

**NORTH BREVARD COUNTY HOSPITAL DISTRICT  
OPERATING  
PARRISH MEDICAL CENTER  
BOARD OF DIRECTORS – REGULAR MEETING  
DRAFT**

A regular meeting of the Board of Directors of the North Brevard County Hospital District operating Parrish Medical Center was held on January 9, 2017 in Conference Room 2/3/4/5, First Floor. The following members were present:

Herman A. Cole, Jr., Chairman  
Peggy Crooks  
Billie Fitzgerald  
Elizabeth Galfo, M.D.  
Robert L. Jordan, Jr., C.M.  
Jerry Noffel  
Stan Retz, CPA  
Maureen Rupe  
Ashok Shah, M.D

Member(s) Absent:

Jerry Noffel left the at 3:58 pm.

A copy of the attendance roster of others present during the meeting is appended to the file copy of these minutes.

**CALL TO ORDER**

Mr. Cole called the meeting to order at 3:36 p.m.

**PLEDGE OF ALLEGIANCE**

Mr. Cole led the Board of Directors, staff and public in reciting the Pledge of Allegiance.

**PMC'S VISION – *Healing Families – Healing Communities*®**

Mr. Cole led the Board of Directors, staff and public in reciting PMC's Vision – *Healing Families – Healing Communities*®.

**APPROVAL OF AGENDA**

Mr. Cole asked for approval of the agenda in the packet. Discussion ensued and the following motion was made by Mr. Jordan, seconded by Ms. Crooks and approved (9 ayes, 0 nays, 0 abstentions).

***ACTION TAKEN: MOTION TO APPROVE THE AGENDA AS PRESENTED.***

**RECOGNITIONS – Robin Fisher, Former D1 County Commissioner**

Mr. Cole, on behalf of the Board, thanked and congratulated Mr. Fisher for his eight years of service as the County Commissioner for North Brevard County. Mr. Fisher thanked the Board for their support during his tenure. Mr. Fisher was presented a plaque as a token of appreciation.

**Ara Deukmedjian, MD**

Mr. Cole, on behalf of the Board, thanked Dr. Deukmedjian for serving as Medical Staff President for the last two years. Dr. Deukmedjian thanked the Board for their support and collaborative efforts. Dr. Deukmedjian was presented a framed print as a token of appreciation.

**Denis Perez, MD**

Denis Perez, MD, PA-C has satisfactorily completed the 2016 Maintenance of Certification assignment.

**SECRETARY’S REPORT & ELECTION OF OFFICERS**

Mr. Cole reviewed the process for the election of officers; and turned the meeting over to Billie Fitzgerald, Secretary of the North Brevard County Hospital District.

Ms. Fitzgerald indicated that Mr. Cole had been nominated for Chairperson, Mr. Jordan for Vice Chairperson, Mrs. Crooks for Secretary, Mr. Retz for Treasurer, and Ms. Rupe for Member-at-Large. The Board then opened the floor for nominations for each officer.

Immediately after nominations are closed for each office, the election for that officer will be held. Ballots will then be distributed, dated and signed by each Board Member. The tellers will count the ballots and provide the results to the Chairperson.

Ms. Fitzgerald then nominated Mr. Boyles and Mr. Kancilia as tellers to distribute, collect and count the ballots.

Ms. Fitzgerald asked for a motion to approve the appointment of Mr. Boyles and Mr. Kancilia as Tellers. A Motion was made to that effect and unanimously approved.

**Election of Chairperson**

Ms. Fitzgerald indicated that Mr. Cole had been nominated as Chairperson and no other names were presented. Mr. Jordan moved to close the nominations, which was seconded by Dr. Galfo and approved unanimously. Mr. Boyles distributed the ballots for Chairperson, which were marked and collected. Mr. Boyles and Mr. Kancilia counted the ballots and

recorded the results. Mr. Cole announced the results, stating that he was elected as Chairperson. He also noted the ballots will be held for one year after the election.

***ACTION TAKEN: MR. COLE ELECTED AS CHAIRPERSON OF THE BOARD OF DIRECTORS.***

Mr. Noffel left the meeting at 3:58 p.m.

**Election of Vice-Chairman**

Ms. Fitzgerald indicated that Mr. Jordan had been nominated as Vice Chairperson and no other names were presented. Ms. Crooks nominated Mr. Retz for Vice Chairperson and his name was added to the ballot. Mr. Jordan moved to close the nominations, which was seconded by Dr. Galfo and approved unanimously. Mr. Noffel was not present for this election. Mr. Boyles distributed the ballots for Vice Chairperson, which were marked and collected. Mr. Boyles and Mr. Kancilia counted the ballots and recorded the results. Mr. Cole announced the results, stating that Mr. Jordan was elected as Vice Chairperson.

***ACTION TAKEN: MR. JORDAN ELECTED AS VICE-CHAIRPERSON OF THE BOARD OF DIRECTORS.***

**Election of Secretary**

Ms. Fitzgerald indicated that Ms. Crooks had been nominated as Secretary and no other names were presented. Mr. Jordan moved to close the nominations, which was seconded by Mr. Cole and approved unanimously. Mr. Noffel was not present for this election. Mr. Boyles distributed the ballots for Secretary, which were marked and collected. Mr. Boyles and Mr. Kancilia counted the ballots and recorded the results. Mr. Cole announced the results, stating that Ms. Crooks was elected as Secretary.

***ACTION TAKEN: MS. CROOKS ELECTED AS SECRETARY OF THE BOARD OF DIRECTORS.***

**Election of Treasurer**

Ms. Fitzgerald indicated that Mr. Retz had been nominated as Treasurer and no other names were presented. Mr. Jordan moved to close the nominations, which was seconded by Dr. Galfo and approved unanimously. Mr. Noffel was not present for this election. Mr. Boyles distributed the ballots for Treasurer, which were marked and collected. Mr. Boyles and Mr. Kancilia counted the ballots and recorded the results. Mr. Cole announced the results, stating that Mr. Retz was elected as Treasurer.

***ACTION TAKEN: MR. RETZ ELECTED AS TREASURER OF THE BOARD OF DIRECTORS.***

### **Election of Member-at-Large**

Ms. Fitzgerald indicated that Ms. Rupe had been nominated as Member-at-Large and no other names were presented. Ms. Crooks nominated Dr. Galfo. Mr. Jordan moved to close the nominations, which was seconded by Mr. Retz and approved unanimously. Mr. Boyles distributed the ballots for Member-at-Large, which were marked and collected. Mr. Noffel was not present for this election. Mr. Boyles and Mr. Kancilia counted the ballots and recorded the results. Mr. Cole announced the results, stating that it was a tie, each candidate received 4 votes. Ms. Rupe withdrew her nomination and Mr. Boyles then distributed new ballots for Member-at-Large, which were marked and collected. Mr. Boyles and Mr. Kancilia counted the ballots and recorded the results. Mr. Cole announced the results, stating that Dr. Galfo was elected as Member-at-Large.

***ACTION TAKEN: DR. GALFO ELECTED AS MEMBER-AT-LARGE OF THE BOARD OF DIRECTORS.***

### **REVIEW AND APPROVE OF MINUTES**

Discussion ensued and the following motion was made by Mr. Retz, seconded by Mr. Jordan and approved (8 ayes, 0 nays, 0 abstentions) Mr. Noffel was not present when the vote was taken.

***ACTION TAKEN: MOTION TO APPROVE THE NOVEMBER 7, 2016 MEETING MINUTES, AS PRESENTED.***

### **OPEN FORUM FOR PMC PHYSICIANS**

There were no physician comments.

### **PUBLIC COMMENTS**

There were no public comments.

### **UNFINISHED BUSINESS**

There was no unfinished business.

### **NEW BUSINESS**

There was no new business.

### **MEDICAL STAFF REPORT RECOMMENDATIONS/ANNOUNCEMENTS**

Mr. Boyles noted that Item A (Medical Staff Bylaws – Call) is being deferred for two months.

**Resignations**

Resignations were noted for information only, no action required.

**PUBLIC COMMENTS**

There were no public comments regarding the revised consent agenda.

**CONSENT AGENDA**

Discussion ensued and the following motion was made by Mr. Retz, seconded by Dr. Galfo and approved (8 ayes, 0 nays, 0 abstentions).

***ACTION TAKEN: MOTION TO APPROVE THE FOLLOWING CONSENT AGENDA ITEMS:***

- A. Finance Committee
  - 1. Recommend the Board of Directors to approve the dissolution agreement for Space Coast Hospital Services, Inc., as presented.
  - 2. Recommend to the Board of Directors to approve the operating agreement for Space Coast Rabbi, LLC, as presented.
  - 3. Recommend the Board of Directors direct legal counsel to prepare an agreement with Metrus Energy, Inc. for the Energy Savings Project.
- B. Executive Committee
  - 1. Recommend the Board of Directors ratify the CEO's employment agreement effective January 9, 2017.

**COMMITTEE REPORTS**

**Quality Committee**

Mr. Cole reported all items were covered during the meeting.

**Budget and Finance Committee**

Mr. Retz reported all items were covered during the meeting and on the consent agenda.

**Executive Committee**

Mr. Jordan reported all items were covered during the meeting and on the consent agenda.

**Educational, Governmental and Community Relations Committee**

Ms. Fitzgerald reported all items were covering during the meeting.

**Planning, Physical Facilities and Properties Committee**

Mr. Jordan reported the Planning Committee did not meet.

**PROCESS AND QUALITY REPORT**

No additional information was presented.

**Hospital Attorney**

Legal counsel had no report.

**OTHER**

No other business was discussed.

**CLOSING REMARKS**

Mr. Cole noted Trivia Super Bowl benefiting The Women's Center will be held Saturday, February 4<sup>th</sup> at 5:00 p.m. at Indian River Preserve.

**OPEN FORUM FOR PUBLIC**

There were no public comments made.

**ADJOURNMENT**

There being no further business to discuss, the meeting adjourned at 4:11 p.m.

Herman A. Cole, Jr.  
Chairman