

**TARRANT COUNTY HOSPITAL DISTRICT (TCHD)
d/b/a JPS HEALTH NETWORK**

**JPS Health Network
1500 S. Main Street, Fort Worth, TX 76104
3rd Floor Outpatient Conference Rooms**

Board of Managers Meeting

Thursday, February 13, 2020

Meeting Minutes

The Tarrant County Hospital District ("District") Board of Managers met Thursday, February 13, 2020 JPS Health Network, 1500 S. Main Street, 3rd Floor Outpatient Conference Rooms with the following members present:

Charles Webber, M.D., Board Chair
Dorothy DeBose, Board Vice Chair – arrived at 9:04am
Roger Fisher, Board Secretary – arrived at 11:20am
Charlie Powell, Board Immediate Past Chair
Amanda Arizola
Rev. Ralph Emerson – arrived at 9:20am
D.T. Nguyen – arrived at 9:10am
Steve Montgomery
Trent Petty
Steven Simmons, D.O. – arrived at 12:38pm
Zim Zimmerman

Board Members Absent:

Others Attending:

Robert Earley, President, Chief Executive Officer
Karen Duncan, M.D., Executive Vice President, Chief Operating Officer
Sharon Clark, Senior Executive Vice President, Chief Financial Officer
Zelia Baugh, Executive Vice President, Behavioral Health
Diana Brodeur, Vice President, Communications
Tricia Elliott, M.D., Senior Vice President, Medical Academic and Research Affairs, Chief Academic Officer
Michelle Green-Ford, Vice President, Diversity & Inclusion Chief Diversity Officer
Timothy Kremer, M.D., Senior Vice President, Chief Physician Engagement Officer
David Mendenhall, Vice President, Chief Technology Officer
Trudy Sanders, Vice President, Patient Care Services
Ron Skillens, Senior Vice President, Enterprise Risk Management, Chief Compliance Officer
Neal Adams, General Counsel
Suzanne Barnes, Recording Secretary

- I. **CALL TO ORDER** – Dr. Webber called to order at 9:01am
- II. **OPENING PRAYER & PLEDGE** – LeeAnn Franklin gave the Invocation

III. **CITIZENS WISHING TO ADDRESS THE BOARD**

Summary: No citizens addressed the board

IV. **APPROVAL OF MINUTES**

A. Board of Managers Nominating Committee Minutes – October 21, 2019

Action: Mr. Montgomery motioned to approve the October 21, 2019 minutes, seconded by Mr. Petty, motion passed unanimously.

B. Board of Managers – November 14, 2019

Action: Mr. Petty motioned to approve the November 14, 2019 minutes, seconded by Ms. Arizola, motion passed unanimously.

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

A. Discussion, Review and Consider Recommendation to Commissioner’s Court of the Responses to the Request for Proposal (RFP) for Implementation of the Program Management Services for the 2018 TCHD Bond Program – T. Petty/R. Earley

Summary: Mr. Petty stated that that these presentations are not in any particular order and there are no set questions that the board has to present to the firms.

All presentations are part of the board recording and may be viewed at the JPS public website.

AECOM gave their presentation with the following highlighted areas:

- AECOM Team Overview and Introductions
- Subconsultant Specialists
- The JPS Program IPMO
- Initial Program Management Services
- Continuing Program Management Services
- Innovations
- Our Value to JPS

The board took a brief break at 10:34am and reconvened at 10:47am

Petra gave their presentation with the following highlighted areas:

- Our Understanding of JPS
- Creating Better Plans
- Financial Planning
- Process
- Creating HUB Opportunities
- Community

The board took a brief break at 11:58am and reconvened at 12:41pm

The board reconvened in Executive Session at 12:42pm

The board reconvened in Open Session at 12:54pm

Action: Mr. Petty motioned to submit all 8 RFP's to the Tarrant County Commissioner's Court, seconded by Mr. Nguyen. Mr. Powell abstained from the motion

B. Consider Approval of the appointment of JR Labbe to represent Tarrant County Hospital District
for the Azle TIRZ 1 Board – R. Earley

Action: Mr. Powell motioned to approve the appointment of JR Labbe to represent Tarrant County Hospital District for the Azle TIRZ 1 Board, seconded by Ms. DeBose motioned passed unanimously.

C. Consider Approval of Amendment to Exhibit A of Resolution passed by the Board of Managers at Its Meeting on December 12, 2019 to set the mandatory provider participation payments and to determine how the revenue from those payments is to be spent under the Tarrant County Provider Participation Program – S. Clark / N. Adams

Action: Rev. Emerson motioned to approve the Amendment to Exhibit A of Resolution passed by the Board of Managers at Its Meeting on December 12, 2019 to set the mandatory provider participation payments and to determine how the revenue from those payments is to be spent under the Tarrant County Provider Participation Program, seconded by Mr. Fisher motioned passed unanimously.

D. Consider Approval of RI 4000 Patient Transportation Assistance (Non-Emergency) – Z. Baugh

Action: Mr. Montgomery motioned to approve the RI 4000 Patient Transportation Assistance (Non-Emergency), seconded by Ms. DeBose motioned passed unanimously.

E. Retirement Benefits – S. Clark / P. Walker

Action: Tabled to discuss in executive session

F. Consider Approval of the 2020 Amended Board Committee Calendar – C. Webber

Action: Mr. Fisher motioned to approve the 2020 Amended Board Committee Calendar, seconded by Mr. Powell motioned passed unanimously.

G. Discussion of Legal Services Provided to Tarrant County Hospital District d/b/a JPS Health Network – T. Petty/R. Montoya

Summary: Mr. Powell reminded the board that an Ad Hoc committee was put in place to review Legal Services.

Regina Montoya, Legal Consultant gave a brief overview of her report on Legal Services. She stated that the Board of Managers engaged her to prepare a report to be delivered to the Ad Hoc Committee on Legal Services analyzing and summarizing the cost of legal services provided to JPS in the last years by Adams, Lynch & Loftin, P.C., its General Counsel, the Criminal District Attorney of Tarrant County, Texas and its current in-house legal counsel and outside retained counsel. The Ad Hoc committee asked that the report include a summary analysis of the method of delivery of legal services provided to other large Texas not-for-profit healthcare systems. In addition, the Ad Hoc committee asked that the report include an analysis of the best practices for the delivery of legal services to not-for-profit healthcare systems and to provide recommendations to ensure that JPS receives outstanding legal representation in a cost-effective and efficient manner.

VI. BOARD CHAIR REPORT

Summary: Dr. Webber reported on the following:

- Healthcare Changes

VII. CEO REPORT

Summary: Mr. Earley updated the Board on the following:

- Hunger Not Impossible Pilot Program

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

A. Consider Approval of the Gastroenterology Delineation of Privileges Addition of Hemorrhoidal Band

Action: Dr. Hurd motioned to approve the Gastroenterology Delineation of Privileges Addition of Hemorrhoidal Band, seconded by Mr. Powell motioned passed unanimously.

B. Consider Approval of the Nurse Practitioner (NP) Delineation of Privileges of Hemorrhoidal Band

Action: Dr. Hurd motioned to approve the Nurse Practitioner (NP) Delineation of Privileges of Hemorrhoidal Band, seconded by Ms. DeBose motioned passed unanimously.

C. Consider Approval of Physician Assistant (PA) Delineation of Privileges Addition of Hemorrhoidal Band

Action: Dr. Hurd motioned to approve the Physician Assistant (PA) Delineation of Privileges Addition Hemorrhoidal Band, seconded by Ms. DeBose motioned passed unanimously.

IX. REPORT FROM ACCLAIM PHYSICIAN GROUP, INC, REQUIRING DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL – Dr. Hochberg

Summary: Dr. Hochberg updated the Board on the following:

- Thanked Mr. Powell for his time on the Acclaim Executive Committee
- Two new Sr. Physician Executives
 - Dr. Richard Miller – Surgery Service Line
 - Dr. Roopina Sangha – Women Service line
- Acclaim Organizational Goals

X. COMMITTEE REPORTS AND ACTION

A. Special Called Governance Committee/ or Action – R. Fisher, Chair
Thursday, January 9, 2020

B. Quality Committee/or Action – C. Webber, Chair
Thursday, January 9, 2020

C. Planning Committee/or Action – T. Petty, Chair
Thursday, January 9, 2020

D. Finance Committee/or Action – S. Montgomery, Chair
Thursday, January 23, 2020

1. Financial Summary Report – S. Clark

E. Human Resources Committee/ or Action – D. DeBose, Chair
Thursday, January 23, 2020

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: Rev. Emerson motioned to approve the Consent Agenda, seconded by Mr. Powell motioned passed unanimously.

- A.** Consider Approval of the 2020 QAPI Plan – G. Stephenson
- B.** Consider Approval of the TCHD Policy MM 100 Pharmacy Operations – K. Carr
- C.** Consider Approval of the TCHD Policy PC 1500 Nutritional Assessment and Dietary Needs – W. Peebles
- D.** Consider Approval of the TCHD Policy OCR 1000 Financial Conflict of Interest in Human Research – T. Elliott
- E.** Consider Approval of the TCHD Policy OCR 1200 Research Integrity: Auditing and Monitoring – T. Elliott
- F.** Consider Approval of the TCHD Policy RI 700 Bereavement Services – L. Burnside
- G.** Consider Acceptance of November 2019 Unaudited Financial Report – S. Clark
- H.** Consider Acceptance of December 2019 Unaudited Financial Report – S. Clark
- I.** Consider Approval of LDF 7300 Discount For The Uninsured Patient Policy – S. Clark/
R. McCrady
- J.** Consider Approval of Professional Services Agreement between AGS Health, LLC and Tarrant County Hospital District d/b/a JPS Health Network (732506) – R. McCrady
- K.** Consider Approval of Eligibility and Enrollment Professional Services Agreement between Resource Corporation of America & Recovery of Texas, LLC and Tarrant County Hospital District d/b/a JPS Health Network (774509) – R. McCrady
- L.** Consider Approval of Eligibility and Enrollment Professional Services Agreement between Med-Data, Incorporated and Tarrant County Hospital District d/b/a JPS Health Network (774517) – R. McCrady
- M.** Consider Approval of First Amendment to the Professional Services Agreement between Symphony Talent, LLC and Tarrant County Hospital District d/b/a JPS Health Network (731825) – P. Walker
- N.** Consider Approval of Uber Health Dashboard Terms and Conditions between Uber Health, LLC and Tarrant County Hospital District d/b/a JPS Health Network (725384) – Z. Baugh
- O.** Consider Approval of Customer Order 1000130202 (Pyxis Supply 9 to Supply 11 upgrade) between CareFusion Solutions, LLC and Tarrant County Hospital District d/b/a JPS Health Network (780037) – K. Carr
- P.** Consider Approval of Purchase and Payment Agreement between Netsync Network Solutions, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (728230) – D. Mendenhall

- Q. Pursuant to JPS Purchasing Procedure LDF 7201 Section VIII, A.7., consider (1) granting an exemption to competitive bidding for purchase of goods and services which competition is precluded because of the existence of patents, copyrights, secret processes, or monopolies, or captive replacement parts or components for equipment, or other exemptions under Tex. Gov't. Code §262.024(a)(7); and (2) approval of the Addendum I to the Midas+ Statit Physician Profile & Review Agreement between Conduent Care Management, Inc. f/k/a MidasPlus, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (732004) – D. Mendenhall
- R. Consider Approval of the FY20 Annual Incentive Plan Goals (AIP) – K. Duncan
- S. Consider Approval of the FY20 Long Term Incentive Plan Goals (LTIP) – K. Duncan
- T. Consider Approval of Acclaim participation in an Extended Physician Network with the Southwestern Health Resources Physician Network and Nextgen Accountable Care Organization – D. Prachyl

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

- A. Report of Contracts Negotiated on behalf of Tarrant County Hospital District d/b/a JPS Health Network that are under \$500,000 for the previous month - N. Adams

Summary: Mr. Adams reported 26 contracts under \$500,000.

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

The Board took a brief break at 2:03pm and reconvened in Executive Session at 2:15pm

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

The Board reconvened in Open Session at 5:21pm

- A. **Summary:** Consider Approval of Privileges/Appointments and Reappointments to the Medical Staff as presented – Dr. Hurd

Action: Dr. Hurd motioned to approve the Privileges/Appointments and Reappointments to the Medical Staff as presented, seconded by Mr. Zimmerman, motion passed unanimously.

B. Summary: Consider Approval of motion to approve the administration developing a new retirement benefit structure for TCHD employees hired on or after October 1, 2020– S. Clark / P. Walker

Action: Ms. DeBose motioned to approve the administration developing a new retirement Benefit Structure for TCHD employees hired on or after October 1, 2020, seconded by Mr. Nguyen, motioned passed unanimously.

Action: There being no further business, the meeting adjourned at 5:23pm



Chuck Webber

Apr 16, 2020 12:55 PM CDT
Dr. Charles Webber, Board Chair

Date