

**MINUTES  
LOWER FLORIDA KEYS HOSPITAL DISTRICT  
BOARD OF COMMISSIONERS  
AUGUST 19, 2024**

**PRESENT:** Mrs. Ovide, Dr. Thompson, Mrs. Sterling, Mr. Muir, Mr. Toppino, Mrs. Spottswood, Mr. Halpern, Dr. Chambers

**ABSENT:** Mr. Hammond

**ALSO PRESENT:** Mr. Clay, Mr. Fishman, and residents from the community (sign-in sheet attached to official minutes).

**CALL TO ORDER:**

Dr. Thompson called the meeting to order at 3:08 p.m.

**PLEDGE OF ALLEGIANCE**

Dr. Thompson led the attendees in the pledge of allegiance.

**MINUTES**

The minutes of the Board of Commissioners meeting held on May 8, 2024, were reviewed as presented:

**Mr. Ovide motioned to approve the minutes to be accepted as presented, Dr. Chambers seconded. The motion carried unanimously.**

**CHAIRMAN'S REPORT: DR. THOMPSON**

Dr. Chambers asked all the board members to introduce themselves and give a brief history to everyone.

**CITIZEN INPUT:**

Dr. Chambers went over the citizen input guidelines as stated below:

Presentations to the Board are limited to three (3) minutes for each individual speaker and five (5) minutes for the representative of a designated group. Transfer of time between individuals and/or groups is not permitted. Letters submitted to each Board Member and/or the district Administrator prior to a Board Meeting will not additionally be read into the record at the meeting. All statements must be directed towards the Board; no person may address or question Board Members individually, and Board Members will not engage in a dialogue with persons making public comment. Furthermore, all speakers agree to abide by the Code of Conduct for

Citizen Input and will begin their presentation by stating the full name and their city or town of residence for the record.

Sam Kaufman spoke on behalf of the task force and started off by thanking Mr. Clay and the board for their service. The advisory committee is a group of a few dozen people composed of some active and retired community members and health care professionals. The task force sent a letter to the District Board asking for a objective comparative analysis of the hospital operators to see which entity will best be able to serve our community. They are requesting that financial integrity be considered so a quality operator can be selected as a long-term investment for our community.

Mr. Kaufman stated that the board spoke about creating a panel at the last meeting and that a competitive bidding process would take place and wanted to follow up on that. Mr. Kaufman asked if the board could share with the community where the District board is headed and what type of process will be used. Mr. Kaufman asked for a status update on the cancer center and when radiation oncology will be back available in the community.

**RESOLUTION OF APPRECIATION FOR MR. DAVID CLAY:**

Mrs. Ovide presented a resolution of appreciation to Mr. David Clay for all that he has done for the community and thanked him for his dedication to our community. The resolution was unanimously approved and attached to the official minutes.

**HOSPITAL CEO REPORT: MR. CLAY**

Mr. Clay went over the highlights and acknowledgements of the hospital for the last quarter. The hospital is still ranked as a 4-star hospital and continues to recruit physicians needed within the community. The hospital will be donating funds to the college to help them receive matching funds to expand the nursing program.

Mr. Clay tendered his resignation to go back home and take care of his 93-year-old father.

Mr. Halpern inquired when the chemotherapy services could be available at the hospital and Mr. Clay stated that there will be an announcement made soon in regard to

Mrs. Ovide asked Mr. Clay about the rumor about Baptist Hospital bringing a cancer center into the keys and Mr. Clay hasn't been able to receive any information in regard to that and says the hospital is moving forward with their plans as they can't wait, and the community needs these services.

Mr. Clay's report is attached to the official minutes.

**NURSING HOME ADMINISTRATOR REPORT: MRS. ROSADO**

Mrs. Rosado wasn't in attendance at the meeting and no report was provided to the board.

**ATTORNEY'S REPORT: MR. FISHMAN**

Nursing Home

Mr. Fishman received the financials from 428 Healthcare and reviewed them and there was nothing in the financials that gave him any concern that they weren't financially able to operate the nursing home. Mr. Fishman negotiated the assignment and consent agreement with their attorneys. The 6<sup>th</sup> amendment is off the table for now as it isn't pertinent until the closure of the transaction. The structure is that 428 Healthcare will sublease the facility and operate as a manager for one year and then close the transaction. Mrs. Sterling had no objection to the sublease but wanted some revisions to be made to the assignment of the lease.

**Mr. Muir motioned to approve the sublease as presented and postponed the approval of the assignment until the next meeting, Dr. Chambers seconded. The motion carried unanimously.**

Auditor RFP

Mr. Fishman received two responses from the RFP for Auditing Services that were published. Marcum and Warren Averett were the only two firms that responded and the proposals were given to the board for review. Mr. Toppino spoke about his past experience with Marcum and stated he was pleased with their services. The board decided to defer the decision and wanted the finance committee to request in person presentations at the next board meeting before making a selection. Mr. Fishman will invite the firm to the next finance meeting on November 4, 2024

Mr. Fishman stated that at the last legislative session they passed that effective October 1, 2025, every special district needs to establish goals and objective and performance measures and publish them by December 1, 2025, on the District's website.

A copy of Mr. Fishman's Report and Memo are attached to the official minutes.

**APPROVAL OF FINANCE COMMITTEE QUARTERLY FINANCIAL REPORTS:**

**Mrs. Ovide motioned to approve the financial report from PFM and the quarterly financial report for the quarter ended June 30, 2024, Dr. Thompson seconded, and the motion carried unanimously.**

Mrs. Ovide nominated Mr. Halpern to the finance committee as there was a vacancy on the committee due to Mr. Levin's resignation. Mr. Halpern accepted the position on the Finance committee chair/treasurer.

**Mrs. Ovide motioned to approve Mr. Halpern as the new finance committee chair/treasurer, Dr. Thompson seconded, and the motion carried unanimously.**

A copy of the quarterly financial reports is attached to the official minutes.

**OLD BUSINESS:**

**Selection of Board Member Appointments to Committee**

Dr. Thompson stated at the last meeting there was a discussion to form a community committee, and each board member would select a member from the community to serve on it to assist in discussions for the new hospital operator. Mrs. Spottswood will serve as the board member liaison to that committee. These are the names that have been submitted thus far:

John Padget by Dr. Chambers  
Todd German by Dr. Thompson  
Peter Batty Sr. by Mrs. Sterling  
Mercy Hiller by Mr. Halpern

Mrs. Spottswood was going to ask Dr. Gerth to serve. The other board members will submit their names to Mrs. Cranney-Black when they have them.

**ADJOURNMENT:**

**There being no further business to come before the District Board, the meeting was adjourned by Dr. Thompson at 4:98 pm.**

  
Approved, Secretary

  
Date