He noted the HGTF was charged with providing recommendations on how to make Jackson successful while being cognizant of the evolving changes in healthcare delivery, and potential threats and opportunities. Chairman Zapata expressed his appreciation to the HGTF members and noted he believed the proposed recommendations would provide a solid foundation for Jackson's future. He noted the HGTF looked at some of the best hospitals nationally in developing its recommendations. Chairman Zapata recognized Miami-Dade County Legislative Delegation Chair, Representative Carlos Lopez-Cantera.

Commission Auditor Anderson opened the floor for comments.

3. Questions and Answers

Dr. David Woolsey, Jackson Emergency Physician, 4217 Braganza, Coconut Grove, expressed concern that privatizing Jackson would limit the hospital's ability to provide the standard of care the community was accustomed to receiving. He noted Jackson received approximately \$350 million in County tax funds although they provided approximately \$700 million in indigent care. He inquired who would cover the \$350

million budget gap in the event that Jackson was privatized. Dr. Woolsey noted a rare culture of public servants existed at Jackson and expressed his concern that this level of commitment would not be attainable through a contractual agreement with a private group.

Chairman Zapata said that providing quality care was a very important issue and that Recommendation No. 9 included a mechanism to improve quality care. He noted the bottom line remained for Jackson to be a public safety net hospital. Chairman Zapata said Jackson's business model did not reflect the current realities of most healthcare providers. He noted new revenues generated from insured patients would subsidize the ability to provide expanded care. Chairman Zapata said the recommendation was not removing Jackson's purpose but allowed the hospital to evolve in the current healthcare delivery environment.

Commission Auditor Anderson pointed out that HGTF member Martha Baker issued a dissenting opinion.

Ms. Baker noted she issued a dissenting opinion but appreciated the open debate. She expressed her concern about Jackson's financing issues and noted the proposed private, not-for-profit entity could decrease and/or cut services, and establish bylaws with no public influence. Ms. Baker said that under this proposal, the public and County Commission would not have any input in the provision of services. She pointed out that it would be challenging for a private entity to secure \$350 million in public funding. Ms. Baker questioned whether a private entity would continue providing \$750 million in services when the public entity that owned the land was only providing \$350 million to deliver those services. She emphasized the importance of shifting to a more cost-effective, primary-care driven model. Ms. Baker said she believed that the County Commission needed to be held accountable without giving Jackson away.

Ms. Dechovitz said the vehicle of continuing Jackson's public mission was to contract with a not-for-profit entity. She noted the County Commission had the power to include a contractual requirement that Jackson would continue providing indigent care for the community.

Ms. Rivera expressed her appreciation to Commissioner Sosa for her leadership and including her on the HGTF. She noted that during its deliberations, the HGTF was adamant to maintain Jackson's mission. Ms. Rivera said this was a contractual process which resulted from the benchmarking of various successful models around the nation and the state. She noted the HGTF was looking forward to better coordinating health care across Miami-Dade County through the proposed Public Health Advisory Committee.

Mr. Nuell said that quality and mission was the culture of caregivers at Jackson. He noted the proposed recommendations included checks and balances to ensure that public funds were appropriately spent in the delivery of the hospital's mission. Mr. Nuell said it was a misconception that the HGTF was turning over its keys; that Jackson was

becoming private; and that the hospital would no longer be a community asset. He noted the HGTF was recommending establishing a structure that gave Jackson, its administration, and caregivers the independence to operate a facility in a competitive marketplace. Mr. Nuell said Jackson's structure did not allow for the independence or the agility to compete in today's marketplace. He noted as a former member of the Public Health Trust and a member of the Financial Recovery Board (FRB), his perspective was that it would be difficult to make necessary changes without governance changes. Mr. Nuell said Jackson's management would remain the same. He noted this proposal would result in independence from County regulations.

Commissioner Sosa said the County needed to identify alternatives to ensure that doctors continued saving lives at Jackson; that regulations existed to prevent providing the community with decreased service levels; and that the financial problems needed to be solved so that Jackson South, Jackson North, Jackson Central, the Trauma Center, and the Burn Center could continue providing essential services. She noted if a contract with a not-for-profit entity was approved, that entity would need to abide by the contractual agreement. Commissioner Sosa noted the importance of receiving public feedback on methods to improve Jackson.

Mr. Ivan Parra, via translator, referenced Recommendations 12, 13 and 14 regarding ownership and maintenance of County-owned real property used by Jackson Health System. He also referenced Recommendation 15 regarding all other authority and responsibility not specifically reserved to the County to be exercised by the proposed governing board, which he believed indicated privatization. Mr. Parra noted the County was losing power, and the taxpayers would have no voice regarding the not-for-profit entity. He questioned how the actions of this proposed entity would be controlled.

Commissioner Sosa noted tonight's (8/16) public hearing was being conducted because Commission Chairman Martinez wanted to receive public input. She noted while she understood the public's concern, it was not certain if or when a change would occur. Commissioner Sosa said that Jackson needed to either change its governance or its administration. She noted she also understood Jackson's employees' concerns whether the proposed not-for-profit entity would respect the union(s), salaries, and work conditions if a change in governance occurred. Commissioner Sosa said it would be difficult to receive State funding if no action was taken to improve Jackson's financial condition. She noted her main concern was that patients continued receiving the best quality care.

Chairman Zapata responded to Mr. Parra's comments. He noted the State Attorney's Report indicated that there was no conclusion on who had final responsibility at Jackson. Chairman Zapata said the HGTF tried to address this problem by creating a clear line of command. He noted Jackson's business model was broken and decisions needed to be made to keep it successful, viable, and financially solvent. Those decisions in a political environment were almost impossible to make, Chairman Zapata said. He noted Jackson was supported by taxpayer dollars as well as State and Federal funds and the amount of funding received would vary. Chairman Zapata said he did not believe opening Jackson

South was a good financial decision. He noted decisions on how to deliver the best, effective healthcare—whether through a Jackson facility, a third-party contract with Jackson, or through a joint-venture—needed to be made to ensure Jackson’s success and these decisions were difficult to make in a political environment. Chairman Zapata said the HGTF tried to depoliticize Jackson’s governance in developing its recommendations.

Ms. Baker agreed with implementing changes that would allow Jackson to thrive but disagreed with making it a private entity with no political accountability. She said she believed that Jackson should remain a public hospital and that accountability and leadership issues were important considerations. Ms. Baker noted studies indicated that governance had little or nothing to do with a hospital’s successful operations.

Mr. Lazaro Triana, 1069 NW 28 Street, noted he wanted to make sure that uninsured patients would be treated at Jackson.

Ms. Omayra Fernandez noted her question was already answered.

Mr. Miguel Hoyos was no longer present.

Mr. John Ratliff, 9825 NE 4th Avenue Road, Miami Shores, SEIU employee, noted he disagreed with Mr. Nuell, as he believed rules should exist in a public hospital that ensured transparency. He said the HGTF members had the best intentions when they looked at other hospitals; however, none of those hospitals were recognized as the best in patient care delivery. Mr. Ratliff noted payments by insured patients were used to cover the cost for uninsured patients resulting in lack of funds for infrastructure improvements. He acknowledged that the State Representatives and the State Attorney’s Office wanted to do the right thing, and commended Vice-Chair Dechovitz for her tenure in the State Attorney’s Office. Mr. Ratliff said this was not Jackson’s first financial crisis, noting it’s response to the Aids epidemic and the immigration issue, because it was a public hospital. He expressed the opinion that a public hospital should be the anchor of the healthcare community.

Ms. Maria Gonzalez, 6711 SW 2nd Street, noted there was always one crisis or another throughout the 35 years which she had worked at Jackson. She expressed concern that the majority of the audience at tonight’s meeting had not understood what had been said in English, and requested all comments be translated into Spanish. Ms. Gonzalez further commented that community representatives were obligated to be more creative and to work with Jackson.

Commissioner Sosa agreed with Ms. Gonzalez and translated her comments into Spanish. She noted that everyone was welcome to speak and proceeded to inquire whether there were any other West Miami residents who wished to voice their concerns.

Following Ms. Gonzalez’ request, all comments were translated into Spanish.

Ms. Alicia Alonso, 5949 SW 16 Terrace, noted she paid her own health insurance which increased from \$349 to \$399 per month. She noted Jackson should remain as is. Ms. Alonso questioned the status of funds received by Jackson.

Mr. Ariel Uribe, 7970 SW 13 Street, noted many of Jackson's patients did not have the money to pay for those services. He noted his wife had many health issues and received medical attention because she had Medicaid. Mr. Uribe expressed his appreciation for Jackson and noted he would like Jackson's finances to be improved. He said many people needed access to Jackson's services and the hospital should not be privatized or closed.

Ms. Denise Glass, Jackson employee, 14716 SW 132 Court, noted she was a Registered Nurse at Jackson Main for almost 20 years and worked in the Cardiovascular Intensive Care Unit. Ms. Glass said that she was pleased to hear testimony in support of Jackson. She noted Jackson not only supported the local community, but provided its services to other hospitals from West Palm Beach to Key West when they were unable to provide sufficient patient care. She noted many of these hospitals did not provide the level of service that many Jackson patients relied on, and reminded the HGTF members that anyone could be admitted to Jackson.

Ms. Debra Diaz, 816 NW 11 Street, Jackson nurse, noted she was not worried about her paycheck or her retirement, but was concerned about her patients. She expressed her appreciation for the formation of the HGTF; however, noted a private hospital could not provide the same services as Jackson. Ms. Diaz said that she and her colleagues gave their hearts and souls to the Jackson community.

Mr. Amry Gonzalez, via translator, 1235 SW 6 Street, noted the proposed recommendations did not specify the powers that would be retained by the County.

Chairman Zapata said these were proposed recommendations and not the final provisions. He noted the proposal was a guide for the County Commission to consider while they cooperatively worked with Jackson's stakeholders.

Commissioner Sosa said the County Commission had not considered any of the HGTF proposed recommendations. She noted tonight's (8/16) meeting was to receive feedback on the recommendations and strategies that would improve Jackson, noting an example of an inquiry pertaining to why a reverter clause was not included in the proposed recommendations. Commissioner Sosa said the community was particularly concerned that they would continue receiving care from Jackson, irregardless of insurance, and not about the hospital governance or the administrator. She noted Jackson was the best hospital because of its employees and she wanted to ensure the State continued providing assistance.

Mr. Robert Lozada expressed his concern with a not-for-profit governing board having so much power without being answerable to the public. He concurred with Ms. Baker's comments that Jackson's problems would not be solved by changing the governance.

Mr. Lozada noted Jackson employees were persuaded to abandon all other health care providers for the Jackson Health Plan and were now left with only two providers, with no competition, and soaring health costs. He said the proposed recommendations indicated that the County Commission would be responsible for the disposal and sale of Jackson's property. He asked Commissioner Sosa about her position on privatizing Jackson and its services.

Commissioner Sosa said that she was opposed to selling Jackson to a private institution and preferred a public vote on any proposal to privatize the hospital. She noted the need for a reverter clause to ensure that ownership, buildings and all services remained with Jackson in the event of a change in hospital governance. Commissioner Sosa said the county attorneys were asked to define a 501(c) (3) entity, and noted her understanding that Jackson was a not-for-profit organization and the Public Health Trust was a 501(c) (3). She noted her belief that any potential changes to Jackson should include assurances of continued financial assistance by the State and County; and that Jackson doctors would be protected by sovereign immunity.

Mr. Chris Hennessey, Jackson nurse, questioned why burdens were being placed on employees when they already gave back 5-percent of their wages. He noted the County Charter stated that Jackson was to be a public hospital. Mr. Hennessey also questioned why a contract with Dupont Plaza was allowed for \$1 million per month.

Commissioner Sosa said she was not familiar with the Dupont Plaza contract and the salary issue needed to be addressed with Jackson administration.

Chairman Zapata said the HGTF did not focus on employee compensation but discussed the need for Jackson to remain competitive and attract paying patients.

Ms. Carol Robley yielded her time to Mr. Mark Richard.

Mr. Mark Richard, 9745 Sunset Drive, SEIU Attorney, questioned whether in the event that a new governance structure was implemented; would Jackson employees become private employees, and could they go on strike; would the Inspector General be able to oversee the governing board; and would Jackson be subject to the Public Records Act and the Sunshine Law. He noted that a reverter clause was not prudent. Mr. Richard recommended the completion of the due diligence process. He noted Jackson's employees had contributed \$100 million in concessions and were forced to participate in the hospital's healthcare program, yet the insurance plan was still losing money. Mr. Richard questioned whether a commitment could be made to place operations at the forefront. He noted patients were at risk and millions of dollars were being lost.

Ms. Anail Pielago, registered nurse, social worker/case manager, noted Jackson provided many services to the community and expressed her concern regarding the fate of indigent patients without Jackson.

Commissioner Sosa said that Jackson was important to the community and the County needed to ensure that they would reverse the financial decline. She pointed out that the situation would become worse for Jackson's patients if the State and Federal governments continued to make changes to Medicare and Medicaid. Commissioner Sosa noted an incredible amount of work remained and this was not a one person task.

Commissioner Sosa expressed her appreciation to the HGTF members, the FRB members, the County Attorney's Office, the Commission Auditor, nurses, doctors, and residents for their input. She also expressed appreciation to City of West Miami officials for hosting tonight's (816) meeting.

Hearing no further questions or comments, Commissioner Sosa adjourned the meeting at 8:04 p.m.