

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

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**JOINT BOARD OF MANAGERS AND
FINANCE, PLANNING AND INVESTMENT COMMITTEE MEETING
1:00 P.M. THURSDAY, NOVEMBER 14, 2024**

Meeting Minutes

The Tarrant County Hospital District (“District”) Joint Board of Managers and Finance, Planning and Investment Committee met on Thursday, November 14, 2024, with the following members present:

***FPI Committee Member**

Roger Fisher
Dorothy DeBose – Left at 1:30 p.m.
Margaret Holland, MD
*Rev. Ralph Emerson
Leonard Firestone
*Trent Petty
Blake Woodard
*Dustin Austin
*Steven Davis, M.D.
*Grant Fowler, M.D.
*Daniel Casey, M.D. (Alternate)

Absent:

Blake Woodard
*Tim Davis
*DT Nguyen
Amanda Arizola

Others Attending:

Karen Duncan, M.D., President, CEO
Daphne Walker, EVP, Chief Legal Officer
Jill Farrell, EVP, COO
Colin Werenka, SVP, Chief Compliance Officer
Joy Parker, SVP, Chief Operations Officer
Shannon Fletcher, SVP, Chief of Staff/Executive Affairs
William Showalter, SVP, Chief Information Officer
Sudhakar Karlapudi, MBBS, MBA, EVP, CMO

Continued: Ashlea Quinonez, VP, Government Relations
Ashley Ridgeway-Washington, SVP, Chief Human Resources Officer
Rory McCrady, SVP, Interim CFO
Phyllis Chambers, SVP, Chief Nursing Officer
Leah King, President of JPS Foundation
Dawn Fernald, VP, Communications
Zelia Baugh, EVP, Behavioral Health
Cameron Geertsema, Broaddus/Levis
Ramon Guajardo, Ramel
Lani Taylor, Legal Operations Manager
Ashley Sanchez, Board Coordinator

I. CALL TO ORDER – R. Fisher

Mr. Fisher called the meeting to order at 1:00 p.m.

II. OPENING PRAYER & PLEDGE – A. MacDonald

Invocation given by Angela MacDonald.

III. CITIZENS WISHING TO ADDRESS THE BOARD

There were no citizens wishing to address the Board.

IV. APPROVAL OF MINUTES

- A. Approval of Joint Board of Managers and Finance, Planning & Investment Committee Meeting Minutes – September 26, 2024

Action: *Ms. DeBose made a motion to approve the minutes from the September 26, 2024 Joint Board of Managers and Finance, Planning and Investment Committee Meeting, seconded by Reverend Emerson, motion passed unanimously.*

- B. Approval of Board of Managers Meeting Minutes – October 10, 2024

Action: *Reverend Emerson made a motion to approve the minutes from the October 10, 2024 Board of Managers Meeting, seconded by Ms. DeBose, motion passed unanimously.*

V. BOARD CHAIR REPORT – R. Fisher

Summary: *Roger Fisher highlighted the following-*

- *White Coat Gala – October 19, 2024.*
- *Thrive on Crawford Groundbreaking – October 23, 2024.*
- *State of the City Address – October 24, 2024.*
- *Joint Commission Survey – Recognition to all JPS staff for their valuable work in making JPS “Always Ready”.*

VI. CEO REPORT – K. Duncan

Summary: *Dr. Duncan highlighted the following-*

- *Introduction to Dawn Fernald, Vice President of Communications.*
- *Introduction to Leah King, President of JPS Foundation.*
- *Veterans Day Breakfast – November 8, 2024.*
- *Med Staff/Advanced Practice Provider Event – November 9, 2024.*
- *“Popping with Pride” – November 13, 2024.*
- *Thank you JPS teams for a successful Joint Commission triennial survey.*

VII. 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: *Reverend Emerson made a motion to approve, seconded by Mr. Firestone, motion passed unanimously.*

B. Request for Approval of Delineation of Privileges Forms

1. Advanced Practice Provider – Family Medicine (FM)/ Community Medicine (CM)
2. Advanced Practice Provider – Surgery

Summary: *No action taken. Section VII., Items B 1-2 (Family Medicine and Surgery) will be presented at the next Board of Managers meeting.*

VIII. COMMITTEE REPORTS AND ACTION

A. Nominating Committee Meeting – November 7, 2024 – Trent Petty

Summary: *Mr. Petty shared that the Nominating Committee met to satisfy the annual requirement as stated in the Board of Managers Bylaws. The Committee received an overview of it's role and responsibilities.*

B. Quality and Patient Safety Committee Meeting – November 11, 2024 – Dr. Holland

Summary: *Dr. Holland provided a high level overview of topics that were covered in the Quality and Patient Safety Committee Meeting on November 11, 2024.*

IX. REPORTS/UPDATES NOT REQUIRING BOARD ACTION(S)

- A. Master Facility Plan Construction Project Update – J. Farrell/R. McCrady/C. Geertsema (Broaddus/Levis)/R. Guajardo (Ramel)

Summary: *The Board received an update on construction projects related to the Master Facility Plan.*

X. CONSIDER MATTERS REQUIRING BOARD ACTION(S) AND/OR APPROVAL

- A. CFO Update and Consider Approval of September 2024 Unaudited Financial Report – R. McCrady

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

- B. Consider Approval of Amendment to Participating Provider Agreement between Wellpoint Texas, Inc. and Tarrant County Hospital District (1238467) – R. McCrady

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

- C. Consider Approval of Amendment to Participating Provider Agreement between Wellpoint Texas, Inc and Acclaim Physician Group (1269451) – R. McCrady

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

- D. Consider Approval of Second Amendment to the Behavioral Health Network Group Participation Agreement between United Behavioral Health, Inc. and Acclaim Physician Group, Inc. (1124565) – R. McCrady

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

- E. Consider Approval of (1) Exemption to Bid and (2) Purchase Agreement between Boston Scientific Corporation and Tarrant County Hospital District (1251879) – R. McCrady/P. Chambers

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

- F. Consider Approval of Purchase and Consignment Agreement between PolyNovo LLC and Tarrant County Hospital District (1259973) – R. McCrady/P. Chambers

Action: *Mr. Petty made a motion to approve, seconded by Reverend Emerson, motion passed unanimously.*

- G. Consider Approval of Purchase and Consignment Agreement between Smith and Nephew, Inc. and Tarrant County Hospital District (1257006) – R. McCrady/P. Chambers

Action: *Dr. Casey made a motion to approve, seconded by Reverend Emerson, motion passed unanimously.*

H. Consider Approval of Professional Services Agreement for Dental Benefits between Cigna Health and Life Insurance Company and Tarrant County Hospital District (1268340) – A. Ridgeway-Washington

Action: *Reverend Emerson made a motion to approve, seconded by Dr. Davis, motion passed unanimously.*

I. Consider Approval of Professional Services Agreement for Administrative Services between Cigna Health and Life Insurance Company and Tarrant County Hospital District (1261092) – A. Ridgeway-Washington

Action: *Reverend Emerson made a motion to approve, seconded by Mr. Austin, motion passed unanimously.*

J. Consider Approval of Professional Services Agreement for Pharmacy Benefit Management between Cigna Health and Life Insurance Company and Tarrant County Hospital District (1261450) – A. Ridgeway-Washington

Action: *Reverend Emerson made a motion to approve, seconded by Mr. Austin, motion passed unanimously.*

K. Consider Approval of a Dental Office Lease between Bravo Dental, PLLC and Tarrant County Hospital District (1242516) – J. Parker

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

L. Consider Approval of a Professional Services Agreement between Bravo Dental, PLLC and Tarrant County Hospital District (1252465) – J. Parker

Action: *Dr. Casey made a motion to approve, seconded by Reverend Emerson, motion passed unanimously.*

M. Consider Approval of Purchase and Sale Agreement between Group 1 Realty, Inc. and Tarrant County Hospital District (1264798) – J. Parker

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

N. Consider Approval of Guaranteed Maximum Price (GMP) for JPS Pavilion Security Upgrade between Hutcherson Construction, Inc. and Tarrant County Hospital District (1257362) – J. Parker

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

O. Consider Approval of Lease Agreement between Oral & Maxillofacial Network, P.L.L.C and Tarrant County Hospital District (1269388) – J. Parker

Action: *Mr. Petty made a motion to approve, seconded by Dr. Casey, motion passed unanimously.*

P. Consider Approval of Master Products and Services Agreement between General Datatech, L.P. and Tarrant County Hospital District (1271748) – W. Showalter

Action: *Dr. Davis made a motion to approve, seconded by Reverend Emerson, motion passed unanimously.*

Q. Consider Approval of Professional Services Agreement between Impact Advisors, LLC and Tarrant County Hospital District (1234508) – W. Showalter

Action: *Dr. Davis made a motion to approve, seconded by Reverend Emerson, motion passed unanimously.*

R. Consider Approval of DIR Contract No. DIR-CPO-503 between Cornerstone OnDemand, Inc. and Tarrant County Hospital District (1251238) – W. Showalter

Action: *Dr. Davis made a motion to approve, seconded by Dr. Casey, motion passed unanimously.*

S. Consider Approval of (1) Exemption to Bid and (2) Outside Medical Services Agreement between Millwood Hospital, LP and Tarrant County Hospital District (1258617) – Z. Baugh

Action: *Mr. Petty made a motion to approve, seconded by Dr. Casey, 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. Austin made a motion to approve the consent agenda, seconded by Reverend Emerson, motion passed unanimously.*

QUALITY & PATIENT SAFETY

A. Approval of Tarrant County Hospital District (TCHD) Policies and/or Plans

1. QA 1000 Quality Assessment Performance Improvement Plan Policy
2. MM 600 Medication Diversion Prevention Policy
3. NPSG 900 Sentinel Event Policy
4. NPSG 901 Sentinel Event Procedure

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

Executive Session started at 3:00 p.m.

In addition to the matters posted for deliberation in executive (closed) session, the Committee may from time to time during the meeting reconvene 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 Committees**
- B. **Deliberation Involving Individuals' Medical or Psychiatric Records Pursuant to Section 551.078, .0785, Texas Open Meetings Act.**
- C. **Deliberation Regarding the Purchase, Exchange, Lease, or Value of Real Property Pursuant to Section 551.072, Texas Open Meetings Act.**
- D. **Deliberate Information Relating to a Proposed New Service or Product Lines.**
- E. **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
- 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.**
- H. **Deliberations Regarding Security Devices or Security Audits Pursuant to Sections 551.076 and 551.089, Texas Open Meetings Act.**
- I. **Deliberation Regarding Economic Development Negotiations Pursuant to Section 551.087, Texas Open Meetings Act.**

XIII. 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., E., F., G., H., and I.

Open session reconvened at 3:14 p.m.

XIV. ADJOURN

There being no further business to discuss, the Joint Board of Managers and Finance, Planning and Investment Committee meeting adjourned at 3:14 p.m.



 Roger Fisher, Board Chair

12-12-24

 Date