



# Board of Directors Meeting Minutes

Lee Health

Nov 18, 2022 at 1:00 PM EST

@ 13685 Doctors Way, Suite 190 Fort Myers, FL 33912 / WebEx

## **Attendance**

### **Present:**

Members: Kathy Bridge-Liles (remote), Stephen Brown, Diane Champion, Donna Clarke, David Collins, Therese Everly, Chris Hansen

### **Absent:**

Members: Nancy McGovern

- I. Call to Order – (Donna Clarke, Board Chair)

The Board of Directors Meeting was called to order at 1:00 pm. by Donna Clarke, Board Chair.

- II. Invocation & Pledge of Allegiance (Rev. Denise Sawyer, M.Div., BCC)

Reverend Denise Sawyer, M.Div., BCC, gave the invocation, followed by the Pledge of Allegiance.

- III. Public Input

None.

- IV. Consent Agenda (Approve)

### **Motion:**

**A motion to approve the Consent Agenda consisting of:**

- A. Board Meeting Minutes of 10/27/22**
- B. Board Workshop Minutes of 10/27/22**
- C. Medical Staff Credentialing**
- D. Risk Management Report**
- E. Auxiliary Reports**
- F. Continuing Services Contracts-Mechanical/Electrical/Plumbing/Fire Protection (MEP) Acute Care Services**

Motion moved by Stephen Brown, MD. and motion seconded by Chris Hansen. Carried with no opposition.

V. President's Report (Larry Antonucci, MD, President/CEO)

Larry Antonucci, MD., CEO & President provided Board members with current COVID-19 census and post Hurricane Ian status. In addition he presented information to the Board about the following topics; LPG Update, Vivida Sale, Ian Relief, Strategic Communications Update, Leapfrog, National Trends-Landscape, and Medicare Advantage.

Ben Spence, Chief Financial Officer provided Board Members with financial operating results for the month of October following Hurricane Ian.

VI. Physician Leadership Council Update (Timothy Dougherty, MD., PLC Chairman)

None.

VII. Encompass Rehab Ground Lease (Ray Cyr, System Director Rehab Services, ) (Approve)

**Motion:**

**A motion was made to approve a ground lease for a term of up to 50 years and a rental rate consistent with fair market value between Lee Health (lessor) and Rehabilitation Hospital of Fort Myers, LLC (lessee) for approximately 5.78 acres of land located south of Gulf Coast Medical Center on the eastern portion of Medical Park Loop, which land shall be used for the construction and operation of an inpatient rehabilitation hospital, and**

Motion moved by David Collins and motion seconded by Chris Hansen. Carried with no opposition.

**Motion:**

**A motion was made to authorize the President and CEO or Board Chairperson to execute the lease upon final review and approval by Lee Health Legal Counsel and Board Counsel.**

Motion moved by David Collins and motion seconded by Chris Hansen. Carried with no opposition.

RECESS

Meeting recessed at 1:44 pm to convene the Lee County Trauma Services District Meeting.

RECONVENE

Reconvened Full Board meeting at 2:06pm by Donna Clarke, Board Chair.

VIII. Committees' Summaries and Recommendations

- A. Finance Executive Summary (from Committee Meeting on 11/2/22) (Chris Hansen, Board Treasurer and Committee Chair)

1. Proton Center Partnership (Approve)

**Motion:**

**A motion was made to approve an investment of \$5 million in Community Healthcare Innovations, LLC to provide the capital funding for an investment in Lee Healthcare Holdings, LLC for the purpose of acquiring 50% equity in Southwest Florida Proton, LLC. subject to board counsel approval of contribution agreement between Lee Health and Community Healthcare Innovations.**

Motion moved by Chris Hansen and motion seconded by David Collins. Carried with no opposition.

**Motion:**

**A motion was made to approve an investment of \$2.6 million in Community Healthcare Innovations, LLC to provide the capital funding for an investment in Lee Healthcare Holdings, LLC for the purpose of acquiring a 25% equity share in the real estate LLC, that will own the new Proton Center building.**

Motion moved by Chris Hansen and motion seconded by Stephen Brown, MD. Carried with no opposition.

- IX. Digital Transformation (William Carracino, MD. VP & Chief Digital Health Executive & Jon Witenko, System Director Virtual Health and Telemedicine )

Bill Carracino, MD and Jon Witenko presented information about what digital transformation is, intake & governance, digital @ Lee Health and next steps. Discussion ensued.

- X. Compliance Education (Lisa Whitacre, System Director Compliance Program Effectiveness)

Lisa Whitacre provided Board Members the remainder of the annual compliance education materials needed.

XI. Voluntary Turnover (Mike Wukitsch, Chief People Officer)

Mike Wukitsch presented information to the Board members about staff recovery - Hurricane Ian , Total Rewards Strategies, Workforce Planning & Development (Recruiting and Retention) and Learning & Organizational Development .

XII. Meeting Feedback and Board Member Reports

Board members shared status updates along with thanking Chris Hansen Board Treasurer, who is leaving after 12 years of service.

XIII. Adjourn

Meeting was adjourned at 4:04 pm.

**Date of Next Meeting**

**January 3, 2023 at 1:00 PM- Swearing In Ceremony**

**Board of Directors Meeting**

**Location: Gulf Coast Medical Center Board Room, 13685 Doctor's Way Ft. Myers FL 33912**

**Teleconference: Dial-In # 1 415 655 0002 Access Code 2303 571 3124**

Board Minutes were prepared by Kathy J. Hagen, Assistant to the Board.

Signed

Date

Diane Champion  
01/27/2023 12:38 EST