

**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**

MEETING OF BOARD OF MANAGERS

Thursday, June 14, 2018

Meeting Minutes

The Tarrant County Hospital District ("District") Board of Managers met Thursday, June 14, 2018, JPS Health Network, 1500 S. Main Street, 3rd Floor Outpatient Conference Rooms with the following members present:

Charlie Powell, Board Chair
Rev. Ralph Emerson, Immediate Past Board Chair
D.T. Nguyen, Board Secretary
Dorothy DeBose
Roger Fisher
Steve Montgomery
Trent Petty
Steven Simmons, D.O.

Board Members Absent: Charles Webber, M.D., Vice Chair
Rex Hyer, M.D.
Warren Norred – arrived at 1:10pm

Others Attending: Robert Earley, President, Chief Executive Officer
Bill Whitman, Senior Executive Vice President, Chief Operating Officer
Zelia Baugh, Executive Vice President, Behavioral Health
Lara Burnside, Senior Vice President, Strategy, Chief Patient Experience Officer
Sharon Clark, Executive Vice President, Chief Financial Officer
Melinda Costin, Senior Vice President, Chief Information Officer
Karen Duncan, M.D., Executive Vice President, Community Health
Tricia Elliott, M.D., Vice President, Academic Affairs and Research
Michael Hochberg, M.D., President, Chief Medical Officer, Acclaim Physician Group
Timothy Kremer, M.D., Senior Vice President, Chief Medical Officer
J.R. Labbe, Vice President, Communications and Community Affairs
David Mendenhall, Vice President, Chief Technology Officer, Information Systems
Timothy Niacaris, M.D., Vice President, Health Informatics & Analysis, Chief Medical Officer
Wanda Peebles, Executive Vice President, Acute Care, Chief Nursing Officer
Jaime Pillai, Vice President, Support Services
Dianna Prachyl, Senior Vice President, Chief Operating Officer, Acclaim Physician Group
Scott Rule, Vice President, Chief of Staff
Trudy Sanders, Vice President, Patient Care Services
Chet Schrader, M.D., Medical Staff President
Ron Skillens, Senior Vice President, Enterprise Risk Management, Chief Compliance Officer
Pia Walker, Senior Vice President, Human Resources
Kathleen Whelan, Vice President, Operations
Neal Adams, General Counsel
Suzanne Barnes, Recording Secretary

Guest: Steven Townsend, Precinct 4 Administrator

- I. **CALL TO ORDER** – Charlie Powell called the meeting to order at 1:10pm
- II. **OPENING PRAYER & PLEDGE** – Chaplain Lee Ann Franklin
- III. **CITIZENS WISHING TO ADDRESS THE BOARD** – Steven Townsend, Precinct 4 Administrator, on behalf of Commissioner J.D. Johnson, addressed the board to welcome new board member Steven Simmons, D.O.

IV. **APPROVAL OF MINUTES**

A. May 10, 2018

Action: Steve Montgomery motioned to approve the May 10 2018 minutes, seconded by Roger Fisher, motioned passed unanimously.

V. **BOARD CHAIR REPORT**

Summary: Mr. Powell updated the Board on the following

- Welcomed Dr. Steven Simmons, Board Member
- Research Day; thanked Dr. Tricia Elliott and her team

VI. **CEO REPORT**

Summary: Robert Earley updated the Board on the following:

- JPS Research Day award winners

Oral presentations:

1st place Sitara Paladuga, JPS Pharmacy

2nd place Andrew Clothier, JPS Orthopedic Surgery

3rd place Alex Andaluz, JPS Psychiatry

Poster Presentations:

1st place Julian Nguyen, UNTHSC

2nd place Sasha Dib, JPS Emergency

3rd place Brian Nwannunu, JPS Orthopedic Surgery

- Live @ JPS Talent Show Auditions, June 11 to June 25
- Ambassador Development Institute June 6 – More than 300 high-performing front-line employees had round table discussions on the following topics:
 - Physician Leaders/alignment with JPS
 - Community Health
 - Protecting personal and corporate brands
 - Strategic goals and metrics

VII. **REPORT FROM MEDICAL EXECUTIVE STAFF COMMITTEE REQUIRING DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL** – C. Schrader, M.D.

Summary: Dr. Schrader reported on the physicians' retreat, held Wednesday, May 30, 2018. He said physicians were able to engage in different team building activities and meaningful dialogue on mission, vision and future plans.

VIII. REPORT FROM ACCLAIM PHYSICIAN GROUP, INC, REQUIRING DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL – D. Prachyl

Summary: Dianna Prachyl gave an update on the following:

- Introduced Michael Hochberg, M.D., new president of Acclaim
- New Providers
- Recruitment
- Internal Recruiters
- Extended offer to a vascular surgeon

IX. COMMITTEE REPORTS AND ACTION

A. Finance Committee Report and/or Action – Steve Montgomery, Chair
Thursday, May 24, 2018

Summary: Sharon Clark presented the Financial Summary Report to the board.

B. Human Resources and /or Action – Dorothy DeBose
Thursday, May 24, 2018

Summary: Dorothy DeBose reported that the Human Resources Committee reviewed the Annual Incentive Metrics. The HR Policies are on the consent agenda for approval.

X. OTHER MATTERS REQUIRING BOARD DISCUSSION(S), UPDATE(S), DELIBERATION(S), ACTION(S) AND/OR APPROVAL - NO ITEMS TO REPORT

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. ITEM K. WAS PULLED FROM THE CONSENT AGENDA BY THE GENERAL COUNSEL, ITEM L. WAS REMOVED BY DOROTHY DEBOSE FOR FURTHER DISCUSSION

Action: Rev. Ralph Emerson motioned to approve the Consent Agenda, seconded by Dorothy DeBose, motioned passed unanimously.

- A. Consider Acceptance of April 2018 Unaudited Financial Report – S. Clark
- B. Consider Approval of Amendment Number One to Participating Provider Agreement between Superior HealthPlan, Inc. and Tarrant County Hospital District d/b/a JPS Health Network (464744) – S. Clark / K. Ford
- C. Consider Approval of (1) Sublease Agreement between UT Southwestern Moncrief Cancer Center and Tarrant County Hospital District d/b/a JPS Health Network; and (2) capital expenditures (555904) – S. Rule
- D. Consider Approval of Proposed Interlocal Cooperation Agreement for the Provision of Educational Services between the Tarrant County Hospital District d/b/a JPS Health Network and Fort Worth Independent School District (FWISD) (470676) – Z. Baugh

- E. Consider Approval of Proposed Addendum to Siemens Contract between Tarrant County Hospital District d/b/a JPS Health Network and Siemens Medical Solutions USA, Inc. (546757) – K. Whelan
- F. Consider Approval of Proposed Contract and Terms of Sale for Philips Mobile Diagnostic Products between Philips Healthcare A Division of Philips North America, LLC and Tarrant County Hospital District d/b/a JPS Health Network (547067) – K. Whelan
- G. Consider Approval of HR100 Job Descriptions – P. Walker
- H. Consider Approval of HR3100 Military Leave and Supplement – P. Walker
- I. Consider Approval of HR4700 90 Orientation Period – P. Walker
- J. Consider Approval of HR4800 Performance Appraisals – P. Walker
- K. Consider Approval of the letter of intent to lease between Texas Health Methodist Fort Worth and Acclaim Physician Group, Inc. in support of OB/GYN Services – D. Prachyl
- L. Consider Approval of the Professional Services Agreement between Sheridan Healthcare of North Texas and Acclaim Physician Group, Inc. – D. Prachyl

Summary: Bill Whitman and Dianna Prachyl presented the PSA between Sheridan Healthcare of North Texas and Acclaim Physician Group, Inc. Acclaim Executive Committee has approved the 3-year contact to provide on-site anesthesia coverage.

The board had several recommendations:

- Continue to present Action Acclaim Executive Committee Agenda Items to the Board of Managers for approval
- Submit documentation indicating the changes compared from old contract to new contract

Action: Roger Fisher motioned to approve the Professional Services Agreement Sheridan Healthcare of North Texas and Acclaim Physician Group, Inc., seconded by DT Nguyen, motioned passed unanimously.

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

- A. Neal Adams reported for the month of April 2018, there were 35 contracts negotiated on behalf of the Tarrant County Hospital District d/b/a JPS Health Network that are under \$200,000 in value. – N. Adams
- B. Mr. Adams reported that for the month of April 2018, there were 2 contracts negotiated on behalf of the Tarrant County Hospital District d/b/a JPS Health Network that are between \$200,000 and \$500,000 in value. – N. Adams

Summary: Mr. Adams reported that the two reports have been posted to the board portal for review.

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

The Board 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 XV. A, B, C, D, E, AND F.

The Board reconvened in Open Session at 2:18pm

Summary: Consider Approval of Privileges/Appointments and Reappointments to the Medical Staff as presented – C. Schrader, M.D.

Action: Rev. Ralph Emerson motioned to approve the Privileges/Appointments and Reappointments to the Medical Staff as presented, seconded by Dorothy DeBose, motioned passed unanimously.

XV. ADJOURN

Action: There being no further business, the meeting adjourned at 2:19pm.

Charlie Powell

Charlie Powell, Board Chair

7/12/18

Date