

**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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**BOARD OF MANAGERS MEETING
1:00 P.M., THURSDAY, MAY 9, 2024**

MEETING MINUTES

The Tarrant County Hospital District (“District”) Board of Managers met on Thursday, May 9, 2024, with the following members present:

Roger Fisher, Board Chair
Amanda Arizola, Vice Chair
DT Nguyen, Board Secretary
Trent Petty, Board Member
Dorothy DeBose, Board Member
Tim Davis, Board Member
Margaret Holland, M.D., Board Member
Leonard Firestone, Board Member
Blake Woodard, Board Member
Dustin Austin, Board Member

Members Absent: Rev. Ralph Emerson, Board Member

Others Attending: Karen Duncan, M.D., President, CEO
Daphne Walker, EVP, Chief Legal Officer
Jill Farrell, EVP, COO
Colin Werenka, SVP, Chief Compliance Officer
Shannon Fletcher, VP, Chief of Staff
Joy Parker, VP, Operations
Sudhakar Karlapudi, MBBS, MBA, EVP, Chief Medical Officer
Ashlea Quinonez, VP, Government Relations
Ashley Ridgeway-Washington, SVP, Chief Human Resources Officer
Rory McCrady, SVP, Interim CFO
Daniel Casey, MD, Family Medicine Physician
Lani Taylor, Board Administrator

I. CALL TO ORDER – R. Fisher

Mr. Fisher called the meeting to order at 1:17 p.m.

II. OPENING PRAYER & PLEDGE – A. MacDonald

Invocation given by Angela MacDonald.

III. BOARD CHAIR REPORT – R. Fisher

Summary: *Mr. Fisher recognized previous Board Member, Mr. Zim Zimmerman for his service as a member of the JPS Board of Managers. Following the recognition, Mr. Fisher welcomed our newest Board Member, Mr. Dustin Austin to the JPS Board of Managers and informed the Board that an updated Committee Roster will be provided to reflect changes to the members list.*

IV. SWEARING IN OF A NEW BOARD MEMBER

Mr. Fisher administered Mr. Austin's Oath of Office.

V. CITIZENS WISHING TO ADDRESS THE BOARD

There were no citizens present to address the Board.

VI. APPROVAL OF MINUTES

A. Approval of Board of Managers Meeting Minutes – April 11, 2024

Action: *Mr. Nguyen made a motion to approve the minutes from the April 11, 2024 Board of Managers Meeting, seconded by Ms. DeBose, motion passed unanimously.*

VII. CEO REPORT – K. Duncan

Summary: **Dr. Duncan highlighted the following –**

- *2024 Gallup Exceptional Workplace Award Employee Celebration – JPS hosted an employee celebration event to recognize its accomplishments and Dr. Duncan expressed gratitude to those who attended including special guests, Deborah Ferguson from NBC DFW 5, Commissioner Roy Brooks and our Board Members that were able to attend.*
- *Tarrant County Commissioners Court Resolution – JPS received a congratulatory resolution presented by Commissioner Brooks and the Tarrant County Commissioners Court on April 16, 2024 for being the winner of the 2024 Gallup Exception Workplace Award.*
- *City of Fort Worth Recognition – JPS and members of the Trauma and Emergency Department were recognized by Fort Worth Mayor, Mattie Parker and the Fort Worth Council at their meeting on April 23, 2024 for exemplary service to residents in Fort Worth, Tarrant County and in the North Texas region.*
- *United Way of Tarrant County Maternal Health Partnership – Team Birth is a partnership with United Way and JPS to improve communication and teamwork during labor and delivery.*
- *Nurses Week 2024 – JPS celebrated Nurses Week (May 6-10).*

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

A. Request for Approval of Medical Staff Appointments and Privileges

Action: *Mr. Davis made a motion to approve, seconded by Mr. Firestone, motion passed unanimously.*

B. Request for Approval of Delineation of Privileges Forms

1. Neurological Surgery

Action: *Ms. DeBose made a motion to approve, seconded by Ms. Arizola, motion passed unanimously.*

2. Family Medicine

Action: *Mr. Nguyen made a motion to approve, seconded by Ms. Arizola, motion passed unanimously.*

IX. COMMITTEE REPORTS AND ACTION

A. Finance, Planning and Investment Committee Meeting – April 25, 2024 – D.T. Nguyen

Summary: *Mr. Nguyen provided a high level overview of topics that were discussed at the April 25, 2024 Finance, Planning and Investment Committee Meeting.*

B. Governance Committee Meeting – April 25, 2024 – D.T. Nguyen

Summary: *Mr. Nguyen provided a high level overview of topics that were discussed at the April 25, 2024 Governance Committee Meeting.*

X. REPORTS AND UPDATES NOT REQUIRING BOARD ACTION(S) AND/OR APPROVAL

A. There are no reports and updates not requiring action/approval.

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

A. Approval of a Resolution on Behalf of the Tarrant County Hospital District Related to Matters Involving Funds Distributed by the Texas Opioid Abatement Fund Council

Action: *Mr. Davis made a motion to approve, seconded by Mr. Woodard, motion passed unanimously.*

XII. 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. Woodard made a motion to approve the items listed under Finance, Planning and Investment on the consent agenda, seconded by Mr. Firestone, motion passed unanimously.*

Mr. Woodard requested to pull items A-1 and A-2 listed under Governance on the consent agenda.

After further discussion, Mr. Nguyen made a motion to approve items A-1 and A-3 listed under Governance on the consent agenda as presented, seconded by Mr. Firestone, motion passed unanimously.

Mr. Nguyen made a motion to approve item A-2 listed under Governance on the consent agenda with the condition to add additional language as discussed, seconded by Mr. Petty, motion passed unanimously.

FINANCE, PLANNING AND INVESTMENT

- A. Approval of the March 2024 Unaudited Financial Report
- B. Approval of (1) Exemption to Bid and (2) Outside Medical Services Agreement between BTDI JV, LLP and Tarrant County Hospital District (998981) to Access PET Scans for Referred JPS Connection Patients. Total Contract Value - \$1,800,000 over possible 5-year contract (initial 3-year term with two, 1-year renewal options).
- C. Approval of the Professional Services Agreement between Vee Technologies, Inc. and Tarrant County Hospital District (1007730) to Provide Cash Acceleration Services on Low Dollar Receivable Accounts. Total Contract Value - \$1,022,013 total for the remaining 3-year renewal option period.
- D. Approval of Purchase Agreement between Smith & Nephew, Inc. and Tarrant County Hospital District (1208923) to Provide Leaf Sensors for Patients to Avoid Pressure Injuries. Total Contract Value - \$8,230,000 total cost over 5-year contract term (initial 3-year term with two, 1-year optional renewals).
- E. Approval of Pricing Agreement between Globus Medical North America Inc. and Tarrant County Hospital District (1200488) to Provide Quality Spinal Implant Products for Patients that are not Available from Other Contracted Vendors. Total Contract Value - \$4,660,000 total cost over 5-year contract term (initial 3-year term with two, 1-year renewal options).
- F. Approval of Pricing Notification Letter between Johnson & Johnson Health Care Systems Inc. and Tarrant County Hospital District (1200489) to Provide Quality Spinal Implant Products for Patients that are not Available from Other Contracted Vendors. Total Contract Value - \$1,390,000 total cost over 5-year contract term (initial 3-year term with two, 1-year renewal options).

- G. Approval of Pricing Agreement between Howmedica Osteonics Corp. and Tarrant County Hospital District (1200588) to Provide Quality Spinal Implant Products for Patients that are not Available from Other Contracted Vendors. Total Contract Value - \$2,780,000 total cost over 5-year contract term (initial 3-year term with two, 1-year renewal options).
- H. Approval of Vacant Property Contract to Sell 1422 E. Magnolia Avenue, Fort Worth, TX 76104 between Ruedas Property Investment LLC and Tarrant County Hospital District (1213240) to Reduce the Cost of Operations. Total Contract Value - \$53,000 in proceeds from the sale of the property will be added to the General Fund.
- I. Approval of the Construction Agreement between Hutcherson Construction, Inc. and Tarrant County Hospital District (1216629) to Provide General Contractor Services in Accordance with the Chemistry Analyzer Replacement Project. Total Contract Value - \$762,225 total spend over 1-year contract term.
- J. Approval of Reagent Rental Agreement Plan between Bio-Rad Laboratories, Inc. and Tarrant County Hospital District (1225099) to Allow the Laboratory to Continue Performing A1C tests at a Lower Cost from the Current Cost of Services. Total Contract Value - \$1,658,886.89 total spend over 5-year contract term.
- K. Approval of (1) Exemption to Bid and (2) Cheers Call Management and Cheers Campaign Software between Epic Systems Corporation and Tarrant County Hospital District (1219887) to Centralize Customer Service, Streamline and Automate the Process of Defining and Targeting Outreach Campaigns to Patients for Various Needs and Initiatives. Total Contract Value - \$790,721 total spend over 3-year contract term.

GOVERNANCE

- A. Approval of Tarrant County Hospital District (TCHD) Policies and/or Plans
 - 1. LD 1200 Code of Conduct & Business Ethics
 - 2. COM 9000 Corporate Compliance Program
 - 3. PVR 200 Employee Access to Personal Medical Records

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

Executive Session started at 2:30 p.m.

In addition to the matters posted for deliberation in executive (closed) session, the Board may from time to time during the meeting reconvene and meet in executive session to receive legal advice pursuant to Section 551.071 of the Texas Open Meetings Act regarding any matter included on this agenda.

- A. **Serve as Medical Peer Review Committee and/or Medical Committee Pursuant to Chapter 160 Texas Occupations Code, Section 161.031 et Seq. Texas Health and Safety Code, and/or Receipt of Report(s) from Medical Staff Executive Committee or other Medical Staff Committees, Texas Occupations Code, Texas Health and Safety Code, and/or Medical Committee(s)**

- B. **Deliberation Regarding the Purchase, Exchange, Lease, or Value of Real Property Pursuant to Section 551.072, Texas Open Meetings Act.**
- C. **Deliberations Involving Individuals' Medical or Psychiatric Records Pursuant to Section 551.078,.0785, Texas Open Meetings Act.**
- D. **Consultation with General Counsel to Receive Legal Advice on Pending/Contemplated Litigation and Other Matters under Subsections 1 and 2, Section 551.071, Texas Open Meetings Act.**

1. Legal Update – D. Walker

- E. **Deliberate Information Relating to a Proposed New Service or Product Line.**
- F. **Receive Records, Information and/or Reports from Compliance Officer Pursuant to Section 161.032(b)(2), Texas Health and Safety Code, Texas Open Meetings Act.**
- G. **Deliberation Pursuant to Section 551.074 of the Act Regarding Appointments, Evaluations, Contracts and Compensation of District's Personnel, Vice Presidents and its Other Upper Level Management Staff.**

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

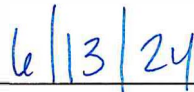
Open Session reconvened at 3:33 p.m.

XV. ADJOURN

There being no further business to discuss, the Board of Managers Meeting adjourned at 3:33 p.m.



Roger Fisher, Board Chair



Date