Jackson HEALTH SYSTEM

PUBLIC HEALTH TRUST

***Eneida O. Roldan, MD, MPH, MBA***
*President & Chief Executive Office*

November 21, 2010

Mr. John H. Copeland III
Chairman, Public Health Trust
1611 NW 12th Avenue
Miami, Florida 33136

Dear John:

I write this letter in response to a call that I received from Commissioner Gimenez on Friday, November 19, 2010 in the afternoon where he brought my integrity and moral fiber into question and proceeded to threaten my continued employment with the Public Health Trust. He accused me of being deceitful during my representation of the FHS Jackson Memorial International matters to which I responded during the November 16th Board of County Commissioners meeting.

As I reviewed the tapes, I in fact should have been more emphatic before the Board of County Commissioners relative to my participation in the meeting where Mr. Rolando Rodriguez's extension was discussed. My clear understanding when I left the Foundation Health Services Board meeting was that the document would return to the FHS Board for review and approval. To date, it has not.

Mr. Gimenez's accusations were relative to his perception of my knowledge and participation in the consultancy contract extension amendment for Mr. Rolando Rodriguez. In order to defend and preserve my honor as a transparent and ethical leader, I will clarify those perceptions and accusations of dishonesty with the following facts.

It is important to note that there are two documents. One is a Consultant Agreement dated December 12, 2008, and the other is the First Amendment to Consultant Agreement dated October 8, 2010.

Article 1 of the original contract provided for a two year term expiring on September 30, 2010, Section 5.4, *Termination Without Cause*, of the same, provides the details of his severance arrangement as being the equivalent of an additional year of payment, totaling $52,500, expiring on September 30, 2011.

Moreover, Section 5.6, *Termination at End of Contract Term*, states that if the FHS agreement was not renewed, Mr. Rodriguez would also be entitled to the equivalent of an additional year of payment, totaling $52,500, expiring on September 30, 2011.

**The conclusion being that there was a provision for severance made in the Consultant Agreement from 2008. In fact, I was not a member of the JMF or the FHS Boards at that time and therefore did not vote for the contract.**

The First Amendment signed by Mr. Alan Dimond and Mr. Rolando Rodriguez on October 8, 2010 was not brought to the full FHS Board for signature. A discussion ensued during the September 30, 2010 FHS Board Meeting exploring next steps regarding Mr. Rodriguez's agreement. Delegated authority was granted by the FHS Board during said meeting for Mr. Dimond to discuss and negotiate the future agreement. To date, there has been no subsequent meeting to review, discuss or take action for final approval. This confirms my response to the BCC on November 16th 2010, that I did not personally vote on either of the documents.

Notwithstanding, Section 3.13 *Action Without a Meeting* of the Bylaws of Foundation Health Services, amended on June 17, 2008, state that the action taken without a meeting must be evidenced by one or more written consents describing the action taken and signed by each of the Directors. The action becomes effective when the last of the Directors signs consent. I have not signed any documents, approved any minutes nor agreed to any terms as the FHS Board has not reconvened since September 30, 2010. In fact, I became aware of the said amendment on November 4th 2010 in an email from Mr. Ted Shaw, Interim CFO and Financial Oversight for FHS to Ms. Mary Lou Tighe, JHS Government Relations in which I was copied as they produced documents in response to a request by Commissioner Heyman and Commissioner Seijas for any contractual agreements between FHS and Mr. Rodriguez. I was also made aware that the unapproved Draft Minutes/ Not Final until approved by the Board were released to public radio on November 17. As with any DRAFT of Board minutes, the Board has not reconvened to discuss any corrections, additions, deletions or edits.

In closing the matter of Foundation Health Services and Jackson Health System I would offer the following timeline:

· In 2006 a report was issued recommending that JHS cease doing business for the International program with UM.

· FHS, a wholly owned affiliate of the Jackson Memorial Foundation, was then organized in 2006 under the advice and counsel of the County Attorneys Office. A Management and Services Agreement was effectuated between the Public Health Trust of Miami Dade County and Foundation Health Services. This agreement was signed by Mr. Rolando Rodriguez, CEO Foundation Health Services, Inc., S. Shai Gold, COO and EVP Foundation Health Services, Marvin O'Quinn, President and CEO, Public Health Trust and by the CAO for legal sufficiency and form.

· Two years later, in 2008, Rolando receives the Consulting Contract that contained the severance agreement. That agreement was signed by Mr. Dimond. That original contract would

have paid Rolando the severance through September 30, 2011 whether Rolando was terminated without cause and whether his contract was extended or not.

- The Consulting Contract had a term date of September 30, 2010.

- Per the Draft Minutes/ Not Final until approved by the Board of the FHS, during the Board meeting on September 30, 2010, the future of Mr. Rodriguez's relationship with FHS was discussed. The Board delegated authority to Mr. Dimond to discuss and negotiate the future agreement with Mr. Rodriguez, and then bring it back for Board review and approval. Even without an extension, Mr. Rodriguez would have continued to receive payment under the 2008 contract, on which I did not vote.

- Draft of the OIG Report provided to Mr. Rolando Rodriguez and me on October 4, 2010

- Final OIG Report issued October 19th, 2010

Despite the many obstacles that I have been faced with during my Administration as President and CEO of the Jackson Health System since June 1, 2009, I assure you that I have continued to lead with transparency, integrity and honesty. That was the commitment that I made to my stakeholders and most importantly to the community of Miami Dade County, my home since 1960. It is my passion for the Institution to which I have given 14 years of my professional life that I was looking forward to working on a transformational change for JHS and secure the sustainability of the System.

The politically charged environment that has encompassed my tenure has forced me to lead under parallel roads. Firstly, managing an ailing public safety net system in an unprecedented politically, economically and an evolving health care environment, and secondly encountering a new level of scrutiny and hostile work environment where my management decisions are constantly second-guessed as well as being professionally accountable to 30 individuals: Public Health Trust, The Mayor, The Board of County Commissioners and Manager.

In spite of the aforementioned challenges, under my leadership, this System has had incredible results that many doubted were achievable given the circumstances that we faced. Some of those highlights I note here today:

- Restructure the leadership team- COO, CFO. CMO, CNO, CIO, Chief Human Resources Officer, Chief Compliance Officer, CAO Jackson Memorial Hospital and Jackson South Community Hospital Strategic Planning, Government Relations, Public Relations, Revenue Cycle, Support Services and Health Plan
- Reduce the deficit from approximately $169 Million to $152 Million in FY 2009 within the first 100 days of tenure.
- Reduce the deficit from approximately $250 Million to $90 Million in FY 2010
- Reduced over 3% of the workforce equivalent to over 900 FTE's
- Collaborated with Union Partners to achieve $100 Million over FY 2010-2011
- Created a culture of accountability and transparency through enhanced communication and reporting mechanisms with all stakeholders

- Improved relationship with the University of Miami
- Enhanced relationship with Florida International University College of Medicine
- Strengthened the Financial team
- Increased community awareness through media and speaking engagements
- Decreased operational expenses to include supplies and purchased services
- Reduction of daily burn rate from $5.1 Million to $4.5 Million
- Worked with State and Federal to secure $50 Million through the extension of FMAP
- Recruited key physicians (Laparoscopic surgeons and Orthopedic Surgeons) for Jackson Health System Community Hospitals
- Worked collaboratively with stakeholders to secure the Federally Qualified Health Center status successfully
- Instituted new quality standards to enhance patient outcomes

Unfortunately, I have been under personal attack since the beginning of my tenure. It has been the unconditional support of the JHS family, my personal ties to this great Institution and seeing the results of great teamwork that have given me the strength to withstand these challenging months under very hostile conditions. However, I must firmly draw the line at having my personal integrity and moral fiber called to question.

My contract expires on June 1, 2011 and stipulates that I am to begin negotiations for possible renewal of such, 6 months in advance. It is therefore with a heavy heart that I am letting you know that I will not seek renewal of my contract. I look forward to working with you and the Board of Trustees in the coming months on a smooth and effective transition.

I wish to emphatically note, I have made this mindful decision based on the impact the personal attacks have had on me and my family and my desire to mitigate any negative implications it could bring to my professional career. I have worked long and hard to build my reputation around ethics and hard work and therefore refuse to allow my future endeavors to be compromised.

I thank you and the Board of Trustees for the vote of confidence that you showed me by appointing me President and CEO of Jackson Health System by unanimous vote. I treasure the opportunity I was afforded and will forever hold Jackson Health System in a very special place in my heart.

Sincerely,

Eneida O. Roldan, M.D., M.P.H., M.B.A.
President and Chief Executive Officer
Jackson Health Systems

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cc:
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