

**TARRANT COUNTY HOSPITAL DISTRICT (TCHD)
d/b/a JPS HEALTH NETWORK
1500 S. MAIN STREET
FT. WORTH, TX 76104
AUDITORIUMS – 3RD FLOOR OUTPATIENT BUILDING**

**JOINT GOVERNANCE COMMITTEE MEETING AND BOARD OF MANAGERS MEETING
12:00 PM THURSDAY, February 23, 2017**

Meeting Minutes

The Joint TCHD Board of Managers and Governance Committee met Thursday, February 23, 2017 in the auditoriums of the JPS Health Network Outpatient Building, 1500 S. Main Street, Fort Worth, Texas 76196. The following Board members were present:

Committee:	Roger Fisher, Committee Chair Ralph Emerson, Committee member Dorothy DeBose, Committee member Steve Montgomery, Board member Charles Webber, M.D., Board Secretary Rex Hyer, M.D., Committee member Charles Powell, Board Chair
Members Absent:	D.T. Nguyen, Committee member
Others Attending:	Robert Earley, President and Chief Executive Officer Ron Skillens, Senior Vice President, Enterprise Risk Management and Chief Compliance Officer Bill Whitman, Executive Vice President, Chief Operating Officer Scott Rule, Vice President, Chief of Staff Sharon Clark, Executive Vice President, Chief Financial Officer Melinda Costin, Senior Vice President, Chief Information Officer Merianne Roth, Vice President, Chief Strategic Officer J.R. Labbe, Vice President, Communications and Community Affairs Pia Walker, Interim Vice President, Human Resources Dianna Prachyl, Senior Vice President, Community Health and Chief Operating Officer, Acclaim Wanda Peebles, Senior Vice President, Chief Nursing Officer Dr. Tricia Elliott, Vice President, Academic Affairs Dr. James Johnson, President and Chief Medical Officer, Acclaim Michelle Atkins, Chief Audit Executive Nicole Shoquist, Director, Outpatient Pharmacy Neal Adams, General Counsel Gabriella Trevino, Administrative Fellow Robert Davis, Information Security Analyst Jeni McGarry, Precinct Administrator, Precinct 2 April Nash, Recording Secretary

I. CALL TO ORDER

The meeting of the Joint Board of Managers and Governance Committee meeting was called to order at 12:15 P.M. by Committee Chair, Roger Fisher II.

II. CITIZENS WISHING TO ADDRESS THE COMMITTEE

There were no citizens signed in to speak.

III. APPROVAL OF MINUTES – November 17, 2016**Action:**

Dorothy DeBose made a motion to approve the November 17, 2016 Governance Committee minutes. Charles Webber seconded motion. The minutes were approved unanimously.

IV. COMMITTEE CHAIR REPORT – R. Fisher

Mr. Fisher stated that he was surprised and pleased to be asked to chair the Governance Committee, and that he would do his best to be of service to JPS and the community.

V. CONSIDER GOVERNANCE COMMITTEE REPORTS/UPDATES FOR DISCUSSION AND/OR COMMITTEE ACTION**A. ERM Update – R. Skillens, Dr. Frank Rosinia, and Dr. James Johnson****1. ERM Update****Summary:**

Ron Skillens informed the Board that the executive team is beginning to incorporate enterprise risk management, structure and language into its normal routine as members address both initiatives and risk in their respective areas. Of the Top 10 ERM risks, Clinical Quality and Physician Engagement have undergone the executive ownership process. Both Drs. Rosinia and Johnson have communicated the most pressing concerns, and the highest priority projects to providers and staff throughout the district.

Dr. Frank Rosinia addressed board members and introduced them to the "Clinical Quality Risk Profile Summary." He views this document as a lens through which to look at his areas of responsibility. As the highest rated risk in clinical quality, clinical documentation, "will gain traction this year with new leadership and infrastructure." The software, "Pascal Metrics," documents medical errors and helps to prevent patient harm from occurring. Dr. Rosinia said he expects improvements in resident supervision under new leadership with Dr. Elliott.

Ms. DeBose raised the issue of the district's patient population. She would like to see more information about how risk management efforts directly impact patient population in the future.

Dr. James Johnson then spoke to the physician engagement risk summary. Dr. Johnson was enthusiastic about physician participation in the TCU Physician leadership program and the JPS Leadership Development Institute. There was robust discussion among board members around efforts to retain physicians.

B. Compliance Program Report(s)/Update(s) – R. Skillens and E. Lee

1. Key Compliance Headlines and Activities

Summary:

Mr. Skillens reported on action taken by the Office of the Inspector General. Children's Medical of Dallas was fined \$3.4 million based on its noncompliance with HIPAA rules. The OIG found that Children's administration knew of its lack of effective controls on digital devices as early as 2009 but did not take timely action based on repeat electronic breaches in the next few years.

Mr. Skillens used this opportunity to remind the board of the Airwatch encryption initiative for electronic devices with access to district information. Ms. Erma Lee reinforced the importance of making sure there are no gaps in the Airwatch security and that as a control, it is working properly.

Dr. Charles Webber asked how residents and their personal mobile devices are handled.

Ms. Lee said access is controlled, not individual devices. As such, Airwatch is able to control access to our systems no matter what the device is. Additionally residents are required to complete our annual compliance and privacy training, which keeps them informed about our privacy policies. Academic Affairs and IT have a special system tracking resident rotations and deactivation is generated proactively. Additionally, 90 days of inactivity also generates deactivation.

Ms. Lee informed the board of the results of a peer-review conflict-of-interest study JPS conducted in tandem with Ochsner Health System. JPS is using many of the best practices used to track conflicts of interest, with the exception of a standing committee that handles conflicts as they occur. Processes are being developed to send these to the Compliance Committee as they occur.

Ms. Lee reviewed the compliance dashboard with board members. She clarified that the "Infraction Data" and "Management awareness" fields are generated by those reporting issues to Compliance. This information is used by compliance in several ways, including making management aware of issues occurring in their areas they may not already know about.

C. Internal Audit Report(s)/Update(s) – R. Skillens and M. Atkins

1. Risk Highlights - Pharmacy Review
Summary:

Ms. Michelle Atkins stated that going forward she will headline the risks to JPS that inspire the audits being performed. Ms. Atkins highlighted relevant risks and facts about prescription drugs and the consequences of drug diversion. She stated the importance of having a culture of educating, monitoring, and enforcing the importance of individual responsibility on this issue.

VI. CONSIDER MATTERS REQUIRING COMMITTEE ACTION:

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

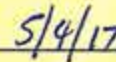
VIII. RECONVENE IN OPEN SESSION FOR DELIBERATION(S) AND/OR ACTION(S) DEEMED NECESSARY REGARDING ANY MATTER LISTED ON THE CLOSED SESSION AGENDA, PARAGRAPHS VII. A., B., C., D. E. AND F.

IX. ADJOURN

There being no further business, the meeting adjourned at 1:26 P.M.



Chair, Governance Committee



Date