

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, AUGUST 22, 2024

Meeting Minutes

The Tarrant County Hospital District ("District") Joint Board of Managers and Finance, Planning and Investment Committee met Thursday, August 22, 2024, with the following members present:

***FPI Committee Member**

Roger Fisher, Board Chair
Amanda Arizola, Board Vice Chair
*Trent Petty, Board Member/Committee Chair
*DT Nguyen, Board Member/ Committee Vice Chair
Dorothy DeBose, Board Member
*Tim Davis, Board Member
*Rev. Emerson, Board Member
Margaret Holland, M.D., Board Member
Leonard Firestone, Board Member
*Dustin Austin, Board Member
*Trent Petty, Board Member
Blake Woodard, Board Member
*Steve Davis, M.D., Committee Member
*Grant Fowler, M.D., Committee Member

Others Attending:

Karen Duncan, M.D., President and Chief Executive Officer
Daphne Walker, EVP, Chief Legal Officer
Rory McCrady, SVP, Interim CFO
Sudhakar Karlapudi, MBBS, MBA, EVP, Chief Medical Officer
Jill Farrell, EVP, Chief Operations Officer
Phyllis Chambers, SVP, Chief Nursing Officer
Zelia Baugh, EVP, Behavioral Health
Colin Werenka, SVP, Chief Compliance Officer
Will Showalter, SVP, Chief Information Officer
Shannon Fletcher, VP, Chief of Staff

Others Attending (Continued): Nadia Alawi-Kakomanolis, M.D., VP, Clinical Operations
Joy Parker, SVP, Operations
Ashlea Quinonez, VP, Government Relations
Ashley Ridgeway-Washington, SVP, Chief HR Officer
Lani Taylor, Legal Operations Manager
Ashley Sanchez, Board Coordinator

I. WELCOME AND CALL TO ORDER OF JOINT BOARD OF MANAGERS AND FINANCE, PLANNING AND INVESTMENT COMMITTEE MEETING

Mr. Fisher called the meeting to order at 1:10 p.m.

II. CITIZENS WISHING TO ADDRESS THE BOARD

There were no citizens present to address the Board.

III. APPROVAL OF MINUTES

A. Approval of Board of Managers Budget Retreat Minutes – July 10, 2024

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

B. Approval of Board of Managers Meeting Minutes – July 11, 2024

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

C. Approval of Finance, Planning & Investment Committee Meeting Minutes – July 25, 2024

Action: *Mr. Nguyen made a motion to approve the minutes from the July 25, 2024 Finance, Planning and Investment Committee meeting, seconded by Ms. DeBose, motion passed unanimously.*

IV. BOARD CHAIR REPORT – R. Fisher

Summary: *Roger Fisher highlighted the following-*

- *22 JPS employees were recognized in the John Peter Smith Excellence Awards.*
- *White Coat Gala will be held October 19, 2024.*
- *6Stones will be holding their Grand Opening on September 10, 2024.*
- *Commissioners Court will formally adopt tax rate and JPS Health Network Budget on September 17, 2024.*
- *Addition of new Ad Hoc Financial Strategy Committee.*

V. CEO REPORT – K. Duncan

Summary: *Dr. Duncan highlighted the following-*

- *JPS Excellence Awards - John Peter Smith Excellence Award recognizes and awards JPS teammates who exemplify the JPS values.*
- *Annual Employee Engagement – JPS Health Network is currently at over 70% participation for the Annual Engagement Survey.*

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

A. Request for Approval of Medical Staff Appointments and Privileges

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

B. Request for Approval of the 2024 Resolution of Commitment to Level 1 Trauma Program

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

VII. COMMITTEE REPORTS AND ACTION

A. Finance, Planning and Investment Committee Meeting – July 25, 2024 – T. Petty

Summary: *Mr. Petty provided a high level overview of topics that were covered in the Finance, Planning and Investment Committee Meeting on July 25, 2024.*

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

A. JPS Foundation Board Update – A. Arizola

Summary: *Ms. Arizola provided a high level overview of topics that were covered in the JPS Foundation Board Meetings on May 22, 2024 and July 24, 2024.*

IX. MATTERS REQUIRING ACTION(S) AND/OR APPROVAL

A. Consider Approval of July 2024 Unaudited Financial Report – R. McCrady

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

B. Consider Approval of Annual; Contribution to JPS Pension Plan for Year October 1, 2023 to September 30, 2024 – R. McCrady

Action: *Mr. Woodard made a motion to approve, seconded by Mr. Nguyen, Ms. DeBose abstained, motion passed.*

- C. Consider Approval of Pricing Agreement between Medtronic USA, Inc and Tarrant County Hospital District (124555) – R. McCrady

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

- D. Consider Approval of Pricing Agreement between Abbott Laboratories and Tarrant County Hospital District (1238480) – R. McCrady

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

- E. Consider Approval of Master Services Agreement between CareHarmony, Inc. and Acclaim Physician Group, Inc. (1253030) – R. McCrady/N. Alawi-Kakomanolis

Action: *Reverend Emerson made a motion to approve, seconded by Ms. Arizola, motion passed 10 votes in favor and 1 against.*

- F. Consider Approval of (1) Exemption to Bid and (2) Transfusion Services Management Agreement between Carter BloodCare and Tarrant County Hospital District (1235704) – J. Parker

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

- G. Consider Approval of (1) Exemption to Bid and (2) Purchase Agreement between Polymedco Cancer Diagnostic Products, LLC and Tarrant County Hospital District (1250161) – J. Parker

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

- H. Consider Approval of RLS Radiopharmaceuticals Vizient Letter of Commitment between RLS USA Inc. and Tarrant County Hospital District (1235684) – J. Parker

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

- I. Consider Approval of (1) Exemption to Bid and (2) First Amendment to Temporary Nursing Staffing Agreement between Cross Country Staffing, Inc. and Tarrant County Hospital District (1239324) – A. Ridgeway-Washington

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

- J. Consider Approval of Addendum to DIR Contract #DIR-CRO-4462 with the State of Texas, acting by and through the Department of Information Resources between Prescriptive Data Solutions, LLC and Tarrant County Hospital District (1241963) – W. Showalter

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

X. 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: *Reverend Emerson made a motion to approve the consent agenda, seconded by Ms. DeBose, motion passed unanimously.*

FINANCE, PLANNING AND INVESTMENT

- A. Approval of June 2024 Unaudited Financial Report
- B. Approval of the Mutual Amendment between Molina Healthcare of Texas, Inc. and Tarrant County Hospital District (1238379) to Continue Quality Care for Molina Healthcare Patients at JPS and Remain in Network for Medicaid, Medicare and Commercial Plans.
- C. Approval of the Hospital Services Agreement between Wellmed Network, Inc. and Tarrant County Hospital District (1056465) to Receive Additional Reimbursement for Services Provided for Wellmed Members Including Humana Medicare Members.
- D. Approval of the Professional Services Agreement between Ramel Company, LLC and Tarrant County Hospital District (1251434) to Provide an Owner's Representative and Advisor for Construction Management Services under the JPS Master Facilities Plan Program. Total Contract Value - \$2,094,288 total cost over possible 5-year term (initial 3-year term with two, 1-year renewal options).
- E. Approval of the Professional Service Agreement between Orkin, LLC and Tarrant County Hospital District (1234909) to Provide Preventative Maintenance and Infection Control Measures Across the Network. Total Contract Value - \$1,002,000 total spent over possible 5-year contract term (initial 3-year term with two, 1-year renewal options).
- F. Approval of Additional Spend for the Services Agreement between Language Line Services, Inc. and Tarrant County Hospital District (891091) to Continue to Operate as the Primary Vendor for Supplemental Video Remote or Telephonic Interpreter Services. Total Contract Value - \$3,870,000 total cost for the remaining 9 months of the contract.

XI. MASTER FACILITY PLAN UPDATE

- A. Executive Steering Committee Report – J. Farrell/C. Geertsema (Broaddus/Levis)/ R. Guajardo (Ramel)

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

The Board took a break at 3:27 p.m.

The Board reconvened at 3:32 p.m.

XII. ACTION REGARDING FISCAL YEAR 2025 BUDGET

- A. Consider Approval of the Fiscal Year 2025 Budget – R. McCrady

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

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

Executive Session started at 5:10 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. **Litigation Update**
 - 2. **Insurance Estimates**
- 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.**

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 5:34 p.m.

Action: *Ms. DeBose made a motion to approve item XIII, E-2, Insurance Estimates, as presented in the Executive Session, seconded by Mr. Woodard, motion passed unanimously.*

XV. ADJOURN

There being no further business to discuss, the Joint Board of Managers and Finance, Planning and Investment Committee meeting adjourned at 5:37 p.m.



Roger Fisher, Board Chair

09-12-2024
Date