

**TARRANT COUNTY HOSPITAL DISTRICT (TCHD)
d/b/a JPS HEALTH NETWORK
1500 S. Main Street
Fort Worth, TX 76104
OPC Auditoriums, 3rd Floor**

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JPS HEALTH NETWORK YOUTUBE CHANNEL**

**JOINT FINANCE/PLANNING/BOARD OF MANAGERS MEETING
10:00AM, THURSDAY, DECEMBER 15, 2022**

Meeting Minutes

The Tarrant County Hospital District (“District”) Board of Managers met Thursday, December 15, 2022, with the following members present:

Dorothy DeBose, Board Chair
Roger Fisher, Board Vice Chair
Amanda Arizola, Board Secretary
Margaret Holland, M.D., Board Member
Charles Huggins, M.D., Committee Member
D.T. Nguyen, Board Member
Steve Montgomery, Board Member
Steven Simmons, D.O., Board Member
Zim Zimmerman, Board Member

Board Members Absent: Rev. Ralph Emerson, Board Member
Charlie Powell, Board Member
Trent Petty, Board Member

Others Attending: Karen Duncan, M.D., President and Chief Executive Officer
William Masterton, Chief Operating Officer
Bryan Becker, M.D., President, Acclaim Physician Group
Sharon Clark, Senior Executive Vice President, Chief Financial Officer
Tricia Elliott, Senior Vice President, Medical Academic Research Affairs
Jill Farrell, Senior Vice President, Chief Nursing Officer
Adam Lane, Vice President, Chief Facilities Management Officer
Rory McCrady, Senior Vice President, Revenue Cycle
Joy Parker, Vice President, Operations
Daphne Walker, Senior Vice President, Chief Legal Counsel
Colin Werenka, Senior Vice President, Chief Compliance Officer
Janet Miles, M.D., President, Medical Staff
Suzanne Barnes – Recording Secretary

I. WELCOME AND CALL TO ORDER OF BOARD OF MANAGERS – Ms. DeBose called the meeting to order at 10:04am.

- II. **OPENING PRAYER & PLEDGE** – Joy Parker gave the Invocation.
III. **CITIZENS WISHING TO ADDRESS THE BOARD**

Summary: There were no citizens present to address the board.

IV. **APPROVAL OF MINUTES**

- A. Board of Managers – November 10, 2022

Action: Mr. Zimmerman motioned to approve the November 10, 2022 Board of Managers Minutes, seconded by Mr. Montgomery, motion passed unanimously.

- B. Joint Board of Managers, Finance & Planning Committee Meeting – November 17, 2022

Action: Mr. Montgomery motioned to approve the November 17, 2022 Joint Board of Managers, Finance & Planning Committee Minutes, seconded by Mr. Zimmerman, motion passed unanimously.

V. **BOARD CHAIR REPORT** – Ms. DeBose

Summary: Ms. DeBose provided a high-level update to the Board on the following topics:

- Board Training – Thursday, January 12, 2023
- D-CEO Excellence in Healthcare Awards 2022

VI. **CEO REPORT** – K. Duncan

Summary: Dr. Duncan provided a high-level update on hospital district business to the Board

- Hospital Status
- MHSW Groundbreaking Ceremony
- CLER Visit
- Community Activities
- Clinical Pharmacy team won the Warren E. Weaver/Richard P. Penna Award by BPS
- Medical Staff Physician of the Year
- Turkey Toss results

VII. **CFO REPORT/REPORT FROM AUDITOR**

- A. Consider Approval of FY22 External Audit by Forvis – C. Clark

Summary: Chris Clark, Forvis Auditor, CPA, presented the JPS Health Network FY22 External Auditor's Report

Action: Mr. Nguyen motioned to accept and approve the FY22 External Audit Report, seconded by Mr. Zimmerman, motion passed unanimously.

- B. Consider Approval to move operational cash into the JPS Future Fund – S. Clark

Action: Mr. Fisher motioned to approve the move of operational cash into the JPS Future Fund, seconded by Dr. Simmons, motion passed unanimously.

VIII. REPORT FROM MEDICAL EXECUTIVE STAFF COMMITTEE REQUIRING DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL – J. Miles

Summary: Dr. Miles provided a high-level update on the Medical Staff 2022 Nominations

- A. Consider Approval of Amendments to Medical Staff Bylaws

Action: Mr. Montgomery motioned to approve the Amendments to the Medical Staff Bylaws, seconded by Mr. Fisher, motioned passed unanimously.

IX. COMMITTEE REPORTS AND ACTION

Summary: Updates were provided by the committee chairs

- A. Quality Committee (November 14) – S. Simmons
B. Medical Horizon Committee (November 14) – D. DeBose
C. Human Resources Committee (November 14) – A. Arizola

X. OTHER MATTERS REQUIRING BOARD DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL

- A. Consider Approval Staffing Effectiveness Report – J. Farrell

Action: Mr. Zimmerman motioned to approve the Staffing Effectiveness Report, seconded by Mr. Nguyen, motion passed unanimously.

- B. Consider Approval of (1) Exemption to Bid and (2) Sales, License, and Service Agreement between Intuitive Surgical, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (1056672) – J. Farrell

Action: Mr. Montgomery motioned to approve the Exemption to Bid and the Sales License, and Service Agreement between Intuitive Surgical, Inc., and TCHD, seconded by Dr. Simmons, motion passed unanimously.

- C. Consider Approval of Addendum to Vizient Contract # CE7346 between Karl Storz Endoscopy-America, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (1088867) – J. Farrell

Action: Dr. Simmons motioned to approve the Addendum to Vizient Contract #CE7346 between Karl Storz Endoscopy and TCHD, seconded by Mr. Zimmerman, motion passed unanimously.

- D. Consider Approval of Addendum to Quotation between Datex-Ohmeda, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (1073780) – J. Farrell

Action: Mr. Nguyen motioned to approve the Addendum to Quotation with Datex-Ohmeda, and TCHD, seconded by Mr. Fisher, motion passed unanimously.

- E. Consider Approval of Product Purchase Agreement between Stryker Sales, LLC and Tarrant County Hospital District d/b/a JPS Health Network (1087491) – J. Farrell

Action: Mr. Montgomery motioned to approve the Product Purchase Agreement with Stryker Sales, LLC, and TCHD seconded by Dr. Simmons, motion passed unanimously.

- F. Consider Approval of (1) Exemption to Bid and (2) Software Use Agreement between Strata Decision Technology, LLC and Tarrant County Hospital District d/b/a JPS Health Network (1077776) – S. Clark

Action: Item F., Mr. Nguyen requested to table and will bring back in January.

- G. Consider Approval of Participation Agreement between Vizient Supplier Product Agreement between Guy Brown, LLC and Tarrant County Hospital District d/b/a JPS Health Network (1057556) – S. Clark

Action: Mr. Montgomery motioned to approve Participation Agreement with Vizient Supplier Product Agreement between Guy Brown, LLC, and TCHD, seconded by Mr. Nguyen, motion passed unanimously.

- H. Consider Approval of (1) Exemption to Bid and (2) Outside Medical Services Agreement between BTDI JV, LLP and Tarrant County Hospital District d/b/a JPS Health Network (998981) – R. McCrady

Action: Mr. Nguyen motioned to approve the Exemption to Bid and the Outside Medical Services Agreement between BTDI JV, LLP and TCHD, seconded by Dr. Simmons, motion passed unanimously.

- I. Consider Approval of Amendment to Hospital Services Agreement between Cigna Healthcare of Texas, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (1055671) – R. McCrady

Action: Mr. Fisher motioned to approve the Amendment to Hospital Services Agreement between Cigna Healthcare of Texas, Inc., and TCHD, seconded by Mr. Nguyen, motion passed unanimously.

- J. Consider Approval of Services Agreement between HHS Environmental Services, LLC and Tarrant County Hospital District d/b/a JPS Health Network (1081083) – J. Parker

Action: Mr. Zimmerman motioned to approve Service Agreement between HHS Environmental Services, LLC and TCHD, seconded by Mr. Nguyen, motion passed unanimously.

- K. Consider Approval of Subsequent Policy Period Offer between Unimerica Insurance Company and Tarrant County Hospital District d/b/a JPS Health Network (1103762) – C. Kuaiwa

Action: Mr. Montgomery motioned to approve Subsequent Policy Period offer between Unimerica Insurance Company and TCHD, seconded by Mr. Zimmerman., motion passed unanimously.

- L. Consider Approval of (1) Exemption to Bid and (2) Third Amendment to Professional Services Agreement (Acclaim – Nephrology Services) between Tarrant Nephrology Associates, P.A. and Acclaim Physician Group, Inc. (1101682) – B. Becker

Action: Mr. Fisher motioned to approve the Exemption to Bid and Third Amendment to Professional Services Agreement (Acclaim – Nephrology Services) and Tarrant Nephrology Associates. P.A. and Acclaim Physician Group, Inc., seconded by Dr. Simmons, motion passed unanimously.

XI. CONSENT AGENDA: ALL CONSENT AGENDA ITEMS WERE DISCUSSED IN BOARD COMMITTEE MEETINGS AND MAY REQUIRE LITTLE OR NO DELIBERATION BY THE BOARD OF MANAGERS, BUT REQUIRE BOARD APPROVAL.

Action: Mr. Zimmerman motioned to approve all Consent Agenda items below, seconded by Dr. Simmons, motion passed unanimously.

QUALITY

- A. Consider Approval Quality Assessment Performance Improvement Plan (QAPI) – J. Fondon
- B. Consider Approval POC 100 Point of Care Laboratory Testing Policy – J. Parker
- C. Consider Approval PC 700 Patient Education – J. Farrell

MEDICAL HORIZON

- A. Consider Approval GME Annual Institutional Review

HUMAN RESOURCES

- A. Consider Approval of FY2022 Incentive Performance Achievement Pay-out – K. Duncan
- B. Consider Approval of FY2023 Proposed Goals – B. Masterton

XII. REPORT OF LEGAL COUNSEL AND/OR LEGAL MATTERS REQUIRING DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL

No report

XIII. RECONVENE IN EXECUTIVE SESSION PURSUANT TO CHAPTER 551, TEXAS GOVERNMENT CODE FOR THE FOLLOWING:

Madam Chair adjourned Open Session at 11:38am and the Board went into Executive Session at 11:40am.

XIV. RECONVENE IN OPEN SESSION FOR DELIBERATION(S) AND/OR ACTION(S) DEEMED NECESSARY REGARDING ANY MATTER LISTED ON THE CLOSED SESSION AGENDA, PARAGRAPHS XII. A., B., C., D. AND E.

The Board reconvened in Open Session at 12:10pm

- A. Consider Approval of Privileges/Appointments and Reappointments to the Medical Staff as presented – Dr. Miles

Action: Mr. Fisher motioned to approve the Privileges/Appointments and Reappointments, seconded by Mr. Zimmerman, motion passed unanimously.

- B. Consider Approval of 9 Delineation Privilege forms

Action: Mr. Fisher motioned to approve the 9 Delineation Privilege forms, seconded by Mr. Zimmerman, motion passed unanimously.

XV. ADJOURN – There being no further business to discuss, Ms. DeBose adjourned the meeting at 12:11p.m.

****THE MEETING SHALL CONTINUE HOUR-TO-HOUR AND DAY-TO-DAY UNTIL OFFICIALLY ADJOURNED**



Dorothy DeBose, Board Chair

Date